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Return of Private Foundation

OMB No 1545-0052

Department of the Treasury
Internal Revenue Serviceor Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

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

2010

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

G Check all that apply

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

Name of foundation LOUISE HEAD DUNCAN TR U/W R74254005		A Employer identification number 61-6183556
Number and street (or P.O. box number if mail is not delivered to street address) C/O JPMORGAN CHASE BANK, NA; P.O. BOX 3038	Room/suite	B Telephone number (414) 977-1210
City or town, state, and ZIP code MILWAUKEE, WI 53201		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) \$ 7,710,150. (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"/>
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		103,678.	103,712.		STATEMENT 1
5a Gross rents		43,800.	43,800.		STATEMENT 2
b Net rental income or (loss) 22,213.					STATEMENT 3
6a Net gain or (loss) from sale of assets not on line 10		5,007.			
b Gross sales price for all assets on line 6a 2,953,389.					
7 Capital gain net income (from Part IV, line 2)			16,626.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales, less returns, and allowances					
b Less: cost of goods sold					
c Gross profit or (loss)					
11 Other income		24,488.	9,475.		STATEMENT 4
12 Total. Add lines 1 through 11		176,973.	173,613.		
13 Compensation of officers, directors, trustees, etc.		68,063.	36,609.		31,454.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 5		825.	0.		825.
c Other professional fees STMT 6		22.	22.		0.
17 Interest					
18 Taxes STMT 7		7,969.	7,969.		0.
19 Depreciation and depletion		9,592.	9,592.		
20 Occupancy					
21 Travel, conferences, and meetings		122.	0.		122.
22 Printing and publications					
23 Other expenses STMT 8		8,442.	6,487.		2,181.
24 Total operating and administrative expenses. Add lines 13 through 23		95,035.	60,679.		34,582.
25 Contributions, gifts, grants paid		345,240.			345,240.
26 Total expenses and disbursements. Add lines 24 and 25		440,275.	60,679.		379,822.
27 Subtract line 26 from line 12		<263,302.>			
a Excess of revenue over expenses and disbursements			112,934.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

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LHA For Paperwork Reduction Act Notice, see the instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	170,571.	73,103.	73,103.
	2 Savings and temporary cash investments	209,734.	87,423.	87,423.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations			
	b Investments - corporate stock STMT 9	3,362,601.	3,807,086.	4,579,425.
	c Investments - corporate bonds STMT 10	1,490,997.	1,903,666.	1,971,946.
Liabilities	11 Investments - land, buildings, and equipment basis ▶ STMT 11	388,191.		
	Less accumulated depreciation STMT 11 ▶	174,728.		
	12 Investments - mortgage loans			
	13 Investments - other	888,803.		
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 12)	650,002.	650,002.	688,465.
	16 Total assets (to be completed by all filers)	6,995,763.	6,734,743.	7,710,150.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	6,995,763.	6,734,743.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
30 Total net assets or fund balances	6,995,763.	6,734,743.		
31 Total liabilities and net assets/fund balances	6,995,763.	6,734,743.		

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	6,995,763.
2 Enter amount from Part I, line 27a	2	<263,302.>
3 Other increases not included in line 2 (itemize) ▶ RETURN OF CAPITAL ADJUSTMENT	3	2,331.
4 Add lines 1, 2, and 3	4	6,734,792.
5 Decreases not included in line 2 (itemize) ▶ ROUNDING ADJUSTMENT	5	49.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,734,743.

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				
b SEE ATTACHED STATEMENT				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 2,953,389.		2,948,382.	16,626.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			16,626.

2 Capital gain net income or (net capital loss)	<div style="border-left: 1px solid black; border-right: 1px solid black; padding: 0 5px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>	2	16,626.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	446,517.	6,786,354.	.065796
2008	535,668.	8,668,398.	.061796
2007	472,823.	10,347,656.	.045694
2006	420,081.	9,767,391.	.043009
2005	457,670.	9,245,181.	.049504

2 Total of line 1, column (d)	2	.265799
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	.053160
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	7,434,742.
5 Multiply line 4 by line 3	5	395,231.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,129.
7 Add lines 5 and 6	7	396,360.
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	8	379,822.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		1	2,259.
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		2	0.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		3	2,259.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
3 Add lines 1 and 2		5	2,259.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a 1,120.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c 3,880.		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d		7	5,000.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached		8	12.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	2,729.
11 Enter the amount of line 10 to be Credited to 2011 estimated tax <input type="checkbox"/> 2,729. Refunded <input type="checkbox"/>		11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> NONE		
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 SEE STATEMENT 13		X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► JPMORGAN CHASE BANK, N.A. Telephone no ► (859) 231-2872 Located at ► 201 E MAIN ST, LEXINGTON, KY ZIP+4 ► 40507			
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? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

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

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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

7b

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JPMORGAN CHASE BANK, N.A.	TRUSTEE			
P.O. BOX 3038				
MILWAUKEE, WI 53201	2.00	48,812.	0.	0.
THOMAS W GAINES JR	ADVISOR			
2009 HIGH RIDGE RD				
LOUISVILLE, KY 40207	2.00	6,417.	0.	0.
LANE A RICHIE	ADVISOR			
1043 MACKEY PK				
NICHOLASVILLE, KY 40356-9330	2.00	6,417.	0.	0.
JOSEPH WILLIAM HALL	ADVISOR			
1503 KAMER DR				
LAGRANGE, KY 40031	2.00	6,417.	0.	0.

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

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

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

0

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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. If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
	0.
2	
All other program-related investments See instructions	
3 N/A	
	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 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	7,201,696.
b	Average of monthly cash balances	1b	304,706.
c	Fair market value of all other assets	1c	41,559.
d	Total (add lines 1a, b, and c)	1d	7,547,961.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	7,547,961.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	113,219.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,434,742.
6	Minimum investment return. Enter 5% of line 5	6	371,737.

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

1	Minimum investment return from Part X, line 6	1	371,737.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	2,259.
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	201.
c	Add lines 2a and 2b	2c	2,460.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	369,277.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	369,277.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	369,277.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	379,822.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	379,822.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	379,822.

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.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				369,277.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			297,117.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2010				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 379,822.				
a Applied to 2009, but not more than line 2a			297,117.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount	0.			82,705.
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		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				286,572.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	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				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

N/A

☐ 4942(1)(3) or ☐ 4942(1)(5)

(4) Gross investment income

[illegible]

501(C)(3) ORGANIZATIONS BENEFITING RESIDENTS OF OLDHAM COUNTY, KY

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

023611 12-07-10 Form 990-PF (2010)

Enter gross amounts unless otherwise indicated

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

[illegible]

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 |
| N/A | | |
| | | |
| | | |
| | | |
| | | |

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.

Title

PTIN

Phone no

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 PUBLICLY TRADED SECURITIES				
b STCG FROM POWERSHARES DB COMMODITY INDEX TRACKING				
c LTCG FROM POWERSHARES DB COMMODITY INDEX TRACKING				
d GAIN FROM POWERSHARES DB COMMODITY INDEX TRACKING				
e JPMORGAN MULTI-STRAT SCH K-1				
f JPMORGAN MULTI-STRAT SCH K-1				
g JPMORGAN MULTI-STRAT SCH K-1 SEC 1231 LOSS				
h JPMORGAN MULTI-STRAT SCH K-1 SEC 1256 LOSS				
i CAPITAL GAINS DIVIDENDS				
j				
k				
l				
m				
n				
o				

(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 2,951,166.		2,948,382.	2,784.
b			40.
c			521.
d			10,766.
e			616.
f			562.
g			<139.>
h			<747.>
i 2,223.			2,223.
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			2,784.
b			40.
c			521.
d			10,766.
e			616.
f			562.
g			<139.>
h			<747.>
i			2,223.
j			
k			
l			
m			
n			
o			

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	16,626.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8 }		3	N/A

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
INTEREST INCOME FROM POWERSHARES DB COMMODITY INDEX TRACKING FUND	34.	0.	34.
INTEREST INCOME FROM POWERSHARES DB COMMODITY INDEX TRACKING FUND	<34.>	0.	<34.>
OTHER INTEREST & DIVIDENDS	105,901.	2,223.	103,678.
TOTAL TO FM 990-PF, PART I, LN 4	105,901.	2,223.	103,678.

FORM 990-PF	RENTAL INCOME	STATEMENT	2
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KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
U.S. POST OFFICE BUILDING LEXINGTON, KY 40508	1	43,800.
TOTAL TO FORM 990-PF, PART I, LINE 5A		43,800.

FORM 990-PF	RENTAL EXPENSES	STATEMENT	3
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DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
DEPRECIATION		9,592.	
INSURANCE		2,639.	
REAL ESTATE TAXES		5,713.	
REAL ESTATE MANAGEMENT FEES		0.	
MAINTENANCE & REPAIR		3,621.	
ICG PROPERTY TAX SERVICES FEE		22.	
- SUBTOTAL -	1		21,587.
TOTAL RENTAL EXPENSES			21,587.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			22,213.

FORM 990-PF	OTHER INCOME	STATEMENT	4
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ROYALTIES FROM MINERAL INTERESTS	9,475.	9,475.	
EXCOSE TAX REFUND - 12/31/08	10,013.	0.	
	5,000.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	24,488.	9,475.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEE	825.	0.		825.
TO FORM 990-PF, PG 1, LN 16B	825.	0.		825.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ICG PROPERTY TAX SERVICES FEE	22.	22.		0.
TO FORM 990-PF, PG 1, LN 16C	22.	22.		0.

FORM 990-PF	TAXES		STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD	1,724.	1,724.		0.
AD VALOREM TAXES - ROYALTY INCOME	62.	62.		0.
MINERAL PRODUCTION TAXES - ROYALTY INOCME	470.	470.		0.
REAL ESTATE TAXES	5,713.	5,713.		0.
TO FORM 990-PF, PG 1, LN 18	7,969.	7,969.		0.

FORM 990-PF	OTHER EXPENSES		STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PO BOX RENTAL FEE	96.	0.		96.
POSTAGE	85.	0.		85.
MINERAL PRODUCTION EXPENSE - ROYALTY INOCME	1.	1.		0.
ADMINISTRATIVE EXPENSE	2,000.	0.		2,000.
EXPENSE FROM POWERSHARES DB COMMODITY INDEX TRACKING FUND	0.	226.		0.
INSURANCE	2,639.	2,639.		0.
REAL ESTATE MANAGEMENT FEES	0.	0.		0.
MAINTENANCE & REPAIR	3,621.	3,621.		0.
TO FORM 990-PF, PG 1, LN 23	8,442.	6,487.		2,181.

FORM 990-PF	CORPORATE STOCK		STATEMENT	9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
ABBOTT LABORATORIES - 275 SHS	14,031.	13,175.		
ALEXION PHARMACEUTICALS INC - 50 SHS	2,928.	4,028.		
AMAZON COM INC - 52 SHS	5,553.	9,360.		
AMERICAN EXPRESS CO - 75 SHS	3,171.	3,219.		
APACHE CORP - 130 SHS	12,789.	15,500.		
APPLE INC. - 80 SHS	13,183.	25,805.		

BB & T CORP - 125 SHS	2,310.	3,286.
BAKER HUGHES INC - 120 SHS	6,212.	6,860.
CVS CAREMARK CORPORATION - 275 SHS	8,657.	9,562.
CAMPBELL SOUP COMPANY - 125 SHS	4,546.	4,344.
CARDINAL HEALTH INC - 175 SHS	5,137.	6,704.
CELGENE CORPORATION - 130 SHS	6,412.	7,688.
CISCO SYSTEMS INC - 875 SHS	21,054.	17,701.
CITRIX SYSTEMS INC - 50 SHS	3,435.	3,421.
COLGATE PALMOLIVE CO - 75 SHS	5,910.	6,028.
WALT DISNEY CO - 275 SHS	6,511.	10,315.
DOW CHEMICAL CO - 250 SHS	7,198.	8,535.
E I DU PONT DE NEMOURS & CO - 360 SHS	13,682.	17,957.
E M C CORP MASS - 225 SHS	4,597.	5,153.
FREEPORT-MCMORAN COPPER & GOLD INC CL B - 145 SHS	8,602.	17,413.
GENERAL ELECTRIC CO - 300 SHS	4,590.	5,487.
GENERAL MILLS INC - 125 SHS	3,660.	4,449.
INTERNATIONAL BUSINESS MACHINES CORP - 75 SHS	8,043.	11,007.
JOHNSON CONTROLS INC - 425 SHS	13,847.	16,235.
KELLOGG CO - 50 SHS	2,440.	2,554.
LENNAR CORP - 100 SHS	1,549.	1,875.
LOWES COMPANIES INC - 200 SHS	4,617.	5,016.
MICROSOFT CORP - 1010 SHS	24,617.	28,189.
MORGAN STANLEY - 200 SHS	4,990.	5,442.
NATIONAL-OILWELL VARCO INC - 50 SHS	3,140.	3,363.
NIKE INC B - 75 SHS	4,486.	6,407.
NORFOLK SOUTHERN CORP - 300 SHS	14,700.	18,846.
NOVELLUS SYSTEMS INC - 175 SHS	4,393.	5,656.
OCCIDENTAL PETROLEUM CORP - 170 SHS	10,888.	16,677.
ORACLE CORP - 425 SHS	9,858.	13,303.
PACCAR INC - 220 SHS	7,916.	12,615.
PARKER-HANNIFIN CORP - 25 SHS	1,008.	2,158.
PEPSICO INC - 120 SHS	7,695.	7,840.
PFIZER INC - 1050 SHS	16,173.	18,386.
PROCTER & GAMBLE CO - 275 SHS	17,032.	17,691.
QUALCOMM INC - 300 SHS	12,397.	14,847.
T ROWE PRICE INTERNATIONAL FUNDS INC NEW ASIA FUND - 18129.933 SHS	249,323.	347,732.
SANDISK CORP - 60 SHS	2,621.	2,992.
SOUTHERN CO - 175 SHS	5,396.	6,690.
SPRINT NEXTEL CORP - 1000 SHS	4,239.	4,230.
STAPLES INC - 375 SHS	8,365.	8,539.
STATE STREET CORP - 75 SHS	2,983.	3,476.
SYSCO CORP - 125 SHS	3,957.	3,675.
UNITED TECHNOLOGIES CORP - 195 SHS	10,988.	15,350.
XILINX CORP - 175 SHS	4,953.	5,072.
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A - 100 SHS	5,067.	7,329.
SEMPRA ENERGY - 60 SHS	3,128.	3,149.
CITIGROUP INC - 2625 SHS	11,111.	12,416.
WELLS FARGO & CO - 466 SHS	11,325.	14,441.
BANK OF AMERICA CORP - 908 SHS	22,282.	12,113.
GOLDMAN SACHS GROUP INC - 70 SHS	6,400.	11,771.
DEVON ENERGY CORP - 120 SHS	8,031.	9,421.

EOG RESOURCES INC - 115 SHS	9,602.	10,512.
HONEYWELL INTERNATIONAL INC - 185 SHS	7,840.	9,835.
UNITEDHEALTH GROUP INC - 100 SHS	3,788.	3,611.
ISHARES S&P MIDCAP 400 INDEX FUND - 1400 SHS	95,520.	126,966.
VERIZON COMMUNICATIONS INC - 376 SHS	11,416.	13,453.
COACH INC - 100 SHS	3,618.	5,531.
US BANCORP DEL - 225 SHS	5,921.	6,068.
DODGE & COX INTERNATIONAL STOCK - 5159.585 SHS	163,280.	184,249.
ISHARES RUSSELL MIDCAP INDEX FUND - 820 SHS	46,364.	83,435.
ADVANCED AUTO PARTS INC - 75 SHS	2,713.	4,961.
3M CO - 50 SHS	4,318.	4,315.
YUM BRANDS INC - 225 SHS	7,898.	11,036.
COMCAST CORP CL A - 200 SHS	3,397.	4,394.
CARNIVAL CORPORATION - 125 SHS	4,556.	5,764.
ARBITRAGE FUNDS - I CL I - 10903.834 SHS	142,340.	139,460.
GOOGLE INC CL A - 13 SHS	3,706.	7,722.
WELLPOINT INC - 25 SHS	1,383.	1,422.
JPM US REAL ESTATE FD - SEL FUND 3037 - 14062.496 SHS	119,102.	219,094.
JPM INTREPID AMERICA FD - SEL FUND 1206 - 2726.227 SHS	75,485.	62,512.
JPM MID CAP GROWTH - SEL FUND 3120 - 6143.234 SHS	98,025.	141,233.
JPM ASIA 3 FD - SEL FUND 1134 - 6568.378 SHS	150,000.	248,810.
VANGUARD MSCI EMERGING MARKETS ETF - 4772 SHS	210,129.	229,753.
JPM US LRGE CAP CORE PLUS FD - SEL FUND 1002 - 8719.582 SHS	182,993.	180,234.
AT&T INC - 175 SHS	6,722.	5,142.
STARWOOD HOTELS & RESORTS - 75 SHS	1,594.	4,559.
POWERSHARES DB COMMODITY INDEX TRACKING FUND - 2200 SHS	48,169.	60,610.
CME GROUP INC CLASS A COMMON STOCK - 15 SHS	4,423.	4,826.
EATON VANCE MUT FDS TR GLOBAL MACRO - I - 9213 SHS	95,355.	94,618.
INVESCO LTD - 150 SHS	2,899.	3,609.
PHILIP MORRIS INTERNATIONAL - 96 SHS	2,405.	5,619.
SPDR GOLD TRUST - 276 SHS	24,594.	38,287.
ACE LTD NEW - 75 SHS	3,432.	4,669.
TYCO INTERNATIONAL LTD - 125 SHS	4,664.	5,180.
TIME WARNER INC NEW - 566 SHS	15,517.	18,208.
COVIDIEN PLC - 75 SHS	2,749.	3,425.
HSBC SPX MKT PLS NOTE 01/20/11 - 100000 SHS	99,000.	132,650.
THREADNEEDLE ASIA PACIFIC FUND - R5 - 5984.617 SHS	70,094.	84,682.
HSBC SPX MKT PLS NOTE 02/03/11 - 60000 SHS	59,400.	75,780.
HSBC 18M SPX MKT PLS NOTE 02/10/11 - 60000 SHS	59,400.	73,962.
CS ASIA BSKT MKT PLS NOTE 02/24/2011 - 45000 SHS	44,438.	54,090.
MERCK AND CO INC - 400 SHS	13,158.	14,416.
JPM RESEARCH MARKET NEUTRAL FD - SEL FUND - SEL - 6793.974 SHS	106,530.	104,899.
HSBC EAFE BREN 02/17/11 - 70000 SHS	69,300.	70,574.
DB ASIA BREN 03/03/11 - 50000 SHS	49,500.	58,177.
BARC EAFE BREN 03/31/11 - 85000 SHS	84,150.	87,032.
HIGHBRIDGE DYNAMIC COMM STRG FD -SEL STRATEGY FUND - SE - 4702.631 SHS	66,726.	91,090.

CS SPX NOTE 05/02/11 - 135000 SHS	133,920.	143,262.
GS EAFE NOTE 04/25/11 - 60000 SHS	59,262.	58,667.
CS COMMODITY CPN 4/21/11 KNOCK-OUT NOTES - 70000 SHS	69,300.	74,823.
NEXTERA ENERGY INC - 100 SHS	4,999.	5,199.
BARC SPX BREN 07/15/11 - 100000 SHS	99,000.	110,150.
HSBC GOLD CPN NOTE 10/21/11 - 30000 SHS	29,700.	30,465.
MS BREN EAFE 10/26/11 - 70000 SHS	69,300.	71,271.
SG BREN SPX 10/26/11 - 100000 SHS	99,000.	105,070.
DB BREN ASIA BASKET 11/2/11 - 75000 SHS	74,250.	75,944.
DB CONT BUFF EQ MID 11/23/11 - 125000 SHS	123,750.	132,412.
JUNIPER NETWORKS INC - 250 SHS	5,091.	9,230.
EXXON MOBIL CORP - 365 SHS	13,604.	26,689.
METLIFE INC - 150 SHS	5,473.	6,666.
MARVELL TECHNOLOGY GROUP LTD - 200 SHS	4,090.	3,710.
PRUDENTIAL FINANCIAL INC - 125 SHS	5,128.	7,339.
CONOCOPHILLIPS - 175 SHS	8,352.	11,918.
BIOGEN IDEC INC - 75 SHS	4,239.	5,029.
BAIDU INC SPONS ADR - 45 SHS	4,148.	4,344.
TD AMERITRADE HOLDING CORPORATION - 225 SHS	3,753.	4,273.
MASTERCARD INC - CLASS A - 15 SHS	2,742.	3,362.
GENERAL MOTORS CO - 180 SHS	6,246.	6,635.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,807,086.	4,579,425.

FORM 990-PF

CORPORATE BONDS

STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIDELITY ADVISOR HIGH INCOME ADVANTAGE FUND - 12616.586 SHS	127,012.	119,101.
GOLDMAN SACHS TRUST HIGH YIELD FUND		
INSTITUTIONAL SHS - 24387.682 SHS	173,693.	178,030.
ISHARES BARCLAYS TIPS BOND FUND - 2073 SHS	203,687.	222,889.
JPM HIGH YIELD FD - SEL FUND 3580 5.91% - 43877.669 SHS	350,107.	357,603.
JPM SHORT DURATION BOND FD - SEL FUND 3133 1.36% - 60213.461 SHS	650,070.	660,542.
DREYFUS/LAUREL FDS TR PRM EMRGN MK I - 5641.874 SHS	80,116.	81,582.
JPM STR INC OPP FD FUND 3844 2.33% - 17572.329 SHS	179,922.	207,881.
JPM INTL CURRENCY INCOME FD INCOME FUND 1.28% - 12828.288 SHS	139,059.	144,318.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,903,666.	1,971,946.

FORM 990-PF	DEPRECIATION OF ASSETS HELD FOR INVESTMENT	STATEMENT 11
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
BUILDING	360,000.	171,000.	189,000.
BUILDING IMPROVEMENT-EXTERIOR SIDING	22,550.	3,571.	18,979.
BUILDING IMPROVEMENT-REMOVE SIGN & DAMAGED PLYWOOD	1,125.	157.	968.
LAND	4,516.	0.	4,516.
TOTAL TO FM 990-PF, PART II, LN 11	388,191.	174,728.	213,463.

FORM 990-PF	OTHER ASSETS	STATEMENT 12
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
JPMORGAN MULTI STRATEGY FD LLC INTEREST	150,000.	150,000.	138,461.
BLACKSTONE PARTNERS OFFSHORE FD LTD INTEREST	500,000.	500,000.	523,178.
MINERALS	2.	2.	26,826.
TO FORM 990-PF, PART II, LINE 15	650,002.	650,002.	688,465.

FORM 990-PF	EXPLANATION CONCERNING PART VII-A, LINE 8B	STATEMENT 13
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EXPLANATION

NO FILING REQUIRED WITH KENTUCKY ATTORNEY GENERAL

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 14

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
AMERICAN RED CROSS PO BOX 338 BUCKNER, KY 40010	NONE PROGRAM SUPPORT	PUBLIC CHARITY	20,000.
APPLE PATCH 7408 HIGHWAY 329 CRESTWOOD, KY 40014	NONE PROGRAM SUPPORT	PUBLIC CHARITY	10,000.
BALLARDSVILLE RURAL FIRE PROTECTION DISTRICT 4600 S HIGHWAY 53 CRESTWOOD, KY 40014	NONE PROGRAM SUPPORT	PUBLIC CHARITY	13,640.
CEDAR LAKE FOUNDATION INC 7984 NEW LAGRANGE RD LOUISVILLE, KY 40222	NONE PROGRAM SUPPORT	PUBLIC CHARITY	10,000.
CITY OF PEWEE VALLEY 312 MT MERCY DR PEWEE VALLEY, KY 40056	NONE PROGRAM SUPPORT	PUBLIC CHARITY	15,000.
COMMUNITY CHEST OF OLDHAM COUNTY PO BOX 556 LAGRANGE, KY 40031	NONE PROGRAM SUPPORT	PUBLIC CHARITY	15,000.
COVENANT UNITED METHODIST CHURCH 909 WEST JEFFERSON STREET LAGRANGE, KY 40031	NONE PROGRAM SUPPORT	PUBLIC CHARITY	10,000.
EXCEPTIONAL EQUITATION 2107 MASSIE SCHOOL ROAD LAGRANGE, KY 40031	NONE PROGRAM SUPPORT	PUBLIC CHARITY	1,500.

FRIENDS OF WESTPORT INC PO BOX 71 WESTPORT, KY 40077	NONE PROGRAM SUPPORT	PUBLIC CHARITY	10,000.
GOOD NEWS SHELTER CORPORATION 4901 S HIGHWAY 53 CRESTWOOD, KY 40014	NONE PROGRAM SUPPORT	PUBLIC CHARITY	20,000.
HABITAT FOR HUMANITY OF METRO LOUISVILLE, INC 2777 SOUTH FLOYD STREET LOUISVILLE, KY 40209	NONE PROGRAM SUPPORT	PUBLIC CHARITY	10,000.
HOSPARUS INC 3532 EPHRAIM MCDOWELL DR LOUISVILLE, KY 40205	NONE PROGRAM SUPPORT	PUBLIC CHARITY	5,000.
HUMANE SOCIETY OF OLDHAM COUNTY INC 3906 MARIE CT CRESTWOOD, KY 40014	NONE PROGRAM SUPPORT	PUBLIC CHARITY	10,000.
JUNIOR ACHIEVEMENT OF KENTUCKIANA, INC 1401 W MUHAMMAD ALI BLVD LOUISVILLE, KY 40203	NONE PROGRAM SUPPORT	PUBLIC CHARITY	5,000.
LAGRANGE ROTARY CLUB FOUNDATION INC 5301 W HIGHWAY 146 CRESTWOOD, KY 40014	NONE PROGRAM SUPPORT	PUBLIC CHARITY	3,000.
MALLORY TAYLOR FOUNDATION, INC PO BOX 53 LAGRANGE, KY 40031	NONE PROGRAM SUPPORT	PUBLIC CHARITY	10,000.
NEW GOSHEN PRESBYTERIAN CHURCH 12900 W HIGHWAY 42 PROSPECT, KY 40059	NONE PROGRAM SUPPORT	PUBLIC CHARITY	1,000.
NORTH OLDHAM BAND BOOSTERS INC 1815 S HIGHWAY 1793 GOSHEN, KY 40026	NONE PROGRAM SUPPORT	PUBLIC CHARITY	10,000.

OLDHAM COUNTY ARTS ASSOCIATION PO BOX 177 CRESTWOOD, KY 40014	NONE PROGRAM SUPPORT	PUBLIC CHARITY	4,500.
OLDHAM COUNTY EDUCATIONAL FOUNDATION 7105 FLOYDSBURG RD CRESTWOOD, KY 40014	NONE PROGRAM SUPPORT	PUBLIC CHARITY	67,150.
OLDHAM COUNTY HIGH SCHOOL PO BOX 132 BUCKNER, KY 40010	NONE PROGRAM SUPPORT	PUBLIC CHARITY	10,000.
OLDHAM COUNTY HISTORICAL SOCIETY INC 106 N SECOND ST LAGRANGE, KY 40031	NONE PROGRAM SUPPORT	PUBLIC CHARITY	49,500.
OLDHAM MIDDLE SCHOOL 4305 W HIGHWAY 146 BUCKNER, KY 40010	NONE PROGRAM SUPPORT	PUBLIC CHARITY	5,000.
OPERATION PARENT, INC - 13029 MIDDLETOWN INDUSTRIAL BOULEVARD SUITE 100 LOUISVILLE, KY 40223	NONE PROGRAM SUPPORT	PUBLIC CHARITY	4,950.
SOUTH OLDHAM HIGH SCHOOL BAND BOOSTERS 5901 HWY 329 BY-PASS CRESTWOOD, KY 40014	NONE PROGRAM SUPPORT	PUBLIC CHARITY	10,000.
ST FRANCIS SCHOOL INC 11000 U S HWY 42 GOSHEN, KY 40026	NONE PROGRAM SUPPORT	PUBLIC CHARITY	5,000.
YEW DELL GARDENS PO BOX 1334 CRESTWOOD, KY 40014	NONE PROGRAM SUPPORT	PUBLIC CHARITY	10,000.

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

345,240.

Application for Extension of Time To File an Exempt Organization Return

COPY

OMB No. 1545-1709

► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on **e-file for Charities & Nonprofits**.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print	Name of exempt organization LOUISE HEAD DUNCAN TR U/W R74254005 / 3401111900	Employer identification number 61-6183556
File by the due date for filing your return See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. C/O JPMORGAN CHASE BANK, NA; P.O. BOX 3038	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. MILWAUKEE, WI 53201	

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

0	4
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Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
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

JPMORGAN CHASE BANK, N.A.

- The books are in the care of ► **201 E MAIN ST - LEXINGTON, KY 40507**
Telephone No. ► **(859) 231-2872** 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.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2011**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
► ☒ calendar year **2010** or
► ☐ tax year beginning _____, and ending _____

- 2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

3a 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.	3a	\$	5,000.
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 prior year overpayment allowed as a credit.	3b	\$	1,120.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	3,880.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA **For Paperwork Reduction Act Notice, see Instructions.**

Form **8868** (Rev. 1-2011)

- 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 File by the extended due date for filing your return. See instructions.	Name of exempt organization LOUISE HEAD DUNCAN TR U/W R74254005 / 3401111900		Employer identification number 61-6183556
	Number, street, and room or suite no. If a P.O. box, see instructions. C/O JPMORGAN CHASE BANK, NA; P.O. BOX 3038		
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. MILWAUKEE, WI 53201		

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

0 4

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.

JPMORGAN CHASE BANK, N.A.

- The books are in the care of **201 E MAIN ST - LEXINGTON, KY 40507**

Telephone No. **(859) 231-2872**

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

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2011.**

5 For calendar year **2010**, or other tax year beginning ☐, and ending ☐.

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

7 State in detail why you need the extension

ADDITIONAL TIME IS NEEDED TO FILE A COMPLETE AND 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	\$	5,000.
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 prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	5,000.
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  Title **CPA**

Date **5/11/11**