Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2010

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

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

Name of foundation
RICHARD A. BUSEMEYER ATHEIST FOUNDATION

A Employer identification number
65-0317422

Number and street (or P O box number if mail is not delivered to street address)
440 HIDDEN VALLEY LANE
Room/suite

B Telephone number (see page 10 of the instructions)
513-948-8955

City or town, state, and ZIP code
CINCINNATI OH 45215

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 3,589,358

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

RECEIVED
JUN 01 2011
OGDEN, UT
E1233
IRS-OSC

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	49,148	49,148		
	4	Dividends and interest from securities	35,604	35,604		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-8,145			
	b	Gross sales price for all assets on line 6a 717,477				
	7	Capital gain net income (from Part IV, line 2)		0		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns & allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	76,607	84,752	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) SEE STMT	2,400	2,400		
	c	Other professional fees (attach schedule) STMT	21,106	21,106		
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions) STMT	484	484		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (att sch) SEE STMT	53	53		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	24,043	24,043	0	0
	25	Contributions, gifts, grants paid	200,000			200,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	224,043	24,043	0	200,000
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-147,436			
	b	**Net investment income** (if negative, enter -0-)		60,709		
	c	**Adjusted net income** (if negative, enter -0-)			0	

SCANNED JUN 06 2011

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

Form **990-PF** (2010)

DAA

EXTENSION GRANTED TO AUGUST 15, 2011

15

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

	Line	Description	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash—non-interest-bearing	926,579	783,797	783,795
	2	Savings and temporary cash investments	118,195	119,923	119,923
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (att. schedule) ▶			
		Less allowance for doubtful accounts ▶ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule) SEE STMT 5	2,023,275	2,048,716	2,265,655
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule) SEE STATEMENT 6	451,808	419,985	419,985
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	3,519,857	3,372,421	3,589,358
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	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			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	3,519,857	3,372,421	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	3,519,857	3,372,421	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	3,519,857	3,372,421	

Part III Analysis of Changes in Net Assets or Fund Balances

	Description	Line	Amount
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	3,519,857
2	Enter amount from Part I, line 27a	2	-147,436
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	3,372,421
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,372,421

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	SEE ATTACHED	P	VARIOUS	VARIOUS
b	SEE ATTACHED	P	VARIOUS	VARIOUS
c	CAPITAL GAIN DISTRIBUTION			
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	121,529		132,925	-11,396
b	594,578		592,697	1,881
c	1,370			1,370
d				
e				

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				-11,396
b				1,881
c				1,370
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 }	2	-8,145
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	162,000	3,273,189	0.049493
2008	278,902	3,711,464	0.075146
2007	50,000	3,174,510	0.015750
2006	45,876	768,652	0.059684
2005	39,322	712,473	0.055191

2	Total of line 1, column (d)	2	0.255264
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.051053
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	3,491,620
5	Multiply line 4 by line 3	5	178,258
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	607
7	Add lines 5 and 6	7	178,865
8	Enter qualifying distributions from Part XII, line 4	8	200,000

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

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

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)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b	1	607
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	607
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	607
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a: 4,861		
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	4,861
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	4,254
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶ 4,254 Refunded ▶	11	

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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	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			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ______ **(2)** On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2		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	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5		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?	6	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	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ OH			
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	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

DAA

Part VII-A Statements Regarding Activities (continued)

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ DANIEL BUSEMEYER Telephone no ▶ 513-948-8955
440 HIDDEN VALLEY LANE
Located at ▶ CINCINNATI OH ZIP+4 ▶ 45215

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

			Yes	No
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

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

				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)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	N/A	1c		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?	☐ Yes ☒ No			
	If "Yes," list the years ▶ 20 , 20 , 20 , 20				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 22 of the instructions)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20 , 20 , 20 , 20				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2010 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?		4b		X

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

5a During the year did the foundation pay or incur any amount to
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? 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 (see page 22 of the instructions).

(a) Name and address		(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DANIEL BUSEMEYER 440 HIDDEN VALLEY LANE	CINCINNATI OH 45215	PRES/TREAS 2.00	0	0	0
MICHAEL BUSEMEYER 2380 CARRIAGE GATE LANE	MAINEVILLE OH 45039	VP/DIR 1.00	0	0	0
STEVEN BUSEMEYER 16727 SPINNAKER LANE	CORNELIUS NC 28031	SEC/DIR 1.00	0	0	0

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

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

Total number of other employees paid over $50,000 ▶ 0

DAA

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

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

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

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 (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See page 24 of the instructions 3	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes.		
a	Average monthly fair market value of securities	1a	2,063,645
b	Average of monthly cash balances	1b	1,044,277
c	Fair market value of all other assets (see page 25 of the instructions)	1c	436,870
d	**Total** (add lines 1a, b, and c)	1d	3,544,792
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	3,544,792
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	53,172
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,491,620
6	**Minimum investment return.** Enter 5% of line 5	6	174,581

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

1	Minimum investment return from Part X, line 6	1	174,581
2a	Tax on investment income for 2010 from Part VI, line 5 — 2a: 607		
b	Income tax for 2010 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	607
3	Distributable amount before adjustments Subtract line 2c from line 1	3	173,974
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	173,974
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	173,974

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	200,000
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
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	200,000
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	607
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	199,393

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

DAA

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

		(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7					173,974
2 Undistributed income, if any, as of the end of 2010					
a Enter amount for 2009 only					
b Total for prior years 20____ , 20____ , 20____					
3 Excess distributions carryover, if any, to 2010					
a From 2005					
b From 2006					
c From 2007					
d From 2008	10,315				
e From 2009	214				
f **Total** of lines 3a through e		10,529			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 200,000					
a Applied to 2009, but not more than line 2a					
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)					
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)					
d Applied to 2010 distributable amount					173,974
e Remaining amount distributed out of corpus		26,026			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))					
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		36,555			
b Prior years' undistributed income Subtract line 4b from line 2b					
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions					
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions					
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)					
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)					
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a		36,555			
10 Analysis of line 9					
a Excess from 2006					
b Excess from 2007					
c Excess from 2008	10,315				
d Excess from 2009	214				
e Excess from 2010	26,026				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

N/A

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

N/A

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

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

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

DANIEL BUSEMEYER
440 HIDDEN VALLEY LANE CINCINNATI OH 45215

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

BRIEF DESCRIPTION OF REQUEST

c Any submission deadlines

NONE

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

NON-RELIGIOUS PURPOSE

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 7				200,000
Total			▶ 3a	200,000
b Approved for future payment N/A				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See page 28 of the instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					49,148
4 Dividends and interest from securities					35,604
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					-8,145
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		0	76,607

13 **Total.** Add line 12, columns (b), (d), and (e) 13 76,607

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 of the instructions)
3	INVESTMENT INCOME
4	INVESTMENT INCOME
8	INVESTMENT INCOME

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

Signature of officer or trustee	Date	Title
[signature]	5-27-11	PRESIDENT

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed
SANDRA SHOEMAKER EAST	Sandra Shoemaker East	5-25-11	

Firm's name ▶	FLEMING, BROCKSCHMIDT & DURKIN PLL	PTIN	P00070477
Firm's address ▶	30 GARFIELD PL STE 540	Firm's EIN ▶	31-0781110
	CINCINNATI, OH 45202-4366	Phone no	513-721-7590

DAA

	Cost Basis	Dec 31, 2010 FMV
Equities		
ABBOTT LABORATORIES	41,052 55	39,525 75
APACHE CORP	43,861 40	47,692 00
BANK OF AMERICA CORP	32,665 15	25,346 00
BAXTER INTERNATIONAL INC	33,069 93	29,106 50
BHP BILLITON LTD ADR FSPONSOR	33,092 93	39,491 00
C V S CAREMARK CORP	36,297 95	33,031 50
CAMECO CORP F	19,612 40	21,199 50
CANADIAN NATL RY CO	42,683 99	56,499 50
CISCO SYSTEMS INC	28,551 95	32,368 00
CLOROX COMPANY	46,644 45	47,460 00
CROWN HOLDINGS INC	35,971 15	46,732 00
EXXON MOBIL CORPORATION	43,808 95	36,560 00
FISERV INC	32,312 78	39,528 00
FRESENIUS MED CARE ADR	34,025 45	36,056 25
GENERAL DYNAMICS CORP	30,418 55	40,802 00
HEWLETT-PACKARD COMPANY	21,676 08	26,312 50
INGERSOLL RAND CO	26,996 30	43,558 25
JOHNSON & JOHNSON	25,842 00	24,740 00
JOHNSON CONTROLS INC	31,473 92	39,155 00
JPMORGAN CHASE & CO	37,803 95	46,662 00
LOWES COMPANIES INC	33,158 36	40,128 00
MCGRAW-HILL COS	45,811 95	43,692 00
MICROSOFT CORP	25,318 90	37,678 50
NALCO HOLDING CO	43,494 92	52,701 00
NEW YORK CMNTY BANCORP	48,948 84	58,435 00
NYSE EURONEXT N V	33,130 65	38,974 00
OCCIDENTAL PETE CORP	20,373 83	36,787 50
PEPSICO INCORPORATED	23,774 89	27,765 25
PROCTER & GAMBLE	30,840 00	32,165 00
RENAISSANCERE HLDGS INCF	31,074 86	36,621 75
SYSCO CORPORATION	34,143 45	31,605 00
T J X COS INC	33,510 59	35,512 00
TEVA PHARM INDS LTD ADRFSPONSOR	27,434 88	29,974 75
TRAVELERS COMPANIES INC	52,009 95	55,710 00
TYCO INTL LTD NEW F	34,402 62	37,296 00
UNITED TECHNOLOGIES CORP	35,585 21	45,264 00
VISA INC CLASS A	32,866 03	35,190 00
WASTE MANAGEMENT INC DEL	27,272 91	29,496 00
WEATHERFORD INTL LTD F	27,344 94	39,900 00
Total Equities	1,318,359 61	1,496,721 50
Fixed Income		
COMCAST CABLE CO 6 75%	26,375 75	25,108 95
CVS CORP 4 875%	25,072 25	27,091 73
DEERE JOHN CAP 3%15CORENOT	25,000 00	24,821 95
DOW CHEMICAL CO 3 5%15INTERNO	25,051 74	24,743 63
EXELON GENERATION 4%20BONDS	30,147 17	28,132 83
JB HUNT TRANSPT 3 375%15NOTES	25,084 01	24,610 20
JOHN DEERE CAP CP 4 5%	24,713 50	26,725 80
MIDAMER ENERGY 5 65%	51,706 50	53,412 80
RIO TINTO FIN 5 875%	50,939 50	55,253 90
VERIZON NEW YORK 6 875%	26,114 00	26,677 53
WYETH 5.5%	50,991 00	55,419 90
Total Fixed Income	361,195 42	371,999 22
Mutual Funds		
FIDELITY ADV FLOATING RATE HI	68,000 00	67,950 05
MATTHEWS ASIAN GROWTH & INCOME	85,000 00	100,193 49
ROYCE PREMIER FUND INVESTM	71,200 00	70,698 42
VANGUARD S/T INVESTMENT GRADE F	60,000 00	61,491 63
Total Mutual Funds	284,200 00	300,333 59
Other Assets		
BAC CAPITAL TRUST I 7%31GTD CAP	33,397 20	36,480 00
LAZARD LTD F	33,438 05	35,541 00
WACHOVIA CAP TR 6 375%67	18,125 35	24,580 00
Total Other Assets	84,960 60	96,601 00

				$725,621 14	$716,106 55	($9,514 59)		$1,881 37	($11,395 96)
			Closed					Long	Short
Symbol	Name	Qty	Date	Cost Basis	Proceeds	Gain/Loss	Term	Gain/Loss	Gain/Loss
MMM	3M COMPANY	150 00	20-Jan-10	10,629 67	$12,604 03	$1,974 36	Long Term	$1,974 36	--
MMM	3M COMPANY	400 00	7-May-10	28,345 78	$33,113 45	$4,767 67	Long Term	$4,767 67	--
AA	ALCOA INC	2,700 00	21-May-10	57,567 90	$30,800 95	($26,766 95)	Long Term	($26,766 95)	--
AMGN	AMGEN INCORPORATED	450 00	18-Mar-10	28,015 05	$26,145 49	($1,869 56)	Short Term	--	($1,869 56)
BEZ	BALDOR ELECTRIC COMPANY	1,725 00	11-Mar-10	48,577 13	$58,768 09	$10,190 96	Long Term	$10,190 96	--
14911RAH2	CATERPILLAR FINL 4 3XXX**MATURED** DUE 06/01/10	30,000 00	1-Jun-10	30,444 00	$30,000 00	($444 00)	Long Term	($444 00)	--
CMCSA	COMCAST CORP NEW CL A	2,500 00	22-Nov-10	36,555 30	$50,493 95	$13,938 65	Mixed	$10,375 49	$3,563 16
FPL	F P L GROUP INCORPORATED	625 00	6-Jan-10	40,877 70	$33,103 69	($7,774 01)	Long Term	($7,774 01)	--
INTC	INTEL CORP	1,300 00	7-May-10	20,209 69	$27,647 26	$7,437 57	Long Term	$7,437 57	--
JEC	JACOBS ENGINEERING GROUP	1,050 00	1-Sep-10	44,020 00	$37,445 44	($6,574 56)	Short Term	--	($6,574 56)
LOW	LOWES COMPANIES INC	400 00	20-Jan-10	8,289 59	$9,116 33	$826 74	Long Term	$826 74	--
MON	MONSANTO CO NEW DEL	450 00	20-Apr-10	32,424 18	$30,063 60	($2,360 58)	Mixed	($991 10)	($1,369 48)
63743FKS4	NATL RURAL UTIL 4 0XXX**MATURED** DUE 10/15/10	25,000 00	15-Oct-10	25,000 00	$25,000 00	$0 00	Long Term	$0 00	--
NRG	NRG ENERGY INC NEW	1,300 00	11-Mar-10	43,479 60	$29,489 97	($13,989 63)	Long Term	($13,989 63)	--
74432ASZ4	PRUDENTIAL FIN 5 15XXX** CALLED **DUE 05/15/12@ I	50,000 00	17-May-10	50,000 00	$50,000 00	$0 00	Long Term	$0 00	--
G7498P200	RENAISSANCER HLDG B PXXX** CALLED ** @ $25 00/S	1,000 00	20-Dec-10	22,058 75	$25,106 50	$3,047 75	Long Term	$3,047 75	--
SYMC	SYMANTEC CORP	1,800 00	17-Dec-10	33,359 61	$30,755 69	($2,603 92)	Short Term	--	($2,603 92)
RIG	TRANSOCEAN INC NEW F	400 00	7-May-10	29,723 55	$27,181 95	($2,541 60)	Short Term	--	($2,541 60)
UN	UNILEVER N V NY SHS NEWFN Y REGISTRY SHARES '	300 00	19-Feb-10	8,461 70	$9,220 11	$758 41	Long Term	$758 41	--
UN	UNILEVER N V NY SHS NEWFN Y REGISTRY SHARES	1,100 00	31-Mar-10	31,026 25	$33,209 17	$2,182 92	Long Term	$2,182 92	--
WMT	WAL-MART STORES INC	625 00	26-Oct-10	31,197 65	$33,942 73	$2,745 08	Long Term	$2,745 08	--
WMB	WILLIAMS COMPANIES	1,800 00	21-May-10	24,864 15	$34,945 29	$10,081 14	Long Term	$10,081 14	--
ZMH	ZIMMER HOLDINGS INC	650 00	19-Feb-10	40,493 89	$37,952 86	($2,541 03)	Long Term	($2,541 03)	--

	Proceeds	Cost	Gain/Loss
ST	121,528.57	132,924.53	(11,395.56)
LT	594,577.98	592,696.61	1,881.37
	716,106.55	725,621.14	(9,514.19)

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ACCOUNTING FEES	$ 2,400	$ 2,400	$	$
TOTAL	$ 2,400	$ 2,400	$ 0	$ 0

Statement 2 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INVESTMENT ADVISORY FEES	$ 21,106	$ 21,106	$	$
TOTAL	$ 21,106	$ 21,106	$ 0	$ 0

Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FLORIDA ANNUAL FILING FEE	$ 61	$ 61	$	$
FOREIGN TAX	223	223		
OHIO ANNUAL FILING FEE	200	200		
TOTAL	$ 484	$ 484	$ 0	$ 0

Statement 4 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	$	$	$	$
EXPENSES				
MISCELLANEOUS	53	53		
TOTAL	$ 53	$ 53	$ 0	$ 0

Federal Statements

Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
STOCKS - SCHEDULE ATTACHED	$ 2,023,275	$ 1,318,360	COST	$ 1,496,721
BONDS - SCHEDULE ATTACHED		361,195	COST	371,999
MUTUAL FUNDS - SCHEDULE ATTACHED		284,200	COST	300,334
OTHER - SCHEDULE ATTACHED		84,961	COST	96,601
TOTAL	$ 2,023,275	$ 2,048,716		$ 2,265,655

Statement 6 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
LAND CONTRACT - 1508 E. KEMPER RD	$ 451,808	$ 419,985		$ 419,985
TOTAL	$ 451,808	$ 419,985		$ 419,985

Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description
BRIEF DESCRIPTION OF REQUEST

Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description
NONE

Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description
NON-RELIGIOUS PURPOSE

Federal Statements

Statement 7 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name / Address	Address / Relationship	Status	Purpose	Amount
WORLD PULSE PORTLAND OR 97209	909 NW 19TH AVE		GENERAL FUND	3,000
FREEDOM FROM RELIGION MADISON WI 53701	PO BOX 750		GENERAL FUND	20,000
SOUTHERN POVERTY LAW CENT MONTGOMERY AL 36177-7459	400 WASHINGTON AVE.		GENERAL FUND	10,000
AJ MUSTE MEMORIAL FOUNDAT NEW YORK NY 10005	339 LAFAYETTE STREET		GENERAL FUND	20,000
SAVE THE CHILDREN WESTPOINT CT 06880	54 WILTON ROAD		GENERAL FUND	20,000
CENTER FOR CONST. RIGHTS NEW YORK NY 10012	666 BROADWAY		GENERAL FUND	20,000
SANCTUARY FOR FAMILIES NEW YORK NY 10268	PO BOX 1046		GENERAL FUND	20,000
PHYS. FOR REPRO. CHOICE NEW YORK NY 10018	55 WEST 39TH STREET		GENERAL FUND	20,000
ACLU NEW YORK NY 10004-2400	125 BROAD STREET		GENERAL FUND	20,000
PARTNERS IN HEALTH BOSTON MA 02215	888 COMMONWEALTH AVE.		GENERAL FUND	20,000
CENTRAL ASIA INSTITUTE BOZEMAN MT 59771	P.O. BOX 7209		GENERAL FUND	5,000
FEEDING AMERICA CHICAGO IL 60601	35 EAST WACKER DRIVE		GENERAL FUND	2,000
COMPASSION & CHOICES DENVER CO 80250	P.O. BOX 101810		GENERAL FUND	20,000
TOTAL				200,000