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

2010

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

For calendar year 2010, or tax year beginning , 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 WAYNE G. BASLER CHARITABLE FOUNDATION		A Employer identification number 62-1347054
Number and street (or P O box number if mail is not delivered to street address) P.O. BOX 2049	Room/suite	B Telephone number (423) 246-4546
City or town, state, and ZIP code KINGPORT, TN 37662		C If exemption application is pending, check here ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 8,340,767.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
(Part I, column (d) must be on cash basis)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		461.	461.		STATEMENT 1
4 Dividends and interest from securities		130,391.	130,391.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		497,054.			
b Gross sales price for all assets on line 6a 3,504,767.					
7 Capital gain net income (from Part IV, line 2)			497,054.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		627,906.	627,906.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 3		7,550.	3,775.		3,775.
c Other professional fees					
17 Interest					
18 Taxes STMT 4		6,300.	6,300.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 5		77,342.	77,342.		0.
24 Total operating and administrative expenses Add lines 13 through 23		91,192.	87,417.		3,775.
25 Contributions, gifts, grants paid		505,894.			505,894.
26 Total expenses and disbursements Add lines 24 and 25		597,086.	87,417.		509,669.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		30,820.			
b Net investment income (if negative, enter -0-)			540,489.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Revenue
Operating and Administrative Expenses

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					
	2 Savings and temporary cash investments			458,227.	382,448.	382,448.
	3 Accounts receivable ▶					
	Less: allowance for doubtful accounts ▶			182.		
	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 6			6,166,423.	6,273,204.	7,958,319.
	c Investments - corporate bonds					
Liabilities	11 Investments - land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
	12 Investments - mortgage loans					
	13 Investments - other					
	14 Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
	15 Other assets (describe ▶)					
	16 Total assets (to be completed by all filers)			6,624,832.	6,655,652.	8,340,767.
	17 Accounts payable and accrued expenses					
	18 Grants payable					
19 Deferred revenue						
20 Loans from officers, directors, trustees, and other disqualified persons						
21 Mortgages and other notes payable						
22 Other liabilities (describe ▶)						
23 Total liabilities (add lines 17 through 22)			0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐					
	and complete lines 24 through 26 and lines 30 and 31.					
	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ ☒					
	and complete lines 27 through 31					
	27 Capital stock, trust principal, or current funds			0.	0.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund			0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds			6,624,832.	6,655,652.		
30 Total net assets or fund balances			6,624,832.	6,655,652.		
31 Total liabilities and net assets/fund balances			6,624,832.	6,655,652.		

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	6,624,832.
2 Enter amount from Part I, line 27a	2	30,820.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	6,655,652.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,655,652.

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 3,504,767.		3,007,713.	497,054.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			497,054.

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	497,054.
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	462,713.	6,789,017.	.068156
2008	620,481.	9,884,668.	.062772
2007	579,614.	12,479,576.	.046445
2006	499,470.	11,722,704.	.042607
2005	502,124.	11,054,735.	.045422

2 Total of line 1, column (d)	2	.265402
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	.053080
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	7,617,776.
5 Multiply line 4 by line 3	5	404,352.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,405.
7 Add lines 5 and 6	7	409,757.
8 Enter qualifying distributions from Part XII, line 4	8	509,669.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate
See the Part VI instructions

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	5,405.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	5,405.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	5,405.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	8,829.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	8,829.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,424.	
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax ☒ 3,424. Refunded ☐	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b 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
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. ☒ \$ 0. (2) On foundation managers. ☒ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☒ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		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?		
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) ☒ TN		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see 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 ► WAYNE G. BASLER, TRUSTEE Telephone no. ► 423-246-4546 Located at ► P.O. BOX 2049, KINGSFORT, TN ZIP+4 ► 37662			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	1b	N/A
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ Yes ☒ No If "Yes," list the years ►		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	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. ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

Form 990-PF (2010)

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

5a During the year did the foundation pay or incur any amount to:

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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

6b

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

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

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
WAYNE G. BASLER	TRUSTEE			
P.O. BOX 2049				
KINGSPORT, TN 37662	0.00	0.	0.	0.
SHARI L. HILLMAN	FOUNDATION MANAGER			
229 HAMILTON WAY				
KINGSPORT, TN 376632357	5.00	0.	0.	0.

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

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

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

0

Form 990-PF (2010)

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

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

0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

Form 990-PF (2010)

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	7,317,803.
b	Average of monthly cash balances	1b	415,980.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	7,733,783.
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	7,733,783.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	116,007.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,617,776.
6	Minimum investment return. Enter 5% of line 5	6	380,889.

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	380,889.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	5,405.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	5,405.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	375,484.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	375,484.
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	375,484.

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	509,669.
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	509,669.
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	5,405.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	504,264.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				375,484.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			327,220.	
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. $\blacktriangleright$ \$ 509,669.				
a Applied to 2009, but not more than line 2a			327,220.	
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				182,449.
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				193,035.
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]

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)				
a <i>Paid during the year</i>				
SULLIVAN NORTH DECA JOHN B DENNIS HWY KINGSPORT, TN 37664	NONE	501(C)(3) PUBLIC CHARITY	GENERAL PURPOSES	11,000.
UNIVERSITY OF TENNESSEE FOUNDATION 1551 LAKE LOUDON BLVD KNOXVILLE, TN 37996	NONE	501(C)(3) PUBLIC CHARITY	GENERAL PURPOSES	356,129.
COE COLLEGE 1220 FIRST AVENUE NE CEDAR RAPIDS, IA 52402	NONE	501(C)(3) PUBLIC CHARITY	GENERAL PURPOSES	35,000.
SUSAN G KOMEN BREAST CANCER FOUNDATION 5005 LBJ FREEWAY 250 DALLAS, TX 75244	NONE	501(C)(3) PUBLIC CHARITY	GENERAL PURPOSES	3,765.
FRIENDS OF GREAT SMOKY MOUNTAINS PO BOX 1660 KODAK, TN 37764	NONE	501(C)(3) PUBLIC CHARITY	GENERAL PURPOSES	100,000.
Total			3a	505,894.
b <i>Approved for future payment</i>				
NONE				
Total			3b	0.

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	MSSB #5613-S/T-SEE STMT ATTACHED	P		
b	MSSB #5613-L/T-SEE STMT ATTACHED	P		
c	MSSB #5616-S/T-SEE STMT ATTACHED	P		
d	MSSB #5616-L/T-SEE STMT ATTACHED	P		
e	MSSB #5768-S/T-SEE STMT ATTACHED	P		
f	MSSB #5768-L/T-SEE STMT ATTACHED	P		
g	MSSB #5769-S/T-SEE STMT ATTACHED	P		
h	MSSB #5769-L/T-SEE STMT ATTACHED	P		
i	MSSB - CLASS ACTION PROCEEDS	P		
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	105,529.	82,281.	23,248.
b	178,925.	108,824.	70,101.
c	387,202.	326,743.	60,459.
d	626,202.	494,953.	131,249.
e	364,908.	298,432.	66,476.
f	212,506.	147,997.	64,509.
g	1,297,316.	1,286,588.	10,728.
h	331,043.	261,895.	69,148.
i	1,136.		1,136.
j			
k			
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			23,248.
b			70,101.
c			60,459.
d			131,249.
e			66,476.
f			64,509.
g			10,728.
h			69,148.
i			1,136.
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	497,054.
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

MorganStanley SmithBarney

CLIENT STATEMENT | For the Period December 1-31, 2010

Access Active Assets Account
647-045613-107

WAYNE G BASLER CHARIT FOUNDATION
ATTENTION: WAYNE G BASLER

Activity

INTERESTED PARTY COPY

MONEY MARKET FUND (MMF) AND BANK DEPOSITS ACTIVITY

Date	Activity Type	Description	Credits/(Debits)
12/1	Automatic Investment	BANK DEPOSIT PROGRAM	\$1,149.89
12/3	Automatic Investment	BANK DEPOSIT PROGRAM	6.65
12/6	Automatic Investment	BANK DEPOSIT PROGRAM	265.25
12/13	Automatic Investment	BANK DEPOSIT PROGRAM	61.14
12/14	Automatic Investment	BANK DEPOSIT PROGRAM	63.60
12/16	Automatic Investment	BANK DEPOSIT PROGRAM	425.26
12/20	Automatic Investment	BANK DEPOSIT PROGRAM	34,840.75
12/21	Automatic Investment	BANK DEPOSIT PROGRAM	25.72
12/29	Automatic Redemption	BANK DEPOSIT PROGRAM	(16,561.03)
12/30	Automatic Investment	BANK DEPOSIT PROGRAM	76.10
12/30	Automatic Investment	BANK DEPOSIT PROGRAM	5.13
NET ACTIVITY FOR PERIOD			\$20,358.46

SECURITY ACTIVITY

CORPORATE ACTIONS

Date	Activity Type	Description	Comments	Quantity
12/23	Stock Dividend	MONRO MUFFLER & BRAKE		195,000

REALIZED GAIN/(LOSS) DETAIL

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
ALASKA COMM SYS GRP INC	06/16/09	02/05/10	1,251,000	\$8,787.53	\$8,269.02	\$518.51	
	06/16/09	03/02/10	253,000	1,834.25	1,672.31	161.94	
	06/16/09	05/07/10	1,348,000	10,632.17	8,910.19	1,721.98	
AMERON INTERNATIONAL CORP	06/16/09	09/16/10	54,000	3,349.98	2,993.36	356.62	
BLACKBAUD INC	06/16/09	06/16/10	304,000	6,853.83	4,465.40	2,388.43	
CHARLES RIVER LABS INTL INC	06/16/09	05/07/10	216,000	6,742.26	6,534.56	207.70	
	06/16/09	07/28/10	432,000	14,666.67	13,069.12	1,597.55	
DRILLQUIP INC	06/16/09	04/14/10	131,000	8,541.00	5,076.88	3,464.12	

CONTINUED



MorganStanley SmithBarney

CLIENT STATEMENT | For the Period December 1-31, 2010

Access Active Assets Account
647-045613-107

WAYNE G BASLER CHARIT FOUNDATION
ATTENTION: WAYNE G BASLER

Activity

INTERESTED PARTY COPY

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
EPICOR SOFTWARE CORP	06/16/09	05/03/10	111 000	6,584.93	4,301.78	2,283.15	
LIFE TIME FITNESS INC	06/16/09	02/18/10	620 000	5,188.52	3,195.23	1,993.29	
	04/14/08	10/25/10	11 000	409.29	318.68	90.61	A
	04/15/08	10/25/10	38 000	1,413.92	1,109.10	304.82	A
	04/16/08	10/25/10	35 000	1,302.29	1,079.44	222.85	A
	04/17/08	10/25/10	21 000	781.38	631.56	149.82	A
	07/03/08	10/25/10	18 000	669.75	533.57	136.18	A
	07/07/08	10/25/10	37 000	1,376.71	1,082.86	293.85	A
	10/20/08	10/25/10	15 000	558.13	296.00	262.13	A
	11/20/08	10/25/10	78 000	2,902.25	719.47	2,182.78	A
LULULEMON ATHLETICA INC	07/16/09	07/06/10	48 000	1,726.39	689.88	1,036.51	
	07/16/09	12/14/10	149 000	10,332.72	2,141.49	8,191.23	
MATTHEWS INTL CP CL A	06/16/09	06/15/10	151 000	4,729.80	4,619.72	110.08	
MONRO MUFFLER & BRAKE	06/16/09	09/16/10	137 000	6,151.37	3,345.36	2,806.01	
	06/16/09	12/14/10	140 000	7,194.85	3,418.62	3,776.23	
MORNINGSTAR INC COMMON	06/16/09	09/01/10	291 000	11,991.49	12,064.80	(73.31)	
PROS HLDG INC	10/23/09	12/14/10	345 000	3,857.69	3,285.23	572.46	
PSS WORLD MEDICAL INC	01/31/08	02/04/10	19 000	352.41	331.24	21.17	A
	07/30/08	02/04/10	116 000	2,151.58	1,958.96	192.62	A
	03/06/09	02/04/10	38 000	704.83	514.97	189.86	A
	03/10/09	02/04/10	44 000	816.11	607.20	208.91	A
	04/03/09	02/04/10	31 000	574.99	449.68	125.31	A
	06/16/09	02/04/10	295 000	5,471.68	4,991.37	480.31	
	06/16/09	02/12/10	346 000	7,227.74	5,854.29	1,373.45	
	06/16/09	04/14/10	296 000	6,993.03	5,008.29	1,984.74	
RITCHIE BROTHERS AUCTIONEERS	06/16/09	07/19/10	474 000	8,694.34	10,591.34	(1,897.00)	
RIVERBED TECH INC	06/16/09	09/16/10	171 000	7,518.18	3,896.68	3,621.50	
	06/16/09	10/11/10	109 000	4,741.82	2,483.85	2,257.97	
	06/16/09	12/14/10	620 000	21,244.87	7,084.16	14,160.71	
TORTOISE ENERGYCAP CORP	06/16/09	07/06/10	295 000	6,738.09	4,877.41	1,860.68	C
TRACTOR SUPPLY CO	06/16/09	07/06/10	169 000	10,303.63	6,440.32	3,863.31	
WADDELL&REED FINCL INC CL A	06/16/09	09/16/10	351 000	9,543.87	9,131.79	412.08	
WHITING PETROLEUM CORP	06/16/09	09/28/10	171 000	16,324.66	7,070.17	9,254.49	
	06/16/09	12/14/10	215 000	24,353.34	8,889.39	15,463.95	
WILMINGTON TRUST CORP	06/16/09	03/04/10	380 000	5,425.49	5,261.67	163.82	
ZENITH NATIONAL INSURANCE CORP	08/24/09	03/04/10	438 000	16,694.72	11,858.37	4,836.35	

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MorganStanley SmithBarney

Activity

Access Active Assets Account
547-045613-107

WAYNE G BASLER CHARIT FOUNDATION
ATTENTION: WAYNE G BASLER

INTERESTED PARTY COPY

Net Realized Gain/(Loss) This Period	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)
Net Realized Gain/(Loss) Year to Date	\$66,983.47	\$24,798.89	\$42,184.58
	\$284,454.55	\$191,104.78	\$93,349.77

Gain/loss information is provided for informational purposes only and should not be used for tax preparation. Please refer to the gain/loss section of the disclosures for important information about gain/loss reporting.

From January through September, realized gain/loss information will be shown only for trades settling in the current month, and/or certain adjustments (to previously closed lots) made in the current month. From October through December, in order to provide information for year-end investment planning, complete year to date realized gain/loss detail will be displayed for trades settling through the last business day of the year.

A - You executed this transaction elsewhere and later transferred the security to your Morgan Stanley Smith Barney Account. Another financial institution has provided Morgan Stanley Smith Barney the transaction detail for this position

C - This taxlot received a return of capital This is a return of some or all of your investment in the security A return of capital reduces your basis in the security and is not taxed until your basis in the security is fully recovered.

Short-term	105,529.27	82,280.81	23,248.46
Long-term	178,925.28	108,823.97	70,101.31



MorganStanley
SmithBarney

CLIENT STATEMENT | For the Period December 1-31, 2010

Access Active Assets Account
647-045616-107
WAYNE G BASLER CHARIT FOUNDATION
ATTENTION: WAYNE G BASLER

Activity

INTERESTED PARTY COPY

MONEY MARKET FUND (MMF) AND BANK DEPOSITS ACTIVITY (CONTINUED)

Date	Activity Type	Description	Credits/(Debits)
12/30	Automatic Redemption	BANK DEPOSIT PROGRAM	(11,525.00)
12/31	Automatic Redemption	BANK DEPOSIT PROGRAM	(4,804.26)
NET ACTIVITY FOR PERIOD			\$(33,389.60)

UNSETTLED TRADE ACTIVITY

Transaction Settlement	Date	Activity Type	Description	Quantity	Price	Pending Credits/(Debits)
12/29	1/3	Bought	PFIZER INC	126.000	\$17 6107	\$(2,218.95)

Unsettled Trades are shown for informational purposes only and will be included in totals when the transactions settle.

REALIZED GAIN/(LOSS) DETAIL

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
AETNA INC (NEW/CT)	06/15/09	11/15/10	513.000	\$16,038.00	\$11,531.21	\$4,506.79	
	06/15/09	11/16/10	109.000	3,326.03	2,450.10	875.93	
	06/15/09	11/17/10	239.000	7,255.00	5,372.24	1,882.76	
	06/15/09	11/18/10	275.000	8,343.63	6,181.45	2,162.18	
	06/15/09	11/19/10	693.000	21,057.55	15,577.25	5,480.30	
AMGEN INC	09/08/08	11/24/10	36.000	1,935.88	2,148.52	(212.64)	
	09/09/08	11/24/10	57.000	3,065.14	3,441.97	(376.83)	
	10/23/08	11/24/10	22.000	1,183.04	1,200.85	(17.81)	
	10/24/08	11/24/10	34.000	1,828.33	1,884.98	(56.65)	
	10/27/08	11/24/10	21.000	1,129.26	1,183.10	(53.84)	
ANGLOGOLD ASHANTI LIMITED	10/28/08	11/24/10	30.000	1,613.23	1,712.83	(99.60)	
	10/29/08	11/24/10	13.000	699.07	777.68	(78.61)	
	10/30/08	11/24/10	24.000	1,290.59	1,444.07	(153.48)	
	06/15/09	11/24/10	405.000	19,010.37	14,363.97	4,646.40	
	06/15/09	04/26/10	35.000	1,539.67	1,277.22	262.45	
AON CORP	06/15/09	04/29/10	139.000	6,122.63	5,072.40	1,050.23	
	06/15/09	11/24/10	417.000	17,013.77	15,217.21	1,796.56	
	06/15/09	11/24/10	281.000	30,473.06	22,881.63	7,591.43	
	06/15/09	05/05/10	1,217.000	31,354.01	29,839.01	1,515.00	
	06/15/09	05/06/10	463.000	11,807.92	11,352.07	455.85	
BARRICK GOLD CORP	06/15/09	11/24/10	691.000	35,194.03	22,656.51	12,537.52	

CONTINUED

Access Active Assets Account
647-045616-107WAYNE G BASLER CHARIT FOUNDATION
ATTENTION: WAYNE G BASLER

Activity

INTERESTED PARTY COPY

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
CA INCORPORATED	06/15/09	11/24/10	1,193,000	28,154.32	20,690.20	7,464.12	
CANADIAN NATURAL RESOURCES LTD	11/15/09	11/24/10	371,000	14,591.18	12,850.94	1,740.24	
CBS CORP NEW CL B SHRS	02/02/10	11/24/10	374,000	6,132.82	4,900.45	1,232.37	
	02/02/10	12/10/10	444,000	7,991.86	5,817.64	2,174.22	
	02/02/10	12/13/10	199,000	3,585.91	2,607.45	978.45	
	02/02/10	12/14/10	110,000	1,979.52	1,441.31	538.21	
	02/02/10	12/16/10	398,000	7,136.37	5,214.91	1,921.46	
	02/02/10	12/17/10	309,000	5,741.46	4,048.77	1,692.69	
CITIGROUP INC	12/17/09	03/17/10	3,838,000	15,644.64	12,275.46	3,369.18	
	12/17/09	04/14/10	3,081,000	15,014.99	9,854.27	5,160.72	
	12/17/09	04/16/10	1,389,000	6,387.35	4,442.58	1,944.77	
COMCAST CORP CL A SPECIAL NEW	08/19/09	03/17/10	1,172,000	19,666.96	16,344.01	3,322.95	
	08/19/09	03/18/10	137,000	2,304.20	1,910.52	393.68	
	08/20/09	03/18/10	168,000	2,825.59	2,352.91	472.68	
CONOCOPHILLIPS	06/15/09	03/26/10	444,000	22,656.05	18,983.00	3,673.05	
	06/15/09	06/15/10	29,000	1,571.28	1,239.88	331.40	
	11/20/09	06/15/10	60,000	3,250.93	3,118.18	132.75	
	11/24/09	06/15/10	158,000	8,560.79	8,261.74	299.05	
	11/24/09	06/16/10	37,000	2,001.98	1,934.71	67.27	
	11/25/09	06/16/10	141,000	7,629.15	7,434.44	194.71	
	11/30/09	06/16/10	76,000	4,112.17	3,935.58	176.59	
CYS CAREMARK CORP	07/13/09	06/14/10	272,000	8,729.93	8,400.12	329.81	
	07/13/09	06/15/10	61,000	1,954.55	1,883.85	70.70	
	07/15/09	06/15/10	225,000	7,209.42	7,215.30	(5.88)	
FRONTIER COMMUNICATIONS CORP	06/15/09	07/01/10		5.62	0.00	5.62	Cash in Lieu
	06/15/09	09/14/10	252,000	1,934.03	1,973.61	(39.58)	
GENERAL MTRS CO	11/22/10	11/24/10	201,000	6,703.23	6,877.09	(173.86)	
HALLIBURTON CO	12/04/07	11/24/10	33,000	1,232.20	1,192.93	39.27	
	12/05/07	11/24/10	49,000	1,829.63	1,807.11	22.52	
	12/06/07	11/24/10	33,000	1,232.20	1,238.17	(5.97)	
	12/07/07	11/24/10	15,000	560.09	562.63	(2.54)	
	12/10/07	11/24/10	51,000	1,904.31	1,931.04	(26.73)	
	12/11/07	11/24/10	10,000	373.39	381.19	(7.80)	
	12/11/07	12/10/10	24,000	968.03	914.85	53.18	
	12/11/07	12/13/10	8,000	327.74	304.95	22.79	
	12/12/07	12/13/10	50,000	2,048.36	1,922.16	126.20	

CONTINUED



MorganStanley
SmithBarney

CLIENT STATEMENT | For the Period December 1-31, 2010

Access Active Assets Account
647-045616-107

WAYNE G BASLER CHARIT FOUNDATION
ATTENTION: WAYNE G BASLER

Activity

INTERESTED PARTY COPY

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date		Quantity	Sales		Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
	Acquired	Sold		Proceeds				
HARTFORD FIN SERS GRP INC	12/13/07	12/13/10	50,000	2,048.36		1,923.05	125.31	
	12/14/07	12/13/10	39,000	1,597.72		1,481.14	116.58	
	08/05/09	11/24/10	250,000	5,745.28		4,124.03	1,621.25	
INGERSOLL-RAND PLC SHS	06/15/09	11/24/10	483,000	19,862.60		10,760.27	9,102.33	
JPMORGAN CHASE & CO	06/15/09	04/16/10	228,000	10,498.86		7,767.78	2,731.08	
KIMBERLY CLARK CORP	06/15/09	08/24/10	13,000	842.73		668.71	174.02	
	06/15/09	08/25/10	151,000	9,741.43		7,767.27	1,974.16	
	06/15/09	08/27/10	111,000	7,141.52		5,709.72	1,431.80	
KROGER CO	06/15/09	09/22/10	149,000	9,938.86		7,664.40	2,274.46	
	09/22/09	11/24/10	297,000	6,833.85		6,066.67	767.18	
	09/23/09	11/24/10	35,000	805.34		719.68	85.66	
LOCKHEED MARTIN CORP	06/15/09	11/24/10	168,000	11,617.00		13,793.47	(2,176.47)	
LOEWS CORPORATION	06/15/09	11/24/10	522,000	19,779.08		14,340.85	5,438.23	
MERCK & CO INC NEW COM	06/20/08	11/24/10	311,000	10,922.13		10,951.18	(29.05) A	
	07/25/08	11/24/10	48,000	1,685.73		1,573.85	111.88 A	
	07/25/08	12/20/10	597,000	21,801.41		19,574.73	2,226.68 A	
METLIFE INCORPORATED	07/29/02	11/24/10	319,000	12,167.53		8,759.96	3,407.57 A	
MOISAIC COMPANY (THE)	06/30/09	08/17/10	107,000	5,968.03		4,829.66	1,138.37	
	06/30/09	08/18/10	128,000	7,317.26		5,777.54	1,539.72	
	06/30/09	08/20/10	106,000	5,993.23		4,784.52	1,208.71	
MOTOROLA INC	06/30/09	08/23/10	109,000	6,421.25		4,919.93	1,501.32	
	06/30/09	10/08/10	8,000	529.97		361.10	168.87	
	06/21/10	10/08/10	192,000	12,719.38		8,337.18	4,382.20	
NOBLE ENERGY INC	06/21/10	10/11/10	27,000	1,797.93		1,172.42	625.51	
	06/22/10	10/11/10	183,000	12,185.98		8,004.33	4,181.65	
	06/15/09	11/24/10	2,742,000	21,661.43		17,713.32	3,948.11	
INGERSOLL-RAND PLC SHS	06/15/09	01/26/10	138,000	10,814.05		8,968.04	1,846.01	
	06/15/09	01/26/10	61,000	4,743.77		3,964.13	779.64	
	06/15/09	02/17/10	69,000	5,270.27		4,484.02	786.25	
KIMBERLY CLARK CORP	06/15/09	03/01/10	99,000	7,280.25		6,433.59	846.66	
	06/15/09	10/11/10	29,000	2,249.69		1,884.59	365.10	
	06/15/09	10/12/10	57,000	4,374.99		3,704.19	670.80	
KROGER CO	06/15/09	10/13/10	125,000	9,747.62		8,123.23	1,624.39	
	06/15/09	10/15/10	131,000	10,237.35		8,513.14	1,724.21	
	06/15/09	11/24/10	132,000	11,053.81		8,578.13	2,475.68	
OCCIDENTAL PETROLEUM CORP DE	04/12/10	11/24/10	138,000	12,263.85		11,958.36	305.49	

CONTINUED

Activity

Access Active Assets Account
647-045616-107

WAYNE G BASLER CHARIT FOUNDATION
ATTENTION: WAYNE G BASLER

INTERESTED PARTY COPY

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
PRIZER INC	03/29/10	11/24/10	899 000	14,979.24	15,534.00	(554.76)	
PHILIP MORRIS INTL INC	06/15/09	09/27/10	50 000	2,782.84	2,159.40	623.44	
	06/15/09	11/24/10	182 000	10,759.65	7,860.22	2,899.43	
PITNEY BOWES INC	06/15/09	03/04/10	329 000	7,495.41	7,108.11	387.30	
	06/15/09	03/05/10	280 000	6,406.37	6,049.46	356.91	
	06/15/09	03/08/10	77 000	1,767.64	1,663.60	104.04	
	06/15/09	11/24/10	992 000	22,402.15	21,432.36	969.79	
RAYTHEON CO (NEW)	06/15/09	02/19/10	303 000	16,746.86	13,662.97	3,083.89	
	06/15/09	06/03/10	125 000	6,634.76	5,636.54	998.22	
	06/15/09	06/15/10	73 000	3,856.80	3,291.74	565.06	
SANOFLAVENTIS ADS	06/15/09	11/24/10	237 000	7,724.95	7,450.92	274.03	
TALISMAN ENERGY INC	06/15/09	11/24/10	312 000	6,078.43	4,649.14	1,429.29	
TRAVELERS COMPANIES INC COM	06/15/09	11/22/10	729 000	40,045.91	31,060.87	8,985.04	
UNION PACIFIC CORP	06/15/09	02/26/10	153 000	10,341.27	7,840.54	2,500.73	
	06/15/09	03/01/10	81 000	5,472.48	4,150.88	1,321.60	
	06/15/09	11/24/10	128 000	11,605.20	6,559.41	5,045.79	
UNUMPROVIDENT CORP	05/20/10	11/24/10	317 000	6,948.52	6,773.69	174.83	
VERIZON COMMUNICATIONS	06/15/09	07/20/10	1,053 000	28,042.70	29,279.11	(1,236.41)	
VIACOM INC NEW CLASS B	03/19/09	04/12/10	30 000	1,073.47	488.08	585.39	
	03/20/09	04/12/10	46 000	1,645.99	754.34	891.65	
	03/23/09	04/12/10	19 000	679.87	335.14	344.73	
	03/24/09	04/12/10	35 000	1,252.39	641.28	611.11	
	03/25/09	04/12/10	32 000	1,145.04	584.46	560.58	
	03/26/09	04/12/10	55 000	1,968.04	1,002.79	965.25	
	03/27/09	04/12/10	71 000	2,540.56	1,262.08	1,278.48	
	03/30/09	04/12/10	102 000	3,649.81	1,745.35	1,904.46	
	03/31/09	04/12/10	59 000	2,111.17	1,030.96	1,080.21	
	04/02/09	04/12/10	67 000	2,397.43	1,285.70	1,111.73	
	04/03/09	04/12/10	21 000	751.43	409.95	341.48	
	04/03/09	04/13/10	20 000	714.73	390.43	324.30	
	06/15/09	04/13/10	262 000	9,363.01	5,906.71	3,456.30	
	06/15/09	11/24/10	608 000	23,127.92	13,707.18	9,420.74	



MorganStanley SmithBarney

CLIENT STATEMENT | For the Period December 1-31, 2010

Access Active Assets Account
647-045616-107

WAYNE G BASLER CHARIT FOUNDATION
ATTENTION: WAYNE G BASLER

Activity

INTERESTED PARTY COPY

	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)
Net Realized Gain/(Loss) This Period	\$55,226.74	\$45,250.97	\$9,975.77
Net Realized Gain/(Loss) Year to Date	\$1,013,404.04	\$821,695.82	\$191,708.22

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A - You executed this transaction elsewhere and later transferred the security to your Morgan Stanley Smith Barney Account. Another financial institution has provided Morgan Stanley Smith Barney the transaction detail for this position.

Short-term: 387,202.08 326,742.97 60,459.11
Long-term: 626,201.96 494,952.85 131,249.11

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MorganStanley SmithBarney

CLIENT STATEMENT | For the Period December 1-31, 2010

Access Active Assets Account
647-045768-107

WAYNE G BASLER CHARIT FOUNDATION
ATTENTION: WAYNE G BASLER

Activity

INTERESTED PARTY COPY

SECURITY ACTIVITY CORPORATE ACTIONS

Date	Activity Type	Description	Comments	Quantity
11/24	Stock Dividend	MAGNA INTERNATIONAL INC		186.000
12/14	Name Change From	EMBRAER EMPRESA BRAS DD ADS		
12/14	Name Change To	EMBRAER S A ADR		

REALIZED GAIN/(LOSS) DETAIL

Security Description	Date Acquired	Date Sold	Quantity	Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
AEGON NV ADR	06/16/09	05/20/10	2,787,000	\$16,504.33	\$15,897.61	\$606.72	
ALUMINA LTD	05/18/10	10/08/10	597,000	4,647.98	3,377.83	1,270.15	
ANGLOGOLD ASHANTI LIMITED	06/16/09	05/28/10	231,000	9,707.63	8,417.36	1,290.27	
ASTRAZENECA PLC ADS	01/11/10	07/01/10	121,000	5,670.57	5,765.35	(94.78)	
BARRICK GOLD CORP	06/16/09	05/07/10	263,000	11,315.19	8,765.37	2,549.82	
	06/16/09	12/06/10	109,000	5,941.59	3,632.80	2,308.79	
BELGACOM SA UNSPON ADR	06/16/09	04/14/10	5,484,000	42,429.54	33,781.44	8,648.10	
BP PLC ADS	06/16/09	05/21/10	813,000	35,833.50	40,217.89	(4,384.39)	
	04/30/10	05/21/10	131,000	5,773.91	6,939.21	(1,165.30)	
	06/16/10	07/15/10	199,000	7,376.72	6,040.82	1,335.90	
	06/16/10	08/04/10	312,000	12,293.56	9,471.04	2,822.52	
	06/16/10	11/03/10	220,000	9,280.36	6,678.30	2,602.06	
	06/16/10	11/09/10	265,000	11,402.30	8,044.31	3,357.99	
	06/16/10	11/10/10	253,000	10,876.51	7,680.04	3,196.47	
CAMECO CORP	06/29/09	12/01/10	429,000	16,026.34	11,207.63	4,818.71	
EMBRAER SA ADR	10/30/09	12/03/10	357,000	10,623.43	7,873.64	2,749.79	
FUJIFILM HLDGS CORP ADR	11/25/09	03/08/10	202,000	6,516.35	5,583.50	932.85	
IVANHOE MINES LTD	06/16/09	07/20/10	704,000	11,751.25	4,229.63	7,521.62	
	06/16/09	11/05/10	849,000	22,717.49	5,100.79	17,616.70	
KINROSS GOLD CORP NEW	07/06/09	09/29/10	508,000	9,641.67	9,204.86	436.81	
KOREA ELECTRIC POWER CORP ADS	08/14/09	01/21/10	127,000	2,278.97	1,544.56	634.41	
MAGNA INTERNATIONAL INC	06/16/09	09/14/10	75,000	5,929.74	2,883.14	3,046.60	
	06/16/09	09/27/10	58,000	4,607.93	2,229.63	2,378.30	
	06/16/09	10/15/10	74,000	6,477.78	2,844.70	3,633.08	

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CLIENT STATEMENT | For the Period December 1-31, 2010

Access Active Assets Account
647-045768-107

WAYNE G BASLER CHARIT FOUNDATION
ATTENTION: WAYNE G BASLER

Activity

INTERESTED PARTY COPY

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
MAGNA INT'L A COM	06/16/09	12/10/10	158,000	7,958.38	3,036.91	4,921.47	
NEWCREST MINING LTD SPONS ADR	06/16/09	05/07/10	324,000	22,885.90	12,455.18	10,430.72	
NINTENDO CO LTD ADR NEW	07/31/09	10/28/10	255,000	9,769.75	6,344.96	3,424.79	
NOVARTIS AG ADR	06/16/09	03/25/10	150,000	6,182.83	4,942.50	1,240.33	
	06/16/09	01/08/10	277,000	14,431.68	11,369.74	3,061.94	
	06/16/09	01/12/10	193,000	10,144.45	7,921.88	2,222.57	
	06/16/09	01/14/10	187,000	9,922.43	7,675.60	2,246.83	
	06/16/09	01/20/10	380,000	20,321.84	15,597.48	4,724.36	
REXAM PLC ADR NEW	10/28/09	06/03/10	415,000	9,653.31	9,432.78	220.53	
ROYAL DUTCH SHELL PLC CL B	06/16/09	10/05/10	195,000	11,608.62	10,322.09	1,286.53	
SEGA SAMMY HOLDINGS SPONS ADR	06/16/09	07/07/10	1,475,000	5,360.20	4,130.00	1,230.20	
	06/16/09	10/20/10	7,447,000	29,091.95	20,851.60	8,240.35	
SEVEN & I HLDGS CO LTD ADR	06/16/09	05/14/10	199,000	9,846.59	9,452.50	394.09	
SHIN ETSU CHEM CO LTD ADR	09/09/10	10/19/10	202,000	11,200.18	9,807.22	1,392.96	
SHISEIDO LTD SPON ADR	06/16/09	03/03/10	395,000	8,777.53	6,553.05	2,224.48	
	06/16/09	07/16/10	411,000	9,193.54	6,818.49	2,375.05	
SOCIETE GENERALE SP ADR	01/06/09	08/10/10	125,000	1,481.93	1,258.75	223.18	
	04/16/09	08/10/10	171,000	2,027.29	1,714.45	312.84	
	06/16/09	08/10/10	206,000	2,442.23	2,263.94	178.29	
SWISSCOM AG ADR	05/06/10	07/21/10	177,000	6,535.07	5,928.93	606.14	
TDK CP ADR NEW	06/16/09	04/26/10	327,000	21,430.65	14,388.00	7,042.65	
TECHNIP-COFLEXIP	06/16/09	02/02/10	37,000	2,764.46	1,831.50	932.96	
	06/16/09	02/22/10	258,000	18,904.03	12,771.00	6,133.03	
UNITED UTILITIES GROUP PLC	06/16/09	06/17/10	1,892,000	30,040.10	33,280.28	(3,240.18)	
VODAFONE GP PLC ADS NEW	12/29/05	11/02/10	308,000	8,491.81	7,655.57	836.24	
	06/29/06	11/02/10	48,000	1,323.40	1,113.54	209.86	

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Access Active Assets Account
647-045768-107

WAYNE G BASLER CHARIT FOUNDATION
ATTENTION: WAYNE G BASLER

Activity

INTERESTED PARTY COPY

	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)
Net Realized Gain/(Loss) This Period	\$40,549.74	\$25,750.98	\$14,798.76
Net Realized Gain/(Loss) Year to Date	\$577,414.79	\$446,429.39	\$130,985.40

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Short-term: 364,908.37 298,431.99 66,476.38
Long-term: 212,506.42 147,997.40 64,509.02



MorganStanley
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CLIENT STATEMENT | For the Period December 1-31, 2010

Activity
Access Active Assets Account
647-045769-107
WAYNE G BASLER CHARIT FOUNDATION
ATTENTION: WAYNE G-BASLER

INTERESTED PARTY COPY

MONEY MARKET FUND (MMF) AND BANK DEPOSITS ACTIVITY (CONTINUED)

Date	Activity Type	Description	Credits/(Debits)
12/31	Automatic Investment	BANK DEPOSIT PROGRAM	842.47
NET ACTIVITY FOR PERIOD			\$(53,657.18)

REALIZED GAIN/(LOSS) DETAIL

Security Description	Date Acquired	Date Sold	Quantity	Sales		Orig / Adj Total Cost	Realized Gain/(Loss)	Comments	
				Proceeds					
3M COMPANY	10/09/09	06/03/10	126 000	\$9,835.79		\$9,354.71	\$481.08		
	10/09/09	06/07/10	127 000	9,637.30		9,428.95	208.35		
	10/09/09	06/08/10	66 000	4,891.53		4,900.08	(8.55)		
	10/23/09	06/08/10	50 000	3,705.71		3,884.16	(178.45)		
	10/23/09	11/09/10	115 000	9,842.24		8,933.58	908.66		
	12/15/09	11/09/10	162 000	13,864.73		13,354.19	510.54		
	03/09/10	11/09/10	4,000	342.34		327.50	14.84		
	09/15/09	04/19/10	540,000	18,214.54		18,995.05	(780.51)		
APPLE INC	06/15/09	01/27/10	99,000	20,079.97		13,486.60	6,593.37		
	06/15/09	03/16/10	54,000	12,108.74		7,356.33	4,752.41		
BANK OF AMERICA CORP	06/15/09	07/01/10	556,000	7,851.69		7,389.24	462.45		
	06/15/09	07/19/10	116,000	1,561.95		1,541.64	20.31		
	06/19/09	07/19/10	560,000	7,540.43		7,353.14	187.29		
	06/19/09	09/09/10	620,000	8,427.45		8,140.97	286.48		
	06/19/09	09/20/10	38,000	516.49		498.96	17.53		
	10/14/09	09/20/10	456,000	6,197.84		8,358.48	(2,160.64)		
	10/14/09	09/30/10	69,000	905.08		1,264.77	(359.69)		
	02/01/10	09/30/10	556,000	7,293.09		8,490.40	(1,197.31)		
	02/01/10	10/14/10	37,000	474.75		565.01	(90.26)		
	02/18/10	10/14/10	600,000	7,698.59		9,482.94	(1,784.35)		
	03/18/10	10/14/10	786,000	10,085.15		13,568.17	(3,483.02)		
	BAXTER INTL INC	12/10/09	03/10/10	339,000	19,899.35		19,570.81	328.54	
		03/10/10	06/30/10	680,000	17,956.52		19,960.99	(2,004.47)	
	BB & T CORP	03/18/10	06/30/10	251,000	6,628.07		7,999.37	(1,371.30)	
01/07/10		07/15/10	330,000	21,145.97		20,098.98	1,046.99		
BOEING CO	01/27/10	07/15/10	7,000	448.55		425.20	23.35		
	01/27/10	11/12/10	147,000	9,374.62		8,929.11	445.51		
	02/09/10	11/12/10	141,000	8,991.98		8,484.49	507.49		
	02/22/10	11/12/10	11,000	701.50		707.35	(5.85)		

CONTINUED

Activity

Access Active Assets Account
647-045769-107

WAYNE G BASLER CHARIT FOUNDATION
ATTENTION: WAYNE G BASLER

INTERESTED PARTY COPY

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
CAPITAL ONE FINANCIAL CORP	02/22/10	11/15/10	83,000	5,255.08	5,337.30	(82.22)	
	06/15/09	01/25/10	238,000	8,557.47	5,623.35	2,934.12	
	06/15/09	10/15/10	221,000	8,413.28	5,221.68	3,191.60	
CARNIVAL CP NEW PAIRED COM	04/22/10	06/30/10	510,000	15,663.05	21,162.50	(5,499.45)	
CELGENE CORP	06/15/09	12/07/10	342,000	19,558.23	14,587.67	4,970.56	
CISCO SYS INC	12/15/08	09/22/10	463,000	9,923.86	7,820.49	2,103.37	
	12/15/08	11/11/10	210,000	4,381.17	3,547.09	834.08	
	12/26/08	11/11/10	365,000	7,614.90	5,918.55	1,696.35	
	12/26/08	11/15/10	185,000	3,711.54	2,999.81	711.73	
	02/05/09	11/15/10	370,000	7,423.07	6,050.17	1,372.90	
	02/06/09	11/15/10	364,000	7,302.70	6,108.83	1,193.87	
	11/25/09	11/15/10	529,000	10,612.99	12,600.09	(1,987.10)	
	11/25/09	11/16/10	23,000	446.43	547.83	(101.40)	
	12/04/09	11/16/10	485,000	9,413.83	11,673.03	(2,259.20)	
	12/18/09	11/16/10	468,000	9,083.86	10,922.46	(1,838.60)	
	04/08/10	05/17/10	4,106,000	15,592.68	18,346.84	(2,754.16)	
CITIGROUP INC	04/08/10	05/19/10	548,000	2,046.91	2,448.63	(401.72)	
	04/14/10	05/19/10	1,991,000	7,436.85	9,659.34	(2,222.49)	
	04/15/10	05/19/10	1,757,000	6,562.81	8,750.04	(2,187.23)	
	04/19/10	05/19/10	477,000	1,781.71	2,241.33	(459.62)	
CUMMINS INC	03/03/10	06/04/10	120,000	7,957.30	7,112.05	845.25	
	03/03/10	07/15/10	148,000	10,739.18	8,771.53	1,967.65	
	03/03/10	08/24/10	56,000	4,216.83	3,318.96	897.87	
	03/10/10	08/24/10	189,000	14,231.82	11,437.45	2,794.37	
	08/03/09	02/08/10	477,000	12,767.88	10,718.95	2,048.93	
	09/10/09	02/08/10	129,000	3,452.95	3,019.83	433.12	
	09/10/09	08/04/10	599,000	14,996.54	14,022.29	974.25	
EXPRESS SCRIPTS INC COMMON	06/15/09	04/14/10	50,000	5,002.44	3,080.60	1,921.84	
	06/15/09	04/15/10	184,000	18,399.90	11,336.61	7,063.29	
FEDEX CORP	12/15/09	02/08/10	212,000	16,139.48	19,432.66	(3,293.18)	
FORD MOTOR CO NEW	02/25/10	08/25/10	757,000	8,484.68	8,922.91	(438.23)	
FREEPORT MCMORAN CP&GLD	06/15/09	01/25/10	113,000	8,496.43	6,381.96	2,114.47	
	06/15/09	01/26/10	95,000	7,001.41	5,365.36	1,636.05	
	09/11/09	01/26/10	31,000	2,284.67	2,174.59	110.08	
	09/11/09	02/05/10	250,000	17,055.38	17,537.05	(481.67)	
GENERAL ELECTRIC CO	03/16/10	05/21/10	1,008,000	16,445.64	18,263.45	(1,817.81)	

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MorganStanley
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CLIENT STATEMENT | For the Period December 1-31, 2010

Access Active Assets Account
647-045769-107

WAYNE G BASLER CHARIT FOUNDATION
ATTENTION: WAYNE G BASLER

Activity

INTERESTED PARTY COPY

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
GENL DYNAMICS CORP	03/16/10	05/25/10	711 000	10,899.66	12,882.25	(1,982.59)	
	03/18/10	05/25/10	347 000	5,319.52	6,313.80	(994.28)	
	03/18/10	06/02/10	148 000	2,382.91	2,692.92	(310.01)	
	03/24/10	06/02/10	532 000	8,565.59	9,954.31	(1,388.72)	
	04/15/10	06/02/10	1,000 000	16,100.73	19,616.70	(3,515.97)	
GILEAD SCIENCE	10/16/09	06/03/10	148 000	10,054.28	9,993.32	60.96	
	10/16/09	06/08/10	135 000	8,412.35	9,115.52	(703.17)	
	11/25/09	06/08/10	145 000	9,035.49	9,885.35	(849.86)	
	12/14/09	06/08/10	262 000	16,326.20	18,482.95	(2,156.75)	
	06/15/09	01/08/10	124 000	5,569.83	5,515.23	54.60	
GOLDMAN SACHS GRP INC	07/22/09	01/08/10	163 000	7,321.63	7,777.48	(455.85)	
	09/08/09	01/08/10	380 000	17,068.82	17,757.59	(688.77)	
	03/03/10	07/16/10	605 000	19,952.92	28,800.06	(8,847.14)	
	06/15/09	03/29/10	125 000	21,561.02	18,085.50	3,475.52	
	06/15/09	04/30/10	214 000	31,468.29	30,962.38	505.91	
GOOGLE INC-CL A	06/15/09	05/07/10	110 000	15,746.71	15,915.24	(168.53)	
	03/05/10	05/07/10	82 000	11,738.46	13,691.62	(1,953.16)	
	06/15/09	03/16/10	26 000	14,652.56	10,908.35	3,744.21	
	06/15/09	03/24/10	30 000	16,210.55	12,586.56	3,623.99	
	06/15/09	04/26/10	33 000	17,544.75	13,845.22	3,699.53	
HEWLETT PACKARD	02/11/05	01/28/10	338 000	16,169.03	7,191.69	8,977.34	
	02/11/05	09/08/10	399 000	15,585.59	8,489.60	7,095.99	
	02/11/05	12/02/10	223 000	9,553.37	4,744.82	4,808.55	
	02/25/09	01/28/10	108 000	13,404.49	9,308.62	4,095.87	
	02/25/09	04/21/10	66 000	8,495.47	5,688.60	2,806.87	
JPMORGAN CHASE & CO	05/15/09	04/21/10	147 000	18,921.74	15,060.63	3,861.11	
	06/15/09	01/21/10	406 000	16,789.22	14,095.51	2,693.71	
	06/15/09	10/14/10	500 000	19,287.72	17,359.00	1,928.72	
	06/15/09	10/15/10	212 000	7,805.40	7,360.22	445.18	
	06/15/09	11/02/10	192 000	7,089.07	6,665.86	423.21	
KOHLS CORPORATION WISC	04/14/10	11/02/10	5 000	184.61	236.40	(51.79)	
	06/15/09	03/10/10	300 000	16,147.44	13,690.80	2,456.64	
	10/08/09	03/10/10	201 000	10,818.79	12,027.06	(1,208.27)	
	01/05/06	04/14/10	4 000	246.40	112.23	134.17	
	06/29/06	04/14/10	40 000	2,464.04	1,126.13	1,337.91	
06/15/09	04/14/10		118 000	7,268.91	5,197.72	2,071.19	

CONTINUED

Activity

Access Active Assets Account
647-045769-107

WAYNE G BASLER CHARIT FOUNDATION
ATTENTION: WAYNE G BASLER

INTERESTED PARTY COPY

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
	06/15/09	04/15/10	145,000	9,022.00	6,387.03	2,634.97	
	06/15/09	08/24/10	284,000	12,585.55	12,509.77	75.78	
	06/15/09	10/22/10	217,000	11,079.05	9,558.52	1,520.53	
	07/15/10	10/22/10	173,000	8,832.61	9,904.73	(1,072.12)	
MERCK & CO INC NEW COM	06/15/09	04/14/10	317,000	11,433.10	8,127.40	3,305.70	
	06/15/09	04/15/10	836,000	30,197.22	21,433.79	8,763.43	
MICROSOFT CORP	03/11/08	03/18/10	285,000	8,420.73	8,217.26	203.47	
	03/13/08	03/18/10	136,000	4,018.31	3,883.73	134.58	
	03/13/08	05/07/10	6,000	167.26	171.34	(4.08)	
	07/17/08	05/07/10	69,000	1,923.44	1,917.90	5.54	
	09/19/08	05/07/10	31,000	864.15	779.62	84.53	
NETFLIX INC	06/15/09	05/07/10	1,646,000	45,883.77	38,516.24	7,367.53	
	09/22/10	12/14/10	126,000	22,863.50	19,320.90	3,542.60	
	12/03/10	12/14/10	29,000	5,262.23	5,647.20	(384.97)	
OCCIDENTAL PETROLEUM CORP DE	06/15/09	08/25/10	247,000	17,920.80	16,596.40	1,324.40	
PFIZER INC	11/30/09	03/03/10	1,039,000	17,999.30	18,958.63	(959.33)	
	01/20/10	03/03/10	497,000	8,609.87	9,926.63	(1,316.76)	
	01/20/10	03/03/10	451,000	7,812.98	9,007.87	(1,194.89)	
PHILIP MORRIS INTL INC	06/15/09	04/22/10	189,000	9,610.80	8,102.17	1,508.63	
	06/15/09	04/28/10	395,000	19,343.25	16,933.10	2,410.15	
PNC FINL SVCS GP	03/10/10	08/25/10	349,000	17,392.95	20,029.08	(2,636.13)	
PRAXAIR INC	06/15/09	01/27/10	203,000	15,414.99	14,805.81	609.18	
PRECISION CASTPARTS CORP	11/18/09	08/10/10	83,000	10,099.26	8,669.28	1,429.98	
	11/18/09	08/27/10	74,000	8,561.32	7,729.23	832.09	
SALESFORCE COM,INC	12/30/09	08/12/10	79,000	7,667.26	5,803.14	1,864.12	
STAPLES INC	06/15/09	03/03/10	714,000	15,898.14	14,829.71	1,068.43	
	08/11/09	03/03/10	23,000	512.13	506.23	5.90	
	08/11/09	03/10/10	475,000	10,829.53	10,454.85	374.68	
TEVA PHARMACEUTICALS ADR	02/09/10	03/10/10	350,000	7,979.65	8,382.40	(402.75)	
	02/23/10	12/02/10	165,000	8,249.22	9,840.59	(1,591.37)	
	02/23/10	12/20/10	153,000	7,813.87	9,124.91	(1,311.04)	
	03/02/10	12/20/10	157,000	8,018.15	9,551.42	(1,533.27)	
	03/23/10	12/20/10	138,000	7,047.80	8,919.72	(1,871.92)	
THE DIRECTV GROUP CL A	11/11/09	12/07/10	282,000	11,218.36	8,270.55	2,947.81	
TIME WARNER CABLE INC NEW	08/03/10	09/17/10	314,000	16,133.54	18,227.07	(2,093.53)	
TRANSOCEAN LTD	06/15/09	02/24/10	398,000	31,767.47	32,136.91	(369.44)	

CONTINUED



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CLIENT STATEMENT | For the Period December 1-31, 2010

Access Active Assets Account
647-045769-107

WAYNE G BASLER CHARIT FOUNDATION
ATTENTION: WAYNE G BASLER

Activity

INTERESTED PARTY COPY

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
	06/15/09	05/20/10	119,000	6,921.61	9,608.77	(2,687.16)	
	10/08/09	05/20/10	119,000	6,921.61	10,781.05	(3,859.44)	
	10/16/09	05/20/10	95,000	5,525.66	8,661.01	(3,135.35)	
	11/25/09	05/20/10	112,000	6,514.46	9,662.65	(3,148.19)	
UNION PACIFIC CORP	06/15/09	07/15/10	305,000	21,935.65	15,978.95	5,956.70	
UNITED PARCEL SERVICE INC CL-B	04/29/10	07/15/10	160,000	9,745.19	11,169.58	(1,424.39)	
UNITED TECHNOLOGIES CORP	06/15/09	06/07/10	235,000	15,184.59	12,855.16	2,329.43	
VALE S.A	06/15/09	01/26/10	687,000	18,644.46	13,272.43	5,372.03	
	04/19/10	07/15/10	605,000	14,975.49	19,687.61	(4,712.12)	
	04/28/10	07/15/10	63,000	1,559.43	1,891.90	(332.47)	
VISA INC CL A	06/15/09	08/13/10	213,000	15,465.21	13,806.02	1,659.19	
	06/15/09	08/25/10	123,000	8,716.07	7,972.49	743.58	
	06/15/09	09/10/10	14,000	947.17	907.44	39.73	
	11/10/09	09/10/10	81,000	5,480.08	6,555.99	(1,075.91)	
	11/10/09	12/17/10	39,000	2,641.85	3,156.59	(514.74)	
	06/10/10	12/17/10	129,000	8,738.41	9,874.37	(1,135.96)	
	07/12/10	12/17/10	100,000	6,773.96	7,689.75	(915.79)	
WALT DISNEY CO HLDG CO	02/10/09	06/30/10	420,000	13,442.37	7,979.58	5,462.79	
	02/10/09	08/25/10	281,000	8,932.04	5,338.72	3,593.32	
Net Realized Gain/(Loss) This Period				\$117,738.95	\$110,728.49	\$7,010.46	
Net Realized Gain/(Loss) Year to Date				\$1,628,359.34	\$1,548,482.88	\$79,876.46	

Gain/loss information is provided for informational purposes only and should not be used for tax preparation. Please refer to the gain/loss section of the disclosures for important information about gain/loss reporting.

From January through September, realized gain/loss information will be shown only for trades settling in the current month, and/or certain adjustments (to previously closed lots) made in the current month. From October through December, in order to provide information for year-end investment planning, complete year to date realized gain/loss detail will be displayed for trades settling through the last business day of the year.

Short-term: 1,297,316.24 1,286,588.03 10,728.21
Long-term: 331,043.10 261,894.85 69,148.25

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

SOURCE	AMOUNT
BANK OF TENNESSEE	46.
MSSB #5613	29.
MSSB #5616	83.
MSSB #5768	134.
MSSB #5769	169.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	461.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
MSSB #5613	17,816.	0.	17,816.
MSSB #5616	41,013.	0.	41,013.
MSSB #5768	51,388.	0.	51,388.
MSSB #5769	20,174.	0.	20,174.
TOTAL TO FM 990-PF, PART I, LN 4	130,391.	0.	130,391.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	7,550.	3,775.		3,775.
TO FORM 990-PF, PG 1, LN 16B	7,550.	3,775.		3,775.

FORM 990-PF	TAXES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAX EXPENSE	6,300.	6,300.		0.	
TO FORM 990-PF, PG 1, LN 18	6,300.	6,300.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT MANAGEMENT EXPENSES	77,342.	77,342.		0.	
TO FORM 990-PF, PG 1, LN 23	77,342.	77,342.		0.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	6
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
INVESTMENTS AT MSSB #5613-SEE ATT'D	1,077,506.	1,595,106.		
INVESTMENTS AT MSSB #5616-SEE ATT'D	1,822,729.	2,281,158.		
INVESTMENTS AT MSSB #5768-SEE ATT'D	1,758,437.	2,089,628.		
INVESTMENTS AT MSSB #5769-SEE ATT'D	1,614,532.	1,992,427.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	6,273,204.	7,958,319.		

FORM 990-PF	GRANT APPLICATION SUBMISSION INFORMATION	STATEMENT	7
	PART XV, LINES 2A THROUGH 2D		

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

SHARI HILLMAN
P.O. BOX 2049
KINGSPORT, TN 37662

TELEPHONE NUMBER

(423)246-4546

FORM AND CONTENT OF APPLICATIONS

WRITTEN APPLICATION - INCLUDE NATURE OF ORGANIZATION & PROOF OF CHARITABLE STATUS

ANY SUBMISSION DEADLINES

SEPTEMBER 30

RESTRICTIONS AND LIMITATIONS ON AWARDS

CHARITABLE ORGANIZATIONS ONLY



MorganStanley SmithBarney

CLIENT STATEMENT | For the Period December 1-31, 2010

Access Active Assets Account
647-045613-107

WAYNE G BASLER CHARIT FOUNDATION
ATTENTION: WAYNE G BASLER

Holdings

INTERESTED PARTY COPY

The "Market Value" and "Unrealized Gain/(Loss)" figures shown are representative values as of the last business day of the period shown above which may not reflect the value that could actually be obtained in the market. See "Pricing of Securities" in the Disclosures section at the end of this statement.

Estimated annual income and estimated yield for certain securities can include return of principal or capital gains which could overstate such estimates. Estimated yield and estimated annual income are estimates and the actual income or yield may be lower or higher than the estimates. Estimated yield reflects only the income generated by an investment. It does not reflect changes in its price, which may fluctuate.

If you hold structured products, please refer to the Special Considerations Regarding Structured Products section of the Disclosure section.

Gain/loss information is provided for informational purposes only and should not be used for tax preparation. Please refer to the gain/loss section of the disclosures for important information about gain/loss reporting.

From January through September, realized gain/loss information will be shown only for trades settling in the current month, and/or certain adjustments (to previously closed lots) made in the current month. From October through December, in order to provide information for year-end investment planning, complete year to date realized gain/loss detail will be displayed for trades settling through the last business day of the year.

CASH, DEPOSITS AND MONEY MARKET FUNDS

Description	Value	Estimated Annual Income	7-Day Current Yield %	Annual Percentage Yield %
CASH	\$35.35			
MORGAN STANLEY BANK N.A. #	47,719.03	72.00	---	0.150

Percentage of Assets %	Market Value	Estimated Annual Income	Estimated Dividend Yield %
2.9%	\$47,754.38	\$72.00	4.25

Bank deposits are at Morgan Stanley Bank, N.A. and Morgan Stanley Private Bank, National Association (Members FDIC), affiliates of Morgan Stanley Smith Barney.

Cash holdings shown exclude cash holdings in custody at another firm for which you receive a separate statement.

STOCKS

COMMON STOCKS

Security Description	Quantity	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Estimated Dividend Yield %
AMERICAN CAMPUS CMMTYS INC (ACC)	739 000	\$15,159.69	\$23,470.64	\$8,310.95	\$997.65	4.25
Share Price \$31.760, Next Dividend Payable 02/11						
AMERON INTERNATIONAL CORP (AMIN)	216 000	11,973.44	16,495.92	4,522.48	259.20	1.57
Share Price \$76.370, Next Dividend Payable 02/11						
ANSYS INC (ANSS)	573 000	18,069.55	29,836.11	11,766.56	---	---
Share Price \$52.070						
BLACKBAUD INC (BLKB)	854 000	12,691.12	22,377.60	9,686.48	380.16	1.69
Share Price \$25.900, Next Dividend Payable 03/11						

CONTINUED

MorganStanley
SmithBarneyAccess Active Assets Account
647-045613-107WAYNE G BASLER CHARIT FOUNDATION
ATTENTION: WAYNE G BASLER

Holdings

INTERESTED PARTY COPY

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Quantity	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
BLACKBOARD INC (BBBB) Share Price \$41.300	459,000	14,592.13	18,956.70	4,264.57	—	—
CAPELLA EDUCATION COMPANY (CPLA) Share Price: \$66.580	232,000	14,086.42	15,446.56	1,360.14	—	—
CLARCOR INC (CLC) Share Price \$42.890, Next Dividend Payable 01/11	476,000	14,057.47	20,415.64	6,358.17	199.92	0.97
CLEARBRIDGE ENERGY MLP FD INC (CEM) Share Price \$21.980, Next Dividend Payable 02/11	494,000	10,195.32	10,858.12	662.80	691.60	6.36
CLECO CORP HLDG CO. (CNI) Share Price: \$30.760, Next Dividend Payable 02/11	1,150,000	25,206.16	35,374.00	10,167.84	1,150.00	3.25
COGNEX CORP (CGNX) Share Price: \$29.420, Next Dividend Payable 03/11	1,054,000	14,770.12	31,008.68	16,238.56	337.28	1.08
COHEN & STEERS INC (CNS) Share Price \$26.100, Next Dividend Payable 03/11	761,000	13,753.45	19,862.10	6,108.65	304.40	1.53
COHU INC (COHU) Share Price: \$16.580; Next Dividend Payable 01/03/11	1,039,000	9,584.88	17,226.62	7,641.74	249.36	1.44
COMPASS MINERALS INTER INC (CMP) Share Price: \$89.270, Next Dividend Payable 03/11	276,000	17,468.92	24,638.52	7,169.60	430.56	1.74
DRILLQUIP INC (DRQ) Share Price \$77.720	487,000	18,873.59	37,849.64	18,976.05	—	—
DUFF & PHELPS CORP NEW CL A (DUF) Share Price \$16.860, Next Dividend Payable 03/11	638,000	12,169.96	10,756.68	(1,413.28)	153.12	1.42
ECOLOGY INC NEW (ECOL) Share Price \$17.380, Next Dividend Payable 01/11	686,000	12,660.54	11,922.68	(737.86)	493.92	4.14
EPICOR SOFTWARE CORP (EPIC) Share Price \$10.100	1,082,000	5,576.20	10,928.20	5,352.00	—	—
GLACIER BANCORP INC NEW (GBCI) Share Price: \$15.110, Next Dividend Payable 01/11	929,000	13,235.44	14,037.19	801.75	483.08	3.44
GROUP 1 AUTOMOTIVE INC (GPI) Share Price \$41.760, Next Dividend Payable 03/11	495,000	20,956.17	20,671.20	(284.97)	198.00	0.95

CONTINUED



MorganStanley SmithBarney

CLIENT STATEMENT | For the Period December 1-31, 2010

Access Active Assets Account
647-045613-107

WAYNE G BASLER CHARIT FOUNDATION
ATTENTION: WAYNE G BASLER

Holdings

INTERESTED PARTY COPY

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Quantity	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
GULFPORT ENERGY CORP NEW (GPOR) Share Price: \$21.680	1,281 000	19,020.12	27,772.08	8,751.96	—	—
HANGER ORTHOPEDIC GRP NEW (HGR) Share Price: \$21.190	765 000	16,561.03	16,210.35	(350.68)	—	—
HARMONIC INC (HLIT) Share Price: \$8.570	2,452 000	15,508.16	21,013.64	5,505.48	—	—
HEARTLAND EXPRESS (HTLD) Share Price: \$16.020, Next Dividend Payable 03/11	1,286 000	18,424.19	20,601.72	2,177.53	102.88	0.49
HIBBERT SPORTS INC (HIBB) Share Price: \$36.900	750 000	13,427.17	27,675.00	14,247.83	—	—
HITTIE MICROWAVE CORP (HITT) Share Price: \$61.040	696 000	24,114.80	42,483.84	18,369.04	—	—
HLTH CARE SVC GRP (HCSG) Share Price: \$16.270, Next Dividend Payable 02/11	1,152 000	13,690.68	18,743.04	5,052.36	714.24	3.81
HMS HOLDINGS CORP (HMSY) Share Price: \$64.770	667 000	26,260.86	43,201.59	16,940.73	—	—
IBERIA BK CORP (IBKCC) Share Price: \$59.130, Next Dividend Payable 01/28/11	353 000	20,481.68	20,872.89	391.21	480.08	2.30
ICU MEDICAL INC (ICUI) Share Price: \$36.500	618 000	21,459.93	22,557.00	1,097.07	—	—
II VI INC (IIVI) Share Price: \$46.360	650 000	15,010.13	30,134.00	15,123.87	—	—
KAYNE ANDERSON MLP INVT CO (KYN) Share Price: \$31.470, Next Dividend Payable 01/11	523 000	10,606.44	16,458.81	5,852.37	1,014.62	6.16
LANDAUER INC. (LDR) Share Price: \$59.970, Next Dividend Payable 01/03/11	257 000	14,881.15	15,412.29	531.14	565.40	3.66
LIFE TIME FITNESS INC (LTM) Share Price: \$40.990	395 000	8,304.53	16,191.05	7,886.52	—	—
LULULEMON ATHLETICA INC (LULU) Share Price: \$68.420	523 000	7,516.77	35,783.66	28,266.89	—	—

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CLIENT STATEMENT | For the Period December 1-31, 2010

Access Active Assets Account
647-045613-107

WAYNE G BASLER CHARIT FOUNDATION
ATTENTION: WAYNE G BASLER

Holdings

INTERESTED PARTY COPY

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Quantity	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
MATTHEWS INTL CP CL A (MATW) Share Price: \$34.980, Next Dividend Payable 02/11	421,000	12,880.16	14,726.58	1,846.42	134.72	0.91
MERIDIAN BIOSCIENCE INC (VIVO) Share Price: \$23.160, Next Dividend Payable 03/11	1,028,000	20,996.43	23,808.48	2,812.05	781.28	3.28
MID AMER APART COMM INC (MAA) Share Price: \$63.490, Next Dividend Payable 01/11	535,000	23,974.96	33,967.15	9,992.19	1,342.85	3.95
MIDDLEBY CORP DEL (MIDD) Share Price: \$84.420	450,000	20,887.20	37,989.00	17,101.80	—	—
MONRO MUFFLER & BRAKE (MNRO) Share Price: \$34.590, Next Dividend Payable 03/11	585,000	9,523.29	20,235.15	10,711.86	187.20	0.92
NATIONAL HEALTH INVESTORS INC (NHI) Share Price: \$45.020, Next Dividend Payable 01/31/11	298,000	12,816.71	13,415.96	599.25	721.16	5.37
NORDSON CP (NDSN) Share Price: \$91.880, Next Dividend Payable 01/03/11	301,000	10,003.47	27,655.88	17,652.41	252.84	0.91
PEET'S COFFEE & TEA (PEET) Share Price: \$41.740	270,000	9,701.04	11,269.80	1,568.76	—	—
PORTFOLIO RECOVERY ASSOC INC (PRAA) Share Price: \$75.200	299,000	10,985.32	22,484.80	11,499.48	—	—
POWER INTEGRATIONS INC (POWI) Share Price: \$40.160, Next Dividend Payable 03/11	567,000	16,697.49	22,770.72	6,073.23	113.40	0.49
PRIVATE BANCORP INC DEL (PVTB) Share Price: \$14.380, Next Dividend Payable 03/11	700,000	15,291.57	10,066.00	(5,225.57)	28.00	0.27
PROASSURANCE CP (PRA) Share Price: \$60.600	412,000	18,568.80	24,967.20	6,398.40	—	—
PROS HLDG INC (PRO) Share Price: \$11.390	741,000	7,038.35	8,439.99	1,401.64	—	—
RITCHIE BROTHERS AUCTIONEERS (RBA) Share Price: \$23.050, Next Dividend Payable 03/11	685,000	15,306.05	15,789.25	483.20	287.70	1.82
RIVERBED TECH INC (RVBD) Share Price: \$35.170	678,000	7,725.00	23,845.26	16,120.26	—	—

CONTINUED

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CLIENT STATEMENT | For the Period December 1-31, 2010

Access Active Assets Account
647-045613-107

WAYNE G BASLER CHARIT FOUNDATION
ATTENTION: WAYNE G BASLER

Holdings

INTERESTED PARTY COPY

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Quantity	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
ROFIN-SINAR TECH INC OLD (RSTI) Share Price: \$35.440	729,000	15,603.08	25,835.76	10,232.68	—	—
RUDDICK CORP (RDK) Share Price: \$36.840, Next Dividend Payable 01/01/11	561,000	13,749.94	20,667.24	6,917.30	291.72	1.41
RYLAND GROUP INC (RYL) Share Price: \$17.030, Next Dividend Payable 01/11	585,000	9,579.96	9,962.55	382.59	70.20	0.70
SCHNITZER STEEL A (SCHN) Share Price: \$66.390, Next Dividend Payable 03/11	527,000	26,058.15	34,987.53	8,929.38	35.84	0.10
SIGNATURE BANK (SBNY) Share Price: \$50.060	648,000	16,964.83	32,438.88	15,474.05	—	—
SILGAN HLDGS INC (SLGN) Share Price: \$35.810, Next Dividend Payable 03/11	836,000	19,119.32	29,937.16	10,817.84	351.12	1.17
SOLERA HOLDINGS INC (SLH) Share Price: \$51.320, Next Dividend Payable 03/11	422,000	10,477.72	21,657.04	11,179.32	126.60	0.58
SOURCEFIRE INC (FIRE) Share Price: \$25.930	835,000	17,428.61	21,651.55	4,222.94	—	—
STIFEL FINANCIAL CORPORATION (SF) Share Price: \$62.040	412,000	20,100.37	25,560.48	5,460.11	—	—
SVB FNCL GRP (SIVB) Share Price: \$53.050	444,000	20,474.61	23,554.20	3,079.59	—	—
TESCO CORPORATION (TESO) Share Price: \$15.880	1,248,000	12,094.15	19,818.24	7,724.09	—	—
TEXAS ROADHOUSE INC CL A (TXRH) Share Price: \$17.170	950,000	11,896.01	16,311.50	4,415.49	—	—
TORO CO (TTC) Share Price: \$61.640, Next Dividend Payable 01/11/11	404,000	14,991.02	24,902.56	9,911.54	323.20	1.29
TORTOISE ENERGY INFRA (TYG) Share Price: \$38.250, Next Dividend Payable 02/11	375,000	8,156.18	14,343.75	6,187.57	810.00	5.64
TRACTOR SUPPLY CO (TSCO) Share Price: \$48.490, Next Dividend Payable 02/11	714,000	13,604.70	34,621.86	21,017.16	199.92	0.57

CONTINUED

MorganStanley SmithBarney

CLIENT STATEMENT | For the Period December 1-31, 2010

Access Active Assets Account
647-045613-107

WAYNE G BASLER CHARIT FOUNDATION
ATTENTION: WAYNE G BASLER

Holdings

INTERESTED PARTY COPY

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Quantity	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
TUPPERWARE BRANDS CORP (TUP)	675.000	16,804.80	32,177.25	15,372.45	810.00	2.51
Share Price: \$47.670; Next Dividend Payable 01/04/11						
UMPQUA HOLDINGS CORP (UMPQ)	1,308.000	13,587.05	15,931.44	2,344.39	261.60	1.64
Share Price: \$12.180; Next Dividend Payable 01/14/11						
UNITED THERAPEUTICS CORP (UTHR)	470.000	19,362.80	29,713.40	10,350.60	—	—
Share Price: \$63.220						
UNIVERSAL FOREST PRODUCTS INC (UFPI)	674.000	20,591.64	26,218.60	5,626.96	269.60	1.02
Share Price: \$38.900; Next Dividend Payable 06/11						
WADDELL&REED FINCL INC CL A (WDR)	493.000	13,513.04	17,397.97	3,884.93	394.40	2.26
Share Price: \$35.290; Next Dividend Payable 02/01/11						
WD 40 COMPANY (WDFC)	388.000	11,361.19	15,628.64	4,267.45	419.04	2.68
Share Price: \$40.280; Next Dividend Payable 01/11						
WEST PHARMACEUTICAL SVCS INC (WST)	561.000	19,142.44	23,113.20	3,970.76	381.48	1.65
Share Price: \$41.200; Next Dividend Payable 02/11						

STOCKS	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Yield %
	97.1%	\$1,077,505.66	\$1,595,105.78	\$517,600.12	\$17,799.34	1.12%
					\$0.00	

TOTAL MARKET VALUE	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Yield %
	100.0%	\$1,077,505.66	\$1,642,860.16	\$517,600.12	\$17,871.34	1.09%
					\$0.00	

TOTAL VALUE (includes accrued interest)

\$1,642,860.16

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CLIENT STATEMENT | For the Period December 1-31, 2010

Access Active Assets Account
647-045616-107

WAYNE G BASLER CHARIT FOUNDATION
ATTENTION: WAYNE G BASLER

Holdings

INTERESTED PARTY COPY

The "Market Value" and "Unrealized Gain/(Loss)" figures shown are representative values as of the last business day of the period shown above which may not reflect the value that could actually be obtained in the market. See "Pricing of Securities" in the Disclosures section at the end of this statement.

Estimated annual income and estimated yield for certain securities can include return of principal or capital gains which could overstate such estimates. Estimated yield and estimated annual income are estimates and the actual income or yield may be lower or higher than the estimates. Estimated yield reflects only the income generated by an investment. It does not reflect changes in its price, which may fluctuate.

If you hold structured products, please refer to the Special Considerations Regarding Structured Products section of the Disclosure section.

Gain/loss information is provided for informational purposes only and should not be used for tax preparation. Please refer to the gain/loss section of the disclosures for important information about gain/loss reporting.

From January through September, realized gain/loss information will be shown only for trades settling in the current month, and/or certain adjustments (to previously closed lots) made in the current month. From October through December, in order to provide information for year-end investment planning, complete year to date realized gain/loss detail will be displayed for trades settling through the last business day of the year.

CASH, DEPOSITS AND MONEY MARKET FUNDS

Description	Value	Estimated Annual Income	7-Day Current Yield %	Annual Percentage Yield %
CASH	\$724.89			
MORGAN STANLEY BANK N.A. #	73,394.72	110.00	--	0.150

Percentage of Assets %	Market Value	Estimated Annual Income	Accrued Interest
3.1%	\$74,119.61		\$110.00
			\$0.00

CASH, DEPOSITS AND MONEY MARKET FUNDS

Bank deposits are at Morgan Stanley Bank, N.A. and Morgan Stanley Private Bank, National Association (Members FDIC), affiliates of Morgan Stanley Smith Barney.

Cash holdings shown exclude cash holdings in custody at another firm for which you receive a separate statement.

STOCKS

COMMON STOCKS

Security Description	Quantity	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
AMGEN INC (AMGN) Share Price \$54.900	1,709,000	\$87,104.46	\$93,824.10	\$6,719.64	--	--
ANGLOGOLD ASHANTI LIMITED (AU) Share Price: \$49.230	1,606,000	57,064.18	79,063.38	21,999.20	297.11	0.37
AON CORP (AON) Share Price: \$46.010, Next Dividend Payable 02/11	1,339,000	49,845.97	61,607.39	11,761.42	803.40	1.30
APACHE CORP (APA) Share Price \$119.230, Next Dividend Payable 02/11	838,000	67,536.27	99,914.74	32,378.47	502.80	0.50

CONTINUED

Access Active Assets Account
647-045616-107WAYNE G BASLER CHARIT FOUNDATION
ATTENTION: WAYNE G BASLER

INTERESTED PARTY COPY

Holdings

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Quantity	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
BARRICK GOLD CORP (ABX)	1,781,000	58,395.43	94,713.58	36,318.15	854.88	0.90
Share Price \$53.180, Next Dividend Payable 03/11						
CA INCORPORATED (CA)	4,482,000	78,657.50	109,540.08	30,882.58	717.12	0.65
Share Price \$24.440, Next Dividend Payable 03/11						
CANADIAN NATURAL RESOURCES LTD (CNQ)	1,465,000	48,563.75	65,075.30	16,511.55	438.04	0.67
Share Price \$44.420, Next Dividend Payable 01/01/11						
CITIGROUP INC (C)	14,351,000	46,095.94	67,880.23	21,784.29	—	—
Share Price \$4.730						
CVS CAREMARK CORP (CVS)	756,000	24,243.41	26,286.12	2,042.71	264.60	1.00
Share Price \$34.770, Next Dividend Payable 02/11						
GENERAL MTRS CO (GM)	972,000	33,119.97	35,827.92	2,707.95	—	—
Share Price \$36.860						
GENWORTH FINANCIAL INC CL A (GNW)	4,547,000	58,264.30	59,747.58	1,483.28	—	—
Share Price \$13.140						
GOLDMAN SACHS GRP INC (GS)	161,000	23,239.40	27,073.76	3,834.36	225.40	0.83
Share Price \$168.160, Next Dividend Payable 03/11						
HALLIBURTON CO (HAL)	568,000	13,847.23	23,191.44	9,344.21	204.48	0.88
Share Price \$40.830, Next Dividend Payable 03/11						
HARTFORD FIN SERS GRP INC (HIG)	1,908,000	34,303.25	50,542.92	16,239.67	381.60	0.75
Share Price \$26.490, Next Dividend Payable 01/03/11						
HESSE CORPORATION (HES)	529,000	30,170.36	40,489.66	10,319.30	211.60	0.52
Share Price \$76.540, Next Dividend Payable 01/03/11						
INGERSOLL-RAND PLC SHS (IR)	939,000	20,826.75	44,217.51	23,390.76	262.92	0.59
Share Price \$47.090, Next Dividend Payable 03/11						
JPMORGAN CHASE & CO (JPM)	1,162,000	39,588.41	49,292.04	9,703.63	232.40	0.47
Share Price \$42.420, Next Dividend Payable 01/11						
KIMBERLY CLARK CORP (KMB)	572,000	29,423.05	36,058.88	6,635.83	1,510.08	4.18
Share Price \$63.040, Next Dividend Payable 01/04/11						

CONTINUED

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Morgan Stanley Smith Barney

CLIENT STATEMENT | For the Period December 1-31, 2010

Access Active Assets Account
647-045616-107

WAYNE G BASLER CHARIT FOUNDATION
ATTENTION: WAYNE G BASLER

Holdings

INTERESTED PARTY COPY

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Quantity	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
KROGER CO (KR) Share Price: \$22.360, Next Dividend Payable 03/11	1,405,000	28,888.78	31,415.80	2,527.02	590.10	1.87
LINCOLN NTL CORP IND (LNC) Share Price: \$27.810, Next Dividend Payable 02/11	1,379,000	37,375.93	38,349.99	974.06	275.80	0.71
LOCKHEED MARTIN CORP (LMT) Share Price: \$69.910, Next Dividend Payable 03/11	725,000	57,781.13	50,684.75	(7,096.38)	2,175.00	4.29
LOEWS CORPORATION (L) Share Price: \$38.910, Next Dividend Payable 03/11	1,719,000	47,225.92	66,886.29	19,660.37	429.75	0.64
MERCK & CO INC NEW COM (MRK) Share Price: \$36.040, Next Dividend Payable 01/07/11	951,000	31,040.43	34,274.04	3,233.61	1,445.52	4.21
METLIFE INCORPORATED (MET) Share Price: \$44.440, Next Dividend Payable 12/11	1,852,000	62,989.23	82,302.88	19,313.65	1,370.48	1.66
MICROSOFT CORP (MSFT) Share Price: \$27.910, Next Dividend Payable 03/11	1,471,000	33,977.16	41,055.61	7,078.45	941.44	2.29
MOTOROLA INC (MOT) Share Price: \$9.070	12,343,000	84,366.68	111,951.01	27,584.33	—	—
NOBLE ENERGY INC (NBL) Share Price: \$86.080, Next Dividend Payable 02/11	539,000	33,903.48	46,397.12	12,493.64	388.08	0.83
NRG ENERGY INC (NRG) Share Price: \$19.540	1,293,000	29,674.22	25,265.22	(4,409.00)	—	—
OCCIDENTAL PETROLEUM CORP DE (OXY) Share Price: \$98.100, Next Dividend Payable 01/15/11	489,000	42,082.52	47,970.90	5,888.38	743.28	1.54
PFIZER INC (PFE) Share Price: \$17.510, Next Dividend Payable 03/11	5,550,000	95,570.98	97,180.50	1,609.52	4,440.00	4.56
PHILIP MORRIS INTL INC (PM) Share Price: \$58.530, Next Dividend Payable 01/10/11	733,000	31,656.80	42,902.49	11,245.69	1,876.48	4.37
PITNEY BOWES INC (PBI) Share Price: \$24.180, Next Dividend Payable 03/11	1,928,000	41,948.91	46,619.04	4,670.13	2,814.88	6.03
RAYTHEON CO (NEW) (RTN) Share Price: \$46.340, Next Dividend Payable 02/11	693,000	31,248.96	32,113.62	864.66	1,039.50	3.23

CONTINUED

Access Active Assets Account
647-045616-107WAYNE G BASLER CHARIT FOUNDATION
ATTENTION: WAYNE G BASLER

Holdings

INTERESTED PARTY COPY

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Quantity	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
SANOFI AVENTIS ADS (SNY) Share Price \$32.230	2,422,000	76,873.39	78,061.06	1,187.67	2,669.04	3.41
TALISMAN ENERGY INC (TLM) Share Price \$22.190, Next Dividend Payable 06/11	1,696,000	25,272.27	37,634.24	12,361.97	413.82	1.09
TIME WARNER INC NEW (TWX) Share Price \$32.170, Next Dividend Payable 03/11	1,469,000	46,319.35	47,257.73	938.38	1,248.65	2.64
UNION PACIFIC CORP (UNP) Share Price \$92.660, Next Dividend Payable 01/03/11	411,000	21,061.86	38,083.26	17,021.40	624.72	1.64
UNUMPROVIDENT CORP (UNUM) Share Price \$24.220, Next Dividend Payable 02/11	2,509,000	54,605.54	60,767.98	6,162.44	928.33	1.52
VIACOM INC NEW CLASS B (VIA.B) Share Price \$39.610, Next Dividend Payable 03/11	2,363,000	53,273.13	93,598.43	40,325.30	1,417.80	1.51
WELLS FARGO & CO NEW (WFC) Share Price \$30.990, Next Dividend Payable 03/11	2,131,000	55,302.93	66,039.69	10,736.76	426.20	0.64

STOCKS

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	96.9%	\$1,822,729.23	\$2,281,158.28	\$458,429.05	\$33,165.30	1.45%
					\$0.00	

TOTAL MARKET VALUE

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	100.0%	\$1,822,729.23	\$2,355,277.89	\$458,429.05	\$33,275.30	1.41%
					\$0.00	

TOTAL VALUE (includes accrued interest)

\$2,355,277.89



Morgan Stanley Smith Barney

CLIENT STATEMENT | For the Period December 1-31, 2010

Access Active Assets Account
647-045768-107

WAYNE G BASLER CHARIT FOUNDATION
ATTENTION: WAYNE G BASLER

Holdings

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CASH, DEPOSITS AND MONEY MARKET FUNDS

Description	Value	Estimated Annual Income	7-Day Current Yield %	Annual Percentage Yield %
MORGAN STANLEY BANK N.A. #	\$132,420.06	\$199.00	—	0.150

Percentage of Assets %	Market Value	Estimated Annual Income	Accrued Interest
6.0%	\$132,420.06	\$199.00	\$0.00

CASH, DEPOSITS AND MONEY MARKET FUNDS

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STOCKS

COMMON STOCKS

Security Description	Quantity	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
ALCATEL-LUCENT ADS (ALU) Share Price: \$2.960	9,711.000	\$25,637.04	\$28,744.56	\$3,107.52	—	—
ALLIANZ SE ADS (AZSEY) Share Price \$11.870	1,746.000	17,736.57	20,725.02	2,988.45	666.97	3.21
ALUMINA LTD (AWC) Share Price \$10.180	2,737.000	15,485.95	27,862.66	12,376.71	418.76	1.50
ANGLOGOLD ASHANTI LIMITED (AU) Share Price: \$49.230	1,074.000	39,042.54	52,873.02	13,830.48	198.69	0.37
ASTRAZENECA PLC ADS (AZN) Share Price \$46.190, Next Dividend Payable 03/11	764.000	36,096.32	35,289.16	(807.16)	1,841.24	5.21

CONTINUED

MorganStanley SmithBarney

CLIENT STATEMENT | For the Period December 1-31, 2010

Access Active Assets Account
647-045768-107

WAYNE G BASLER CHARIT FOUNDATION
ATTENTION: WAYNE G BASLER

Holdings

INTERESTED PARTY COPY

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Quantity	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
AXIS CAPITAL HOLDINGS LTD (AXS)	1,009,000	30,002.77	36,202.92	6,200.15	928.28	2.56
Share Price \$35.880, Next Dividend Payable 01/18/11						
BARRICK GOLD CORP (ABX)	1,394,000	47,691.44	74,132.92	26,441.48	669.12	0.90
Share Price \$53.180, Next Dividend Payable 03/11						
CAMECO CORP (CCJ)	1,429,000	37,221.59	57,703.02	20,481.43	398.69	0.69
Share Price \$40.380, Next Dividend Payable 01/14/11						
CARREFOUR SA UNPSON ADR (CRERY)	5,465,000	48,491.06	45,796.70	(2,694.36)	1,103.93	2.41
Share Price \$8.380						
CENTRAIS ELEC BRAS SP ADR CM (EBR)	1,911,000	25,053.21	26,276.25	1,223.04	—	—
Share Price \$13.750						
DAI NIPPON PRGT LTD JAPAN (DNPLY)	4,019,000	49,915.98	55,060.30	5,144.32	1,197.66	2.17
Share Price \$13.700						
DAIWA HOUSE IND LTD ADR (DWAHY)	257,000	25,132.03	31,659.83	6,527.80	452.06	1.42
Share Price \$123.190						
ELECTRICITE DE FRANCE ADR (ECIFY)	3,753,000	36,014.81	31,149.90	(4,864.91)	791.88	2.54
Share Price \$8.300, Next Dividend Payable 01/07/11						
EMBRAER S A ADR (ERJ)	903,000	18,993.43	26,548.20	7,554.77	154.41	0.58
Share Price \$29.400, Next Dividend Payable 01/24/11						
FINMECCANICA SPA ROMA (FINMY)	6,908,000	40,571.77	39,375.60	(1,196.17)	1,153.64	2.92
Share Price \$5.700						
FUJIFILM HLDGS CORP ADR (FUJIY)	1,211,000	33,473.37	43,281.14	9,807.77	283.37	0.65
Share Price \$35.740						
GAZPROM O A O SPON ADR (OGZPY)	1,006,000	21,571.76	25,592.64	4,020.88	246.47	0.96
Share Price \$25.440						
GLAXOSMITHKLINE PLC ADS (GSK)	1,026,000	41,686.23	40,239.72	(1,446.51)	2,050.97	5.09
Share Price \$39.220, Next Dividend Payable 01/06/11						
GOLD FIELDS LTD. SP. ADR (GFI)	3,490,000	40,057.62	63,273.70	23,216.08	554.91	0.87
Share Price \$18.130						

CONTINUED

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CLIENT STATEMENT | For the Period December 1-31, 2010

Access Active Assets Account
647-045768-107

WAYNE G BASLER CHARIT FOUNDATION
ATTENTION: WAYNE G BASLER

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Holdings

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Quantity	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
HACHIJUNI BANK LTD ADR (HACBY)	350 000	19,660.92	19,642.00	(18.92)	221.55	1.12
Share Price: \$56.120						
IMPALA PLATINUM HLDGS LTD ADR (IMPUY)	779 000	16,810.82	27,568.81	10,757.99	393.40	1.42
Share Price: \$35.390						
KAO CORP SPONS ADR (KCRPY)	1,910 000	42,811.19	51,359.90	8,548.71	1,102.07	2.14
Share Price: \$26.890						
KINROSS GOLD CORP NEW (KGC)	2,716,000	48,112.30	51,495.36	3,383.06	271.60	0.52
Share Price: \$18.960, Next Dividend Payable 03/11						
KOREA ELECTRIC POWER CORP ADS (KEP)	2,621 000	33,747.41	35,409.71	1,662.30	—	—
Share Price: \$13.510						
MAGNA INTERNATIONAL INC (MGA)	214 000	4,113.28	11,128.00	7,014.72	154.08	1.38
Share Price: \$52.000, Next Dividend Payable 03/11						
MS&AD INS GROUP HLDGS ADR (MSADY)	3,489,000	45,053.58	43,856.73	(1,196.85)	861.78	1.96
Share Price: \$12.570						
NEWCREST MINING LTD SPONS ADR (NCMGY)	1,072 000	27,362.26	44,648.80	17,286.54	232.62	0.52
Share Price: \$41.650						
NEXEN INC (NXY)	2,509,000	55,407.92	57,456.10	2,048.18	491.76	0.85
Share Price: \$22.900; Next Dividend Payable 01/01/11						
NINTENDO CO LTD ADR NEW (NTDOY)	988,000	32,181.66	35,894.04	3,712.38	997.88	2.78
Share Price: \$36.330						
NIPPON TELEGRAPH&TELEPHONE ADS (NTT)	3,362 000	67,325.69	77,124.28	9,798.59	2,138.23	2.77
Share Price: \$22.940						
NOKIA CP ADR (NOK)	3,580,000	43,022.79	36,945.60	(6,077.19)	1,256.58	3.40
Share Price: \$10.320						
PANASONIC CORP - SPON ADR (PC)	2,312,000	32,732.32	32,599.20	(133.12)	242.76	0.74
Share Price: \$14.100						
ROHM CO LTD UNSPONS ADR (ROHCY)	1,014,000	32,601.95	33,238.92	636.97	664.17	1.99
Share Price: \$32.780						

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ATTENTION: WAYNE G BASLER

Holdings

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STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Quantity	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
ROYAL DUTCH SHELL PLC CL B (RDS'B) Share Price \$66.670	861,000	45,797.81	57,402.87	11,605.06	2,892.96	5.03
SANOFT AVENTIS ADS (SNY) Share Price \$32.230	1,476,000	46,927.02	47,571.48	644.46	1,626.55	3.41
SEKISUI HOUSE LTD ADR (SKHSY) Share Price \$10.130	2,541,000	25,003.44	25,740.33	736.89	315.08	1.22
SEVEN & I HLDGS CO LTD ADR (SVNDY) Share Price \$53.370	951,000	45,109.72	50,754.87	5,645.15	1,096.50	2.16
SHISEIDO LTD SPON ADR (SSDOY) Share Price \$21.920	1,718,000	28,501.62	37,658.56	9,156.94	843.54	2.23
SIEMENS AKTIENGESELLSCHAFT (SI) Share Price \$124.250	401,000	28,587.29	49,824.25	21,236.96	1,089.12	2.18
SK TELECOM CO LTD (SKM) Share Price \$18.630	3,445,000	54,474.03	64,180.35	9,706.32	2,418.39	3.76
SOCIETE GENERALE SP ADR (SCGLY) Share Price \$10.870	1,633,000	15,915.37	17,750.71	1,835.34	83.28	0.46
STATOIL ASA ADR (STO) Share Price \$23.770	1,025,000	21,871.09	24,364.25	2,493.16	798.48	3.27
SUMITOMO TR & BK CO SPON ADR (STBUY) Share Price \$6.340	4,785,000	25,583.38	30,336.90	4,753.52	488.07	1.60
SUNCOR ENERGY INC NEW COM (SU) Share Price \$38.290, Next Dividend Payable 03/11	1,297,000	37,046.60	49,662.13	12,615.53	513.61	1.03
SWISSCOM AG ADR (SCMWY) Share Price \$44.050	1,001,000	33,530.30	44,094.05	10,563.75	1,490.49	3.38
TAKEDA PHARMACEUTICAL CO LTD (TKPHY) Share Price \$24.350	448,000	9,653.95	10,908.80	1,254.85	411.26	3.76
TELECOM ITALIA SPAN(NEW)SVGS SH (TIA) Share Price \$10.940	5,650,000	50,022.28	61,811.00	11,788.72	3,689.45	5.96
TOYOTA MOTOR CP ADR NEW (TM) Share Price \$78.630	442,000	31,042.26	34,754.46	3,712.20	420.78	1.21

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CLIENT STATEMENT | For the Period December 1-31, 2010

Access Active Assets Account
647-045768-107

WAYNE G BASLER CHARIT FOUNDATION
ATTENTION: WAYNE G BASLER

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Holdings

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Quantity	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
UBS AG NEW (UBS) Share Price: \$16.470	1,673,000	22,269.00	27,554.31	5,285.31	—	—
VODAFONE GP PLC ADS NEW (VOD) Share Price: \$26.440, Next Dividend Payable 02/04/11	1,931,000	39,508.18	51,055.64	11,547.46	2,518.02	4.93
WACOAL CP ADR (WACLY) Share Price: \$72.550	539,000	33,437.78	39,104.45	5,666.67	531.99	1.36
WOLTERS KLUWER NV SPON ADR (WTKWY) Share Price: \$22.140	2,030,000	33,336.86	44,944.20	11,607.34	1,492.05	3.31

STOCKS

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income Accrued Interest	Yield %
	94.0%	\$1,758,437.56	\$2,089,628.32	\$331,190.76	\$44,859.15	2.15%
					\$0.00	

TOTAL MARKET VALUE

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income Accrued Interest	Yield %
	100.0%	\$1,758,437.56	\$2,222,048.38	\$331,190.76	\$45,058.15	2.03%
					\$0.00	

TOTAL VALUE (includes accrued interest)

\$2,222,048.38

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BUSINESS
ACCOUNTS

TRUST
ACCOUNTS

EDUCATION
ACCOUNTS

RETIREMENT
ACCOUNTS

PERSONAL
ACCOUNTS



Morgan Stanley Smith Barney

CLIENT STATEMENT | For the Period December 1-31, 2010

Access Active Assets Account
647-045769-107

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The "Market Value" and "Unrealized Gain/(Loss)" figures shown are representative values as of the last business day of the period shown above which may not reflect the value that could actually be obtained in the market. See "Pricing of Securities" in the Disclosures section at the end of this statement.

Estimated annual income and estimated yield for certain securities can include return of principal or capital gains which could overstate such estimates. Estimated yield and estimated annual income are estimates and the actual income or yield may be lower or higher than the estimates. Estimated yield reflects only the income generated by an investment. It does not reflect changes in its price, which may fluctuate.

If you hold structured products, please refer to the Special Considerations Regarding Structured Products section of the Disclosure section.

Gain/loss information is provided for informational purposes only and should not be used for tax preparation. Please refer to the gain/loss section of the disclosures for important information about gain/loss reporting.

From January through September, realized gain/loss information will be shown only for trades settling in the current month, and/or certain adjustments (to previously closed lots) made in the current month. From October through December, in order to provide information for year-end investment planning, complete year to date realized gain/loss detail will be displayed for trades settling through the last business day of the year.

CASH, DEPOSITS AND MONEY MARKET FUNDS

Description	Value	Estimated Annual Income	7-Day Current Yield %	Annual Percentage Yield %
MORGAN STANLEY BANK N.A. #	\$50,310.10	\$75.00	—	0.150

Percentage of Assets %	Market Value	Estimated Annual Income	Estimated Annual Percentage Yield %
2.5%	\$50,310.10	\$75.00	0.150

CASH, DEPOSITS AND MONEY MARKET FUNDS

Bank deposits are at Morgan Stanley Bank, N.A. and Morgan Stanley Private Bank, National Association (Members FDIC), affiliates of Morgan Stanley Smith Barney. Cash holdings shown exclude cash holdings in custody at another firm for which you receive a separate statement.

STOCKS

COMMON STOCKS

Security Description	Quantity	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
3M COMPANY (MMM)	353.000	\$30,040.48	\$30,463.90	\$423.42	\$741.30	2.43
Share Price \$86.300, Next Dividend Payable 03/11						
AMAZON COM INC (AMZN)	239.000	36,765.63	43,020.00	6,254.37	—	—
Share Price \$180.000						
AMERICAN TOWER CP CLASS A (AMT)	754.000	22,576.80	38,936.56	16,359.76	—	—
Share Price \$51.640						
APPLE INC (AAPL)	398.000	54,218.87	128,378.88	74,160.01	—	—
Share Price \$322.560						
AT&T INC (T)	979.000	27,215.51	28,763.02	1,547.51	1,683.88	5.85
Share Price \$29.380, Next Dividend Payable 02/11						

CONTINUED

Access Active Assets Account
647-045769-107WAYNE G BASLER CHARIT FOUNDATION
ATTENTION: WAYNE G BASLER

Holdings

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STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Quantity	Total Cost	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Dividend Yield %
BAIDU INC ADS (BIDU) Share Price: \$96.530	275 000	30,103.22	26,545.75	(3,557.47)	—	—
BOEING CO (BA) Share Price: \$65.260, Next Dividend Payable 03/11	467 000	31,238.81	30,476.42	(762.39)	784.56	2.57
CAPITAL ONE FINANCIAL CORP (COF) Share Price: \$42.560, Next Dividend Payable 02/11	481 000	15,523.16	20,471.36	4,948.20	96.20	0.46
DEERE & CO (DE) Share Price: \$83.050, Next Dividend Payable 02/01/11	253 000	19,704.37	21,011.65	1,307.28	354.20	1.68
DOW CHEMICAL CO (DOW) Share Price: \$34.140, Next Dividend Payable 01/28/11	1,085 000	29,281.75	37,041.90	7,760.15	651.00	1.75
DU PONT EL DE NEMOURS & CO (DD) Share Price: \$49.880, Next Dividend Payable 03/11	1,259 000	51,056.97	62,798.92	11,741.95	2,064.76	3.28
EXPRESS SCRIPTS INC COMMON (ESRX) Share Price: \$54.050	1,153 000	43,283.86	62,319.65	19,035.79	—	—
FORD MOTOR CO NEW (F) Share Price: \$16.790	3,659 000	47,219.64	61,434.61	14,214.97	—	—
FREEMPORT MCMORAN CP&GLD (FCX) Share Price: \$120.090, Next Dividend Payable 03/11	550 000	55,704.08	66,049.50	10,345.42	1,100.00	1.66
GOLDMAN SACHS GRP INC (GS) Share Price: \$168.160, Next Dividend Payable 03/11	489 000	77,185.92	82,230.24	5,044.32	684.60	0.83
GOOGLE INC-CL A (GOOG) Share Price: \$593.970	167 000	75,595.64	99,192.99	23,597.35	—	—
HALLIBURTON CO (HAL) Share Price: \$40.830, Next Dividend Payable 03/11	507 000	20,463.74	20,700.81	237.07	182.52	0.88
HEWLETT PACKARD (HPQ) Share Price: \$42.100, Next Dividend Payable 03/11	889 000	32,859.72	37,426.90	4,567.18	284.48	0.76
INTL BUSINESS MACHINES CORP (IBM) Share Price: \$146.760, Next Dividend Payable 03/11	532 000	58,850.01	78,076.32	19,226.31	1,383.20	1.77
JPMORGAN CHASE & CO (JPM) Share Price: \$42.420, Next Dividend Payable 01/11	1,043 000	49,763.65	44,244.06	(5,519.59)	208.60	0.47

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CLIENT STATEMENT | For the Period December 1-31, 2010

Access Active Assets Account
647-045769-107

WAYNE G BASLER CHARIT FOUNDATION
ATTENTION: WAYNE G BASLER

Holdings

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STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Quantity	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
LAS VEGAS SANDS CORPORATION (LVS) Share Price \$45.950	831 000	29,883.17	38,184.45	8,301.28	—	—
MC DONALDS CORP (MCD) Share Price \$76.760; Next Dividend Payable 03/11	507 000	38,009.84	38,917.32	907.48	1,237.08	3.17
MERCK & CO INC NEW COM (MRK) Share Price \$36.040; Next Dividend Payable 01/07/11	1,266 000	45,640.72	45,626.64	(14.08)	1,924.32	4.21
METLIFE INCORPORATED (MET) Share Price \$44.440; Next Dividend Payable 12/11	906 000	37,029.89	40,262.64	3,232.75	670.44	1.66
NETAPP INC COM (NTAP) Share Price \$54.960	588 000	32,791.02	32,316.48	(474.54)	—	—
OCCIDENTAL PETROLEUM CORP DE (OXY) Share Price \$98.100; Next Dividend Payable 01/15/11	555 000	39,976.56	54,445.50	14,468.94	843.60	1.54
ORACLE CORP (ORCL) Share Price \$31.300; Next Dividend Payable 02/11	2,454 000	55,450.20	76,810.20	21,360.00	490.80	0.63
PEABODY ENERGY CORP (BTU) Share Price \$63.980; Next Dividend Payable 02/11	1,145 000	54,521.97	73,257.10	18,735.13	389.30	0.53
PHILIP MORRIS INTL INC (PM) Share Price \$58.530; Next Dividend Payable 01/10/11	672 000	36,693.61	39,332.16	2,638.55	1,720.32	4.37
PRECISION CASTPARTS CORP (PCP) Share Price \$139.210; Next Dividend Payable 01/03/11	224 000	24,872.69	31,183.04	6,310.35	26.88	0.08
RED HAT INC (RHT) Share Price \$45.650	860 000	38,378.17	39,259.00	880.83	—	—
SALESFORCE.COM, INC. (CRM) Share Price \$132.000	182 000	13,369.27	24,024.00	10,654.73	—	—
SCHLUMBERGER LTD (SLB) Share Price \$83.500; Next Dividend Payable 01/07/11	618 000	40,117.36	51,603.00	11,485.64	519.12	1.00
STARWOOD HTLS & RSTS WW INC (HOT) Share Price \$60.780; Next Dividend Payable 12/11	382 000	19,953.39	23,217.96	3,264.57	114.60	0.49
TARGET CORPORATION (TGT) Share Price \$60.130; Next Dividend Payable 03/11	341 000	20,595.10	20,504.33	(90.77)	341.00	1.66

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Access Active Assets Account
647-045769-107

WAYNE G BASLER CHARIT FOUNDATION
ATTENTION: WAYNE G BASLER

Holdings

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STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Quantity	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
TEVA PHARMACEUTICALS ADR (TEVA) Share Price: \$52.130, Next Dividend Payable 03/11	389 000	21,308.13	20,278.57	(1,029.56)	259.46	1.27
THE DIRECTV GROUP CL A (DTV) Share Price: \$39.930	1,375,000	45,568.86	54,903.75	9,334.89	—	—
UNION PACIFIC CORP (UNP) Share Price: \$92.660, Next Dividend Payable 01/03/11	631 000	34,508.20	58,468.46	23,960.26	959.12	1.64
UNITED PARCEL SERVICE INC CL-B (UPS) Share Price: \$72.580, Next Dividend Payable 03/11	843 000	56,316.30	61,184.94	4,868.64	1,584.84	2.59
UNITED TECHNOLOGIES CORP (UTX) Share Price: \$78.720, Next Dividend Payable 03/11	676 000	39,400.07	53,214.72	13,814.65	1,149.20	2.15
VALE S.A (VALE) Share Price: \$34.570	724 000	20,998.26	25,028.68	4,030.42	—	—
WALT DISNEY CO HLDG CO (DIS) Share Price: \$37.510, Next Dividend Payable 01/18/11	1,066 000	29,989.99	39,985.66	9,995.67	426.40	1.06
WELLS FARGO & CO NEW (WFC) Share Price: \$30.990, Next Dividend Payable 03/11	995 000	30,507.35	30,835.05	327.70	199.00	0.64

STOCKS

Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Yield %
97.5%	\$1,614,531.95	\$1,992,427.09	\$377,895.14	\$23,074.78	1.16%
				\$0.00	

TOTAL MARKET VALUE

Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Yield %
100.0%	\$1,614,531.95	\$2,042,737.19	\$377,895.14	\$23,149.78	1.13%
		\$2,042,737.19		\$0.00	

TOTAL VALUE (includes accrued interest)