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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

2010

Department of the Treasury
Internal Revenue Service

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

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

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

Name of foundation CHARLES H SCHEPMOES TUW		A Employer identification number 54-6305570
Number and street (or P O box number if mail is not delivered to street address) Room/suite	City or town, state, and ZIP code	B Telephone number (see page 10 of the instructions) (888) 730-4933
Wells Fargo Bank N A - 101 N Independence Mall E MACY 1372-062 Philadelphia PA 19106-2112		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 9,325,644	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	0	0		
	4 Dividends and interest from securities	286,737	276,755		
	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	93,057			
	b Gross sales price for all assets on line 6a	2,444,761			
	7 Capital gain net income (from Part IV, line 2)		93,057		
	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	379,794	369,812	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	72,860	54,645		18,215
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)	4,119	0	0	4,119
	b Accounting fees (attach schedule)	6,047	0	0	6,047
	c Other professional fees (attach schedule)	0	0	0	0
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	3,810	3,810	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)	0	0	0	0
	24 Total operating and administrative expenses. Add lines 13 through 23	86,836	58,455	0	28,381
	25 Contributions, gifts, grants paid	330,886			330,886
26 Total expenses and disbursements. Add lines 24 and 25	417,722	58,455	0	359,267	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-37,928				
b Net investment income (if negative, enter -0-)		311,357			
c Adjusted net income (if negative, enter -0-)			0		

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

Form **990-PF** (2010)

(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		0	
	2	Savings and temporary cash investments	122,152	313,018	313,018
	3	Accounts receivable	0	0	0
		Less allowance for doubtful accounts	0	0	0
	4	Pledges receivable	0	0	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	0	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	0	0
	Less accumulated depreciation (attach schedule)	0	0	0	
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	7,849,386	7,406,139	9,012,626	
14	Land, buildings, and equipment basis	0	0	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)	7,971,538	7,719,157	9,325,644	
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. <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	7,971,538	7,719,157	
	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)	7,971,538	7,719,157		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	7,971,538	7,719,157		

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	7,971,538
2	Enter amount from Part I, line 27a	2	-37,928
3	Other increases not included in line 2 (itemize) See Attached Statement	3	34,594
4	Add lines 1, 2, and 3	4	7,968,204
5	Decreases not included in line 2 (itemize) See Attached Statement	5	249,065
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	7,719,139

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 93,057
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.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	377,492	7,416,744	0.050897
2008	370,514	8,926,961	0.041505
2007			0.000000
2006			0.000000
2005			0.000000
2 Total of line 1, column (d)			2 0.092402
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 0.046201
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 8,497,890
5 Multiply line 4 by line 3			5 392,611
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 3,114
7 Add lines 5 and 6			7 395,725
8 Enter qualifying distributions from Part XII, line 4			8 359,267

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.

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 <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
	b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		
	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	6,227
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	6,227
6	Credits/Payments		
	a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	1,628
	b Exempt foreign organizations—tax withheld at source	6b	
	c Tax paid with application for extension of time to file (Form 8868)	6c	9,600
	d Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d	7	11,228
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> 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	5,001
11	Enter the amount of line 10 to be Credited to 2011 estimated tax <input type="checkbox"/> 5,001 Refunded <input type="checkbox"/>	11	0

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)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		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? <i>If "Yes," attach the statement required by General Instruction T</i>		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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> VA		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		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 ▶ 101 N Independence Mall E MACY 1372-062 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)	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)? Organizations relying on a current notice regarding disaster assistance check here **5b** N/A

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X
If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **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 101 N INDEPENDENCE MALL E MACY 1362-C	Trustee 4 00	72,860	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**

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
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

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	8,509,458
b	Average of monthly cash balances	1b	117,841
c	Fair market value of all other assets (see page 25 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	8,627,299
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	8,627,299
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see page 25 of the instructions)	4	129,409
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,497,890
6	Minimum investment return. Enter 5% of line 5	6	424,895

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	424,895
2a	Tax on investment income for 2010 from Part VI, line 5	2a	6,227	
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	0	
c	Add lines 2a and 2b	2c	6,227	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	418,668	
4	Recoveries of amounts treated as qualifying distributions	4		
5	Add lines 3 and 4	5	418,668	
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	418,668	

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	359,267
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	359,267
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	359,267

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				418,668
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			60,276	
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	NONE			
e From 2009	NONE			
f Total of lines 3a through e	0			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 359,267				
a Applied to 2009, but not more than line 2a			60,276	
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				298,991
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
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				119,677
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	0			
10 Analysis of line 9				
a Excess from 2006	0			
b Excess from 2007	0			
c Excess from 2008	0			
d Excess from 2009	0			
e Excess from 2010	0			

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

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

- 3** Complete 3a, b, or c for the alternative test relied upon
- a** "Assets" alternative test—enter
- (1) Value of all assets 0
- (2) Value of assets qualifying under section 4942(j)(3)(B)(i) 0
- b** "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed 0
- 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) 0
- (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) 0
- (3) Largest amount of support from an exempt organization 0
- (4) Gross investment income 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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<p>a <i>Paid during the year</i> See Attached Statement</p>				
Total				▶ 3a 330,886
<p>b <i>Approved for future payment</i> NONE</p>				
Total				▶ 3b 0

CHARLES H SCHEPMOES TUW

54-6305570 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
 VIRGINIA UNITED METHODIST HOMES

Street
 7113 THREE CHOPT ROAD, SUITE 300

City RICHMOND	State VA	Zip Code 23226	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL SUPPORT GRANT			Amount 198,532

Name
 COLLEGE OF WILLIAM & MARY FOUNDATION

Street
 PO BOX 8795

City WILLIAMSBURG	State VA	Zip Code 23187	Foreign Country
Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL SUPPORT GRANT			Amount 132,354

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount 0

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount 0

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount 0

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount 0

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	Date Sold	Totals		Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss
									Gross Sales Price	Cost or Other Basis				
									Amount					
									25,381	0				
									Long Term CG Distributions					
									Short Term CG Distributions					
1	X	DELAWARE POOLED TR INTL	246248306			11/25/2003		12/21/2010	86,936	100,000				-13,064
2	X	DELAWARE POOLED TR INTL	246248306			12/15/2008		12/21/2010	69,404	56,804				12,600
3	X	DELAWARE POOLED TR INTL	246248306			10/21/2004		12/21/2010	54,025	71,992				-17,967
4	X	DELAWARE POOLED TR INTL	246248306			7/29/2004		12/21/2010	50,360	62,997				-12,637
5	X	DELAWARE POOLED TR INTL	246248306			12/17/2009		12/21/2010	15,601	15,506				95
6	X	DELAWARE POOLED TR INTL	246248306			1/25/2005		12/21/2010	5,995	8,511				-2,516
7	X	DELAWARE POOLED TR INTL	246248306			12/15/2003		12/21/2010	4,507	5,325				-818
8	X	DELAWARE POOLED TR INTL	246248306			12/22/2004		12/21/2010	4,172	5,894				-1,722
9	X	DELAWARE POOLED TR INTL	246248306			6/12/2007		12/21/2010	120,852	125,000				-4,148
10	X	DREYFUS/THE BOSTON CO S	26203E836			1/18/2007		12/21/2010	111,375	106,651				4,724
11	X	GOLDMAN SACHS GRTH OPP	38142Y401			8/25/2009		12/21/2010	136,298	100,075				36,223
12	X	PIMCO MODERATE DURATIO	693390593			12/4/2009		12/21/2010	75,623	76,123				-500
13	X	PIMCO MODERATE DURATIO	693390593			2/27/2008		12/21/2010	523,217	510,853				12,364
14	X	PIONEER HIGH YIELD FUND-Y	72369B406			11/30/2007		12/21/2010	438,373	450,000				-11,627
15	X	T ROWE PRICE REAL ESTATE	779919109			4/1/2008		12/21/2010	159,615	186,044				-26,429
16	X	ROYCE PREMIER FUND.W.CI	780905451			7/17/2008		12/21/2010	118,948	102,312				16,636
17	X	CRM MID CAP VALUE FD-INS	92934R769			12/17/2007		12/21/2010	16,857	17,021				-164
18	X	AMERICAN CENTURY EQUITY	025076209			2/3/2009		12/21/2010	114,685	90,166				24,519
19	X	DELAWARE POOLED TR INTL	246248306			12/15/2008		12/21/2010	90,079	73,726				16,353
20	X	CRM MID CAP VALUE FD-INS	92934R769			12/18/2006		12/21/2010	5,994	6,249				-255
21	X	CRM MID CAP VALUE FD-INS	92934R769			4/1/2008		12/21/2010	49,272	47,932				1,340
22	X	WELLS FARGO ADV EMG MK	94975P751			8/25/2009		12/21/2010	89,927	64,428				25,499
23	X	WELLS FARGO ADV INTL BON	94985D582			1/3/2003		12/21/2010	7,997	6,934				1,063
24	X	WELLS FARGO ADV INTL BON	94985D582			12/27/2002		12/21/2010	42,524	33,809				8,715
25	X	CRM MID CAP VALUE FD-INS	92934R769			12/17/2007		12/21/2010	16,130	16,287				-157
26	X	CRM MID CAP VALUE FD-INS	92934R769			12/18/2006		12/21/2010	10,614	11,065				-451
									Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
									2,444,761	0	2,351,704	0	93,057	
									Totals					
									Securities					
									Other sales					

Line 16a (990-PF) - Legal Fees

		4,119	0	0	4,119
	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	JOHN ALBERT ELLETT	4,119			4,119
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 16b (990-PF) - Accounting Fees

		6,047	0	0	0	6,047
	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	6,047			6,047	
2						
3						
4						
5						
6						
7						
8						
9						
10						

Line 18 (990-PF) - Taxes

		3,810	3,810	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	3,810	3,810		
2					
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	32,197
2	Federal Excise Tax Refund	2	2,397
3	Total	3	34,594

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

1	Cost Basis Adjustment	1	216,257
2	Mutual Fund & CTF Income Subtraction	2	32,808
3	Total	3	249,065

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	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											
		25,381	0				2,419,380	0	2,351,704	67,676	0	0	0	67,676
1	DELAWARE POOLED TR INTL EQUITY # 246248306				11/25/2003	12/21/2010	86,936	0	100,000	-13,064			0	-13,064
2	DELAWARE POOLED TR INTL EQUITY # 246248306				12/15/2008	12/21/2010	69,404	0	56,804	12,600			0	12,600
3	DELAWARE POOLED TR INTL EQUITY # 246248306				10/21/2004	12/21/2010	54,025	0	71,992	-17,967			0	-17,967
4	DELAWARE POOLED TR INTL EQUITY # 246248306				7/29/2004	12/21/2010	50,360	0	62,997	-12,637			0	-12,637
5	DELAWARE POOLED TR INTL EQUITY # 246248306				12/17/2009	12/21/2010	15,601	0	15,506	95			0	95
6	DELAWARE POOLED TR INTL EQUITY # 246248306				12/15/2003	12/21/2010	5,995	0	8,511	-2,516			0	-2,516
7	DELAWARE POOLED TR INTL EQUITY # 246248306				12/15/2003	12/21/2010	4,507	0	5,325	-818			0	-818
8	DELAWARE POOLED TR INTL EQUITY # 246248306				12/22/2004	12/21/2010	4,172	0	5,894	-1,722			0	-1,722
9	DELAWARE POOLED TR INTL EQUITY # 246248306				6/12/2003	12/21/2010	120,852	0	125,000	-4,148			0	-4,148
10	DREYFUS/THE BOSTON CO SIC - I #694 26203E836				1/18/2007	12/21/2010	111,375	0	106,651	4,724			0	4,724
11	GOLDMAN SACHS GRTH OPP FD-I #113 38142Y401				8/25/2009	12/21/2010	136,298	0	100,075	36,223			0	36,223
12	PIMCO MODERATE DURATION-INST #11 693390593				12/4/2009	12/21/2010	75,623	0	76,123	-500			0	-500
13	PIMCO MODERATE DURATION-INST #11 693390593				2/27/2008	12/21/2010	523,217	0	510,853	12,364			0	12,364
14	PIONEER HIGH YIELD FUND-Y #724 723698406				11/30/2007	12/21/2010	438,373	0	450,000	-11,627			0	-11,627
15	T ROWE PRICE REAL ESTATE FD #122 778919109				4/1/2008	12/21/2010	118,948	0	186,044	-26,429			0	-26,429
16	ROYCE PREMIER FUND W CLASS #566 780905451				7/17/2008	12/21/2010	16,857	0	102,312	16,636			0	16,636
17	CRM MID CAP VALUE FD-INSTL #32 92934R769				12/17/2007	12/21/2010	114,685	0	17,021	-164			0	-164
18	AMERICAN CENTURY EQUITY INCOME 025076209				2/3/2009	12/21/2010	90,079	0	90,166	-87			0	-87
19	DELAWARE POOLED TR INTL EQUITY # 246248306				12/15/2008	12/21/2010	90,079	0	73,726	16,353			0	16,353
20	CRM MID CAP VALUE FD-INSTL #32 92934R769				12/18/2006	12/21/2010	5,994	0	6,249	-255			0	-255
21	CRM MID CAP VALUE FD-INSTL #32 92934R769				4/1/2008	12/21/2010	49,272	0	47,932	1,340			0	1,340
22	WELLS FARGO ADV EMG MK E-INS #41 94975P751				8/25/2009	12/21/2010	89,927	0	64,428	25,499			0	25,499
23	WELLS FARGO ADV INTL BOND-IS #470 94985D582				1/3/2003	12/21/2010	7,997	0	6,934	1,063			0	1,063
24	WELLS FARGO ADV INTL BOND-IS #470 94985D582				12/27/2002	12/21/2010	42,524	0	33,809	8,715			0	8,715
25	CRM MID CAP VALUE FD-INSTL #32 92934R769				12/17/2007	12/21/2010	16,130	0	16,287	-157			0	-157
26	CRM MID CAP VALUE FD-INSTL #32 92934R769				12/18/2006	12/21/2010	10,614	0	11,065	-451			0	-451

Part

	0	0	0
	Benefits	Expense Account	Explanation
1			
2			
3			
4			
5			
6			
7			
8			
9			
10			

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date		Amount
1 Credit from prior year return	4/15/2010	1	1,628
2 First quarter estimated tax payment		2	
3 Second quarter estimated tax payment		3	
4 Third quarter estimated tax payment		4	
5 Fourth quarter estimated tax payment		5	
6 Other payments		6	0
7 Total		7	1,628

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2009 that remained undistributed at the beginning of the 2010 tax year	1	60,276
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	60,276

Account Statement For
SCHEPMOES CHAR

Period Covered: December 1, 2010 - December 31, 2010
Account Number 50130004120

**WELLS
FARGO**

ASSET DETAIL

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/10	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
MONEY MARKET							
SECURED MARKET DEPOSIT ACCOUNT <i>Asset held in Invested Income Portfolio</i>	92,078.240		\$92,078.24	\$92,078.24	\$0.00	0.06%	\$2.69
SECURED MARKET DEPOSIT ACCOUNT	220,939.570		220,939.57	220,939.57	0.00	0.06	5.23
Total Money Market			\$313,017.81	\$313,017.81	\$0.00	0.06%	\$7.92
Total CASH & EQUIVALENTS			\$313,017.81	\$313,017.81	\$0.00	0.06%	\$7.92

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/10	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
DOMESTIC MUTUAL FUNDS							
JPMORGAN HIGH YIELD FUND SELECT SHARES #3580 CUSIP 4812C0803	56,763.388	\$8.150	\$462,621.61	\$462,621.61	\$0.00	8.10%	\$0.00
PIMCO LOW DURATION FUND CLASS I #36 CUSIP 693390304	35,758.192	10.390	371,527.61	370,097.29	1,430.32	2.03	0.00
PIMCO MODERATE DURATION FUND INSTITUTIONAL CLASS #120 CUSIP 693390593	35,067.483	10.620	372,416.67	360,710.13	11,706.54	2.90	0.00
PIMCO TOTAL RETURN FD II INSTITUTIONAL CLASS CUSIP 693390551	44,794.558	10.360	464,071.62	455,695.09	8,376.53	2.53	0.00
VANGUARD INFLATION PROTECTED SECURITIES FUND-ADMIRAL SHARES #5119 CUSIP 922031737	10,756.576	25.540	274,722.95	264,903.49	9,819.46	2.55	0.00
WELLS FARGO ADVANTAGE INTERNATIONAL BOND FUND CLASS IS #4705 CUSIP 94985D582	16,470.037	11.490	189,240.73	146,791.59	42,449.14	4.68	0.00
Total Domestic Mutual Funds			\$2,134,601.19	\$2,060,819.20	\$73,781.99	3.91%	\$0.00

Account Statement For:
SCHEPMOES CHAR

Period Covered: December 1, 2010 - December 31, 2010

Account Number 5013004120

**WELLS
FARGO**

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/10	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
INTERNATIONAL MUTUAL FUNDS							
PIMCO EMERGING MARKETS BOND FUND-INSTL #137	33,575.358	\$11.100	\$372,686.47	\$324,566.85	\$48,119.62	4.89%	\$0.00
CUSIP 693391559							
Total International Mutual Funds			\$372,686.47	\$324,566.85	\$48,119.62	4.89%	\$0.00
Total FIXED INCOME			\$2,507,287.66	\$2,385,386.05	\$121,901.61	0.00%	\$0.00

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/10	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
CONSUMER DISCRETIONARY							
MCDONALDS CORP	1,400,000	\$76.760	\$107,464.00	\$62,944.00	\$44,520.00	3.18%	\$0.00
SYMBOL MCD CUSIP 580135101							
NIKE INC CL B	1,200,000	85.420	102,504.00	29,175.00	73,329.00	1.45	0.00
SYMBOL NIKE CUSIP 654106103							
Total Consumer Discretionary			\$209,968.00	\$92,119.00	\$117,849.00	2.34%	\$0.00
CONSUMER STAPLES							
KELLOGG CO	1,542,000	\$51.080	\$78,765.36	\$68,472.51	\$10,292.85	3.17%	\$0.00
SYMBOL K CUSIP. 487836108							
PROCTER & GAMBLE CO	1,000,000	64.330	64,330.00	39,748.00	24,582.00	2.99	0.00
SYMBOL PG CUSIP 742718109							
Total Consumer Staples			\$143,095.36	\$108,220.51	\$34,874.85	3.09%	\$0.00
ENERGY							
CHEVRON CORP	1,124,000	\$91.250	\$102,565.00	\$64,292.80	\$38,272.20	3.16%	\$0.00
SYMBOL CVX CUSIP 166764100							
CONOCOPHILLIPS	750,000	68.100	51,075.00	19,181.25	31,893.75	3.23	0.00
SYMBOL COP CUSIP 20825C104							
EXXON MOBIL CORPORATION	1,000,000	73.120	73,120.00	12,871.42	60,248.58	2.41	0.00
SYMBOL XOM CUSIP 30231G102							
Total Energy			\$226,760.00	\$96,345.47	\$130,414.53	2.93%	\$0.00

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PRIVATE CLIENT SERVICES

Account Statement For:
SCHEPMOES CHAR

Period Covered: December 1, 2010 - December 31, 2010

Account Number 50130004120

**WELLS
FARGO**

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/10	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
FINANCIALS							
AON CORP SYMBOL: AON CUSIP 037389103	1,200,000	\$46.010	\$55,212.00	\$43,191.00	\$12,021.00	1.30%	\$0.00
BANK NEW YORK MELLON CORP COM COM	1,000,000	30.200	30,200.00	33,665.20	-3,465.20	1.19	0.00
SYMBOL BK CUSIP 064058100							
NORTHERN TRUST CORP SYMBOL: NTRS CUSIP: 665859104	350,000	55.410	19,393.50	18,809.00	584.50	2.02	98.00
Total Financials			\$104,805.50	\$95,665.20	\$9,140.30	1.40%	\$98.00
HEALTH CARE							
BECTON DICKINSON & CO SYMBOL: BDX CUSIP 075887109	1,002,000	\$84.520	\$84,689.04	\$59,541.35	\$25,147.69	1.94%	\$0.00
JOHNSON & JOHNSON SYMBOL JNJ CUSIP 478160104	1,300,000	61.850	80,405.00	79,495.00	910.00	3.49	0.00
MERCK & CO INC NEW SYMBOL: MRK CUSIP 589333Y105	700,000	36.040	25,228.00	29,836.52	-4,608.52	4.22	266.00
Total Health Care			\$190,322.04	\$168,872.87	\$21,449.17	2.90%	\$266.00
INDUSTRIALS							
UNITED TECHNOLOGIES CORP SYMBOL UTX CUSIP 913017109	1,600,000	\$78.720	\$125,952.00	\$48,694.51	\$77,257.49	2.16%	\$0.00
3M CO COM	300,000	86.300	25,890.00	18,907.50	6,982.50	2.43	0.00
SYMBOL MMM CUSIP 88579Y101							
Total Industrials			\$151,842.00	\$67,602.01	\$84,239.99	2.21%	\$0.00

Account Statement For:
SCHEPMOES CHAR

Period Covered: December 1, 2010 - December 31, 2010

Account Number 5013004120

**WELLS
FARGO**

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/10	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
INFORMATION TECHNOLOGY							
AGILENT TECHNOLOGIES INC SYMBOL A CUSIP: 00846U101	2,500,000	\$41.430	\$103,575.00	\$78,600.68	\$24,974.32	0.00%	\$0.00
HEWLETT PACKARD CO SYMBOL HPQ CUSIP 428236103	1,950,000	42.100	82,095.00	36,094.50	46,000.50	0.76	0.00
INTERNATIONAL BUSINESS MACHS CORP COM SYMBOL IBM CUSIP 459200101	600,000	146.760	88,056.00	40,136.25	47,919.75	1.77	0.00
MICROSOFT CORP SYMBOL MSFT CUSIP 594918104	3,000,000	27.910	83,730.00	98,281.25	-14,551.25	2.29	0.00
Total Information Technology			\$357,456.00	\$253,112.68	\$104,343.32	1.15%	\$0.00
MATERIALS							
PRAXAIR INC COM SYMBOL PX CUSIP 74005P104	835,000	\$95.470	\$79,717.45	\$38,542.25	\$41,175.20	1.88%	\$0.00
Total Materials			\$79,717.45	\$38,542.25	\$41,175.20	1.89%	\$0.00
UTILITIES							
EXELON CORPORATION SYMBOL EXC CUSIP 30161N101	439,000	\$41.640	\$18,279.96	\$23,605.03	-\$5,325.07	5.04%	\$0.00
Total Utilities			\$18,279.96	\$23,605.03	-\$5,325.07	5.04%	\$0.00
INTERNATIONAL EQUITIES							
ACE LIMITED CUSIP H0023R105	1,200,000	\$62.250	\$74,700.00	\$64,536.00	\$10,164.00	2.12%	\$396.00
COOPER INDUSTRIES PLC NEW IRELAND CUSIP G24140108	2,574,000	58.290	150,038.46	90,686.01	59,352.45	1.85	694.98
Total International Equities			\$224,738.46	\$155,222.01	\$69,516.45	1.94%	\$1,090.98

Account Statement For:
SCHEPMOES CHAR

Period Covered: December 1, 2010 - December 31, 2010
Account Number 50130004120



ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/10	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
DOMESTIC MUTUAL FUNDS							
AMERICAN CENTURY EQUITY INCOME FUND-CLASS I #338	51,232.871	\$7.210	\$369,389.00	\$292,027.37	\$77,361.63	3.08%	\$0.00
SYMBOL: ACIX CUSIP: 025076209							
CRM MID CAP VALUE FUND-INSTITUTIONAL SHARES #32	14,625.736	28.670	419,319.85	323,582.68	95,737.17	0.59	0.00
SYMBOL: CRIMX CUSIP: 92934R769							
DREYFUS/THE BOSTON COMPANY SMALL CAP GROWTH FUND CLASS I #6941	5,072.066	54.970	278,811.47	203,285.46	75,526.01	0.00	0.00
SYMBOL: SSETX CUSIP: 26203E836							
GOLDMAN SACHS GROWTH OPPORTUNITY FUND INSTITUTIONAL SHARES #1132	17,208.589	24.350	419,029.14	308,550.00	110,479.14	0.00	0.00
SYMBOL: GGOIX CUSIP: 38142Y401							
ROYCE PREMIER FUND W CLASS#566	13,669.243	20.400	278,852.56	190,583.36	88,269.20	0.00	0.00
SYMBOL: RPRWX CUSIP: 780905451							
WELLS FARGO ADVANTAGE EMERGING MARKETS EQUITY FUND CLASS INS #4146	24,010.928	23.900	573,861.18	265,108.87	308,752.31	0.00	0.00
SYMBOL: EMGNX CUSIP: 94975P751							
Total Domestic Mutual Funds			\$2,339,263.20	\$1,583,137.74	\$756,125.46	0.59%	\$0.00
INTERNATIONAL MUTUAL FUNDS							
DELAWARE POOLED TR INTL EQUITY PORTFOLIO #31	1,281.115	\$13.190	\$16,897.91	\$16,654.49	\$243.42	3.30%	\$0.00
SYMBOL: DPIX CUSIP: 246248306							
HARBOR INTERNATIONAL FUND CLASS INSTITUTIONAL #2011	20,216.846	60.550	1,224,130.03	1,210,370.95	13,759.08	1.44	0.00
SYMBOL: HAINX CUSIP: 411511306							
Total International Mutual Funds			\$1,241,027.94	\$1,227,025.44	\$14,002.50	1.47%	\$0.00
Total EQUITIES			\$5,287,275.91	\$3,909,470.21	\$1,377,805.70	1.31%	\$1,454.98

Account Statement For:
SCHEPMOES CHAR

Period Covered: December 1, 2010 - December 31, 2010

Account Number 5013004120



ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/10	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
REAL ASSET FUNDS							
ING INTERNATIONAL REAL ESTATE FUND CLASS I #2664	31,963.019	\$8.660	\$276,799.74	\$282,383.25	-\$5,583.51	7.47%	\$0.00
SYMBOL IIRIX CUSIP 44980Q518							
ING REAL ESTATE FUNDN CLASS-I #2190	32,955.147	14.310	471,588.15	364,783.68	106,804.47	2.31	0.00
SYMBOL CRARX CUSIP 44981V706							
PIMCO COMMODITY REAL RETURN STRATEGY FUND-CLASS I #45	50,556.967	9.290	469,674.22	464,115.84	5,558.38	8.96	0.00
SYMBOL PCRIX CUSIP. 722005667							
Total Real Asset Funds			\$1,218,062.11	\$1,111,282.77	\$106,779.34	6.05%	\$0.00
Total REAL ASSETS			\$1,218,062.11	\$1,111,282.77	\$106,779.34	6.05%	\$0.00

ACCOUNT VALUE AS OF 12/31/10	COST BASIS	UNREALIZED GAIN/LOSS	ACCRUED INCOME
\$9,325,643.49	\$7,719,156.84	\$1,606,486.65	\$1,462.90

TOTAL ASSETS

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box **X**
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print	Name of exempt organization CHARLES H SCHEPMOES TUW 5013004120	Employer identification number 54-6305570
	Number, street, and room or suite no. If a P O box, see instructions Wells Fargo Bank N A - 101 N Independence Mall E MACY 1372-062	
File by the extended due date for filing your return See instructions	City, town or post office, state, and ZIP code For a foreign address, see instructions Philadelphia PA 19106-2112	

Enter the Return code for the return that this application is for (file a separate application for each return) 04

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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of **WELLS FARGO BANK N A**
Telephone No **(888) 730-4933** FAX No
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for

- I request an additional 3-month extension of time until **11/15/2011**
- For calendar year **2010**, or other tax year beginning _____, and ending _____
- If the tax year entered in line 5 is for less than 12 months, check reason Initial return Final return Change in accounting period
- State in detail why you need the extension More time is requested to acuire all information needed to complet and file an accurate return.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	8a	\$	6,227
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any pnor year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	\$	11,228
c Balance due. Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	\$	0

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature **Charles White** Title **TAX MANAGER** Date **8/9/2011**