



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form **990-PF****Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation**

OMB No 1545-0052

2010Department of the Treasury
Internal Revenue Service

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

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

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

RICHARD JAMES FAMILY FOUNDATION
P.O. BOX 705
STROUD, OK 74079

A Employer identification number

73-1589377

B Telephone number (see the instructions)

918-968-3109

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 ☐

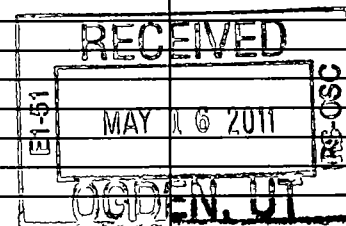
H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, column (c), line 16) **J** Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____

\$ 470,768. (Part I, column (d) must be on cash basis)

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 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 (att sch)**2** Ck ☒ if the foundn is not req to att Sch B**3** Interest on savings and temporary cash investments**4** Dividends and interest from securities**5a** Gross rents**b** Net rental income or (loss)**6a** Net gain/(loss) from sale of assets not on line 10**b** Gross sales price for all assets on line 6a **31,310.****7** Capital gain net income (from Part IV, line 2)**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/(loss) (att sch)**11** Other income (attach schedule)**12 Total.** Add lines 1 through 11**13** Compensation of officers, directors, trustees, etc**14** Other employee salaries and wages**15** Pension plans, employee benefits**16a** Legal fees (attach schedule)**b** Accounting fees (attach sch) **SEE ST 1****c** Other prof fees (attach sch) **SEE ST. 2****17** Interest**18** Taxes (attach schedule) (see instr) **SEE STM 3****19** Depreciation (attach sch) and depletion**20** Occupancy**21** Travel, conferences, and meetings**22** Printing and publications**23** Other expenses (attach schedule)**SEE STATEMENT 4****24 Total operating and administrative expenses.** Add lines 13 through 23**25** Contributions, gifts, grants paid **PART XV****26 Total expenses and disbursements.** Add lines 24 and 25**27** Subtract line 26 from line 12:**a Excess of revenue over expenses and disbursements****b Net investment income** (if negative, enter 0-)**c Adjusted net income** (if negative, enter -0-)

SCANNED MAY 17 2011

**ADMINISTRATIVE
AND
OPERATING
EXPENSES**

R

Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing			
	2 Savings and temporary cash investments	2,765.	2,643.	2,643.
	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 the instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	328.	260.	
	10a Investments — U.S. and state government obligations (attach schedule)			
	b Investments — corporate stock (attach schedule)			
	c Investments — corporate bonds (attach schedule)			
LIABILITIES	11 Investments — land, buildings, and equipment, basis			
	Less: accumulated depreciation (attach schedule)			
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule)	524,847.	509,727.	468,125.
	14 Land, buildings, and equipment, basis			
	Less: accumulated depreciation (attach schedule)			
	15 Other assets (describe SEE STATEMENT 5)	974.	793.	
	16 Total assets (to be completed by all filers — see instructions. Also, see page 1, item I)	528,914.	513,423.	470,768.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & 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 FUND 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	528,914.	513,423.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see the instructions)	528,914.	513,423.	
	31 Total liabilities and net assets/fund balances (see the instructions)	528,914.	513,423.	

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	528,914.
2 Enter amount from Part I, line 27a	2	-15,491.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	513,423.
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	513,423.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a ATTACHMENT #1 - PAGE 1		P	11/11/10	11/11/10
b ATTACHMENT #1 - PAGE 4		P	11/11/10	11/11/10
c CAPITAL GAIN DIVIDENDS				
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 2,187.		2,047.	140.
b 27,144.		30,835.	-3,691.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(j) Fair Market Value as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of column (i) over column (j), if any	
a			140.
b			-3,691.
c			1,979.
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	-1,572.
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 the instructions). If (loss), enter -0- in Part I, line 8 		3	-3,551.

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 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 (column (b) divided by column (c))
2009	20,002.	388,783.	0.051448
2008	19,778.	394,313.	0.050158
2007	24,032.	502,365.	0.047838
2006	25,000.	516,210.	0.048430
2005	22,077.	441,948.	0.049954

2 Total of line 1, column (d)	2	0.247828
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	0.049566
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	447,361.
5 Multiply line 4 by line 3	5	22,174.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	79.
7 Add lines 5 and 6	7	22,253.
8 Enter qualifying distributions from Part XII, line 4	8	21,171.

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.

BAA

Form 990-PF (2010)

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary — see instr.)		1	159.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b.			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	159.
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	159.
6 Credits/Payments			
a 2010 estimated tax pmts and 2009 overpayment credited to 2010	6 a	260.	
b Exempt foreign organizations — tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	260.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	101.	
11 Enter the amount of line 10 to be Credited to 2011 estimated tax	11	101.	Refunded

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1 b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?		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		
1 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
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) OK		
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

BAA

Form 990-PF (2010)

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 <u>N/A</u>	13	X	
14	The books are in care of <u>RICHARD JAMES</u> Telephone no. <u>918-968-3109</u> Located at <u>P.O. BOX 705 STROUD, OK</u> ZIP + 4 <u>74079</u>			
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 <u>N/A</u>	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 the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country <u></u>	16	Yes	No
				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20__ , 20__ , 20__ , 20__</u>		
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 the instructions)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u>20__ , 20__ , 20__ , 20__</u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If 'Yes,' did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

BAA

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)? (see 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 instructions)?

5b N/A

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?N/A ☐ Yes ☐ No

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

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

6b X

If 'Yes' to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

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 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
SEE STATEMENT 6		0.	0.	0.

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

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

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

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see 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 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 (see 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 instructions.	
3	
Total. Add lines 1 through 3	0.

BAA

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	451,470.
b Average of monthly cash balances	1b	2,704.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	454,174.
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	454,174.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	6,813.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	447,361.
6 Minimum investment return. Enter 5% of line 5	6	22,368.

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	22,368.
2a Tax on investment income for 2010 from Part VI, line 5	2a	159.
b Income tax for 2010 (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	159.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	22,209.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	22,209.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	22,209.

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	21,171.
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	21,171.
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 instructions)	5	
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	21,171.

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				22,209.
2 Undistributed income, if any, as of the end of 2010.				
a Enter amount for 2009 only			0.	
b Total for prior years: 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006	886.			
c From 2007				
d From 2008	406.			
e From 2009	699.			
f Total of lines 3a through e.	1,991.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 21,171.				
a Applied to 2009, but not more than line 2a			0.	
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				21,171.
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))	1,038.			1,038.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	953.			
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 instructions			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	953.			
10 Analysis of line 9				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008	254.			
d Excess from 2009	699.			
e Excess from 2010				

BAA

Form 990-PF (2010)

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 Paid during the year SEE STATEMENT 8				
Total			3a	21,171.
b Approved for future payment				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
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			14	298.	
4 Dividends and interest from securities			14	9,722.	
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				1,979.	-3,551.
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)				11,999.	-3,551.
13 Total. Add line 12, columns (b), (d), and (e)				13	8,448.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

2010

FEDERAL STATEMENTS

PAGE 1

RICHARD JAMES FAMILY FOUNDATION

73-1589377

STATEMENT 1
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PREP OF FORM 990	\$ 500.			
TOTAL	\$ 500.	\$ 0.	\$ 0.	\$ 0.

STATEMENT 2
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEE	\$ 1,708.	\$ 1,708.		
TOTAL	\$ 1,708.	\$ 1,708.	\$ 0.	\$ 0.

STATEMENT 3
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL INCOME TAX	\$ 68.	\$ 68.		
FOREIGN TAX PAID	64.	64.		
TOTAL	\$ 132.	\$ 132.	\$ 0.	\$ 0.

STATEMENT 4
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AMORTIZATION	\$ 180.			N/A
INVESTMENT SUBSCRIPTIONS	248.	\$ 248.		
TOTAL	\$ 428.	\$ 248.	\$ 0.	\$ 0.

STATEMENT 5
FORM 990-PF, PART II, LINE 15
OTHER ASSETS

	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
NET INTANGIBLE ASSETS	\$ 793.	
TOTAL	<u>\$ 793.</u>	<u>\$ 0.</u>

STATEMENT 6
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED</u>	<u>COMPEN- SATION</u>	<u>CONTRI- BUTION TO EBP & DC</u>	<u>EXPENSE ACCOUNT/ OTHER</u>
RICHARD JAMES P.O. BOX 705 STROUD, OK 74079	TRUSTEE 0	\$ 0.	\$ 0.	\$ 0.
PATSY JAMES P.O. BOX 705 STROUD, OK 74079	TRUSTEE 0	0.	0.	0.
JUNE ANN JONES 1203 E 30TH PLACE TULSA, OK 74114	TRUSTEE 0	0.	0.	0.
STEPHEN T. JAMES 2323 LEGENDARY LANE STILLWATER, OK 74074	TRUSTEE 0	0.	0.	0.
MARY LYNN HILL 3704 HARRIS DRIVE EDMOND, OK 73013	TRUSTEE 0	0.	0.	0.
RANDA LEA HOHWEILER 8508 GRAND VIEW DRIVE NORTH RICHLAND HILLS, TX 76180	TRUSTEE 0	0.	0.	0.
TOTAL		<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

STATEMENT 7
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:
NAME: RICHARD JAMES FAMILY FOUNDATION
CARE OF: RICHARD JAMES
STREET ADDRESS: P.O. BOX 705
CITY, STATE, ZIP CODE: STROUD, OK 74079
TELEPHONE:
FORM AND CONTENT: APPLICATIONS SHOULD BE IN WRITING, OR ORAL, AND INCLUDE THE PROGRAMS PURPOSE, GOALS, SPONSORING ORGANIZATION AND A STATEMENT THAT THE PROGRAM WILL NOT ENGAGE IN ANY ACTIVITY

STATEMENT 7 (CONTINUED)
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

SUBMISSION DEADLINES: INCONSISTENT WITH SECTION 504 (C) (3) OF THE INTERNAL
 RESTRICTIONS ON AWARDS: REVENUE CODE.
 DECEMBER 31
 RESTRICTIONS AND LIMITATIONS AS PROVIDED BY COMPLIANCE
 WITH SECTION 501 (C) (3) OF THE INTERNAL REVENUE CODE.

STATEMENT 8
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
FIRST BAPTIST CHURCH 302 W 4TH STROUD, OK 74079	NONE		LOTTIE MOON PROGRAM	\$ 5,000.
MEEKER PUBLIC SCHOOLS 214 E CARL HUBBELL MEEKER, OK 74855	NONE		TEACHER OF THE YEAR STIPEND	1,000.
STROUD PUBLIC SCHOOLS 212 W 7TH STROUD, OK 74079	NONE		TEACHER OF THE YEAR STIPEND	1,000.
AGRA PUBLIC SCHOOLS 112 MAIN ST AGRA, OK 74824	NONE		TEACHER OF THE YEAR STIPEND	1,000.
STROUD HABITAT FOR HUMANITY STROUD, OK 74079	NONE		HOUSING ASSISTANCE	1,000.
STROUD PUBLIC SCHOOLS 212 W 7TH STROUD, OK 74079	NONE		EDUCATIONAL	300.
WELLSTON PUBLIC SCHOOLS 703 BIRCH WELLSTON, OK 74881	NONE		TEACHER OF THE YEAR STIPEND	1,000.
TULANE UNIVERSITY 1555 POYDRAS ST SUITE 1000 NEW ORLEANS, LA 70112	NONE		UNRESTRICTED	500.
OKLAHOMA FOUNDATION FOR EXCELLANCE 120 N ROBINSON #1420W OKLAHOMA CITY, OK 73102	NONE		UNRESTRICTED	1,750.

STATEMENT 8 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
CARNEY PUBLIC SCHOOLS 204 S CARNEY ST CARNEY, OK 74832	NONE		TEACHER OF THE YEAR STIPEND	\$ 1,000.
OKLAHOMA HISTORY CENTER 800 NAZIH ZUHDI DR OKLAHOMA CITY, OK 73105	NONE		UNRESTRICTED	1,000.
CARNEY PUBLIC SCHOOLS 204 S CARNEY ST CARNEY, OK 74832	NONE		EDUCATIONAL MATERIALS	7.
MEEKER PUBLIC SCHOOLS 214 E CARL HUBBELL MEEKER, OK 74855	NONE		EDUCATIONAL MATERIALS	7.
WELLSTON PUBLIC SCHOOLS 703 BURCH WELLSTON, OK 74881	NONE		EDUCATIONAL MATERIALS	7.
CHANDLER PUBLIC SCHOOLS 901 S CHS CHANDLER, OK 74834	NONE		EDUCATIONAL MATERIALS	8.
AGRA PUBLIC SCHOOLS 112 MAIN ST AGRA, OK 74824	NONE		EDUCATIONAL MATERIALS	7.
PRAGUE PUBLIC SCHOOLS 15TH AND WESTLAWN PRAGUE, OK 74864	NONE		EDUCATIONAL MATERIALS	7.
DAVENPORT PUBLIC SCHOOLS 417 BROADWAY DAVENPORT, OK 74026	NONE		EDUCATIONAL MATERIALS	7.
STROUD PUBLIC SCHOOLS 212 W 7TH STROUD, OK 74079	NONE		EDUCATIONAL MATERIALS	7.
PERKINS-TRYON PUBLIC SCHOOLS 103 SW 2ND PERKINS, OK 74059	NONE		EDUCATIONAL MATERIALS	7.
WHITE ROCK PUBLIC SCHOOLS SW LINCOLN COUNTY MEEKER, OK 74855	NONE		EDUCATIONAL MATERIALS	7.
AMERICAN RED CROSS 601 NE 6TH OKLAHOMA CITY, OK 73104	NONE		EDUCATIONAL MATERIALS	250.

STATEMENT 8 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
STROUD REGIONAL MEDICAL CENTER 2308 HWY 66 WEST STROUD, OK 74079	NONE			\$ 1,000.
THE HERITAGE FOUNDATION 214 MASSACHUSETTS AVE NE WASHINGTON, DC 20002	NONE			1,000.
REGIONAL FOOD BANK 3355 S PURDUE OKLAHOMA CITY, OK 73137	NONE			200.
ST JUDE'S CHILDRENS RESEARCH HOSPITAL 262 DANNY THOMAS PLACE MEMPHIS, TN 38105	NONE			1,100.
LIONS CLUB INTERNATIONAL FOUNDATION 300 W 22ND OAKBROOK, IL 60523	NONE			200.
SAMARITANS PURSE P.O. BOX 3000 BOONE, NC 28607	NONE			1,000.
OKLAHOMA STATE UNIVERSITY FOUNDATION 400 S MONROE STILLWATER, OK 74076	NONE			1,000.
OKLAHOMA LIONS CLUB SERVICE FOUNDATION 4123 NW 10TH OKLAHOMA CITY, OK 73107	NONE			500.
CHOCTAW ROAD BAPTIST CHURCH 14971 E RENO CHOCTAW, OK 73020	NONE			300.
TOTAL \$				<u>21,171.</u>

ATTACHMENT #1 - PAGE 1

As of Date: 2/11/11

Account Number: 6671-3839
RICHARD JAMES FAMILY
FOUNDATION

Important Realized Gain/Loss Information

This information is provided for courtesy purposes only. Each individual taxpayer should consult with a tax advisor as to any additional reporting requirements or adjustments. NO COST BASIS OR REALIZED GAIN/LOSS INFORMATION IS PROVIDED TO THE IRS. NOR IS THIS INFORMATION VERIFIED OR GUARANTEED BY FIRST CLEARING, LLC TO BE ACCURATE FOR EACH TAXPAYER'S UNIQUE REPORTING REQUIREMENTS. THEREFORE, YOU SHOULD NEVER ASSUME THIS STATEMENT IS ACCURATE IN LIEU OF COMPLETING SCHEDULE D OF YOUR TAX RETURN AND CONSULTING WITH YOUR TAX ADVISOR.

Federal tax reporting requirements will create differences between the information presented here and what appears on your Form 1099-B, including but not limited to the following situations:

- * Cost basis for many fixed income tax lots has been amortized (for securities purchased at a premium) or accreted (for securities purchased at a discount), when possible, for applicable securities. For securities that were purchased at an Original Issue Discount (OID), only those positions whose cost basis has been adjusted will reflect the impacts of the OID accruals on the original cost basis. The original issue discount amount reported on your Form 1099-OID is not adjusted for market discount, acquisition premium or bond premium. Therefore, the amortization and accretion adjustments used on this statement may not be consistent with the Form 1099-OID amount because the reporting requirements on the Form 1099-OID are different.
- * The Original Price represents the unadjusted price of the security. The Original Price can be used to calculate the original unadjusted cost of the security.
- * Short sales are reportable on Form 1099-B before the position is closed.
- * Long-term capital gains reported by a RIC or REIT appear on Form 1099-DIV only, as noted in the instructions for that form.
- * Lots closed due to transfers or journals will not be reflected in the Realized Gain/Loss Statement, or on the Form 1099-B.

Realized Gain/Loss Summary		THIS YEAR GAIN	THIS YEAR LOSS	THIS YEAR NET
Short term		139.93	0.00	139.93
Long term		1,253.04	-4,944.28	-3,691.24
Total - Realized Gain/Loss		\$1,392.97	-\$4,944.28	-\$3,551.31

Realized Gain/Loss Detail for Year

Short Term	DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS
	BAXTER INTERNATIONAL INC	5.00000	44.4605	07/29/10	10/13/10	247.29	222.31	24.98
	DISNEY WALT COMPANY	35.00000	32.3994	12/21/09	10/06/10	1,177.66	1,133.98	43.68
	UNITED PARCEL SERVICE-B	12.00000	57.6056	02/04/10	07/23/10	762.54	691.27	71.27
Total - Short Term						\$2,187.49	\$2,047.56	\$139.93

Attachment #1 - Page 2
 Realized Gain/Loss

Account Number: 6671-3839
 RICHARD JAMES FAMILY
 FOUNDATION

Long Term	DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS
	AGILENT TECH INC	7.00000	35.9470	01/15/08	03/03/10	227.49	251.64	-24.15
	AMERICAN EXPRESS COMPANY	5.00000	50.8676	01/03/08	10/13/10	198.09	254.34	-56.25
	BANK NEW YORK MELLON CORP	5.00000	48.6276	01/03/08	03/03/10	143.54	243.14	-99.60
		13.00000	48.6276	01/03/08	10/13/10	351.12	632.16	-281.04
	Subtotal	18.00000				494.66	875.30	-380.64
	BERKSHIRE HATHAWAY INC SERIES B NEW	1.00000	92.7199	01/03/08	02/09/10	74.17	92.72	-18.55
		18.00000	92.7199	01/03/08	03/03/10	1,470.76	1,668.96	-198.20
		29.00000	92.7199	01/03/08	10/13/10	2,428.41	2,688.88	-260.47
	Subtotal	48.00000				3,973.34	4,450.56	-477.22
	CANADIAN NATURAL RESOURCES LTD	7.00000	75.4888	01/03/08	03/03/10	488.80	528.43	-39.63
		5.00000	40.9160	01/03/08	01/13/10	160.01	204.59	-44.58
		15.00000	40.9160	01/03/08	06/16/10	536.67	613.74	-77.07
		5.00000	36.9702	06/23/08	06/16/10	178.89	184.86	-5.97
	Subtotal	25.00000				875.57	1,003.19	-127.62
	CAREFUSION CORP	9.60000	32.4266	01/03/08	08/12/10	217.99	311.29	-93.30
		2.40000	29.2995	06/23/08	08/12/10	54.51	70.31	-15.80
	Subtotal	12.00000				272.50	381.60	-109.10
	COMCAST CORP CL A SPL NEW	80.00000	17.0800	01/03/08	02/12/10	1,159.95	1,366.40	-206.45
		65.00000	19.0400	06/23/08	02/12/10	942.46	1,237.60	-295.14
	Subtotal	145.00000				2,102.41	2,604.00	-501.59
	CONOCOP-ILLIPS	10.00000	94.9300	06/23/08	01/26/10	505.58	949.30	-443.72
		10.00000	36.4958	03/12/09	07/08/10	514.37	364.96	149.41
	Subtotal	20.00000				1,019.95	1,314.26	-294.31



ATTACHMENT #1 - PAGE 3

48,505

As of Date: 2/11/11

Account Number: 6671-3839
RICHARD JAMES FAMILY
FOUNDATION

Long Term	Continued								
DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS		
COSTCO WHSL CORP NEW COM	4.00000	68.3944	01/03/08	10/13/10	255.59	273.58	-17.99		
CVS CAREMARK CORP	5.00000	36.5300	01/03/08	03/03/10	174.29	182.65	-8.36		
	5.00000	36.5300	01/03/08	10/13/10	159.14	182.65	-23.51		
Subtotal	10.00000				333.43	365.30	-31.87		
DEVON ENERGY CORP NEW	8.00000	93.0394	01/03/08	03/03/10	565.99	744.32	-178.33		
	7.00000	93.0394	01/03/08	10/13/10	475.99	651.28	-175.29		
Subtotal	15.00000				1,041.98	1,395.60	-353.62		
DIAGEO PLC	8.00000	85.0400	01/03/08	03/03/10	522.71	680.32	-157.61		
SPONSORED ORD NEW	8.00000	92.7700	01/03/08	03/03/10	767.03	742.16	24.87		
EOG RESOURCES INC	6.00000	32.5231	02/21/08	10/13/10	288.53	195.14	93.39		
EXPRESS SCRIPTS INC CL A	2.00000	337.8090	10/16/08	01/13/10	1,169.39	675.62	493.77		
GOOGLE INC CL A	25.00000	18.5590	01/03/08	01/29/10	542.17	463.97	78.20		
H & R BLOCK INC	30.00000	21.3294	06/23/08	01/29/10	650.61	639.88	10.73		
Subtotal	55.00000				1,192.78	1,103.85	88.93		
HEWLETT-PACKARD COMPANY	10.00000	45.2616	01/15/08	10/13/10	423.10	452.62	-29.52		
	1.00000	45.5794	06/23/08	10/13/10	42.31	45.58	-3.27		
Subtotal	11.00000				465.41	498.20	-32.79		
IRON MTN INC PA	12.00000	35.7399	01/03/08	03/03/10	308.16	428.88	-120.72		
JPMORGAN CHASE & CO	14.00000	41.8372	01/03/08	03/03/10	584.21	585.72	-1.51		
	15.00000	41.8372	01/03/08	03/10/10	647.32	627.56	19.76		
	1.00000	41.8372	01/03/08	05/24/10	39.73	41.83	-2.10		
	19.00000	36.9894	06/23/08	05/24/10	754.93	702.80	52.13		
	18.00000	36.9894	06/23/08	05/26/10	706.61	665.81	40.80		

ATTACHMENT #1 - PAGE 4

Realized Gain/Loss

As of Date: 2/11/11

Account Number: 6671-3839
RICHARD JAMES FAMILY
FOUNDATION

Long Term	Continued	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS
DESCRIPTION								
Subtotal		13.00000	36.9894	06/23/08	07/27/10	530.03	480.86	49.17
MERCK & CO INC NEW		80.00000				3,262.83	3,104.58	158.25
MICROSOFT CORP		8.00000	14.8392	11/07/08	10/13/10	298.79	118.67	180.12
Subtotal		30.00000	35.1971	01/03/08	06/11/10	750.95	1,055.91	-304.96
MOODY'S CORP		13.00000	35.1971	01/03/08	10/13/10	329.93	457.56	-127.63
NEWS CORP INC-CL A		5.00000	27.9225	03/07/08	10/13/10	126.90	139.61	-12.71
Subtotal		2.00000	28.1200	06/23/08	10/13/10	50.76	56.24	-5.48
MOODY'S CORP		50.00000				1,258.54	1,709.32	-450.78
NEWS CORP INC-CL A		13.00000	34.5500	01/03/08	10/13/10	382.30	449.15	-66.85
Subtotal		49.00000	19.8772	01/03/08	03/03/10	672.76	973.99	-301.23
MOODY'S CORP		66.00000	19.8772	01/03/08	09/20/10	921.22	1,311.89	-390.67
Subtotal		50.00000	16.3500	06/23/08	09/20/10	697.91	817.50	-119.59
MOODY'S CORP		165.00000				2,291.89	3,103.38	-811.49
MOODY'S CORP		13.00000	80.1294	01/03/08	10/13/10	1,102.38	1,041.69	60.69
PHILIP MORRIS		5.00000	52.6095	01/03/08	03/03/10	249.39	263.05	-13.66
INTERNATIONAL INC		11.00000	72.8900	01/03/08	10/13/10	690.67	801.79	-111.12
PROCTER & GAMBLE CO		14.00000	22.7600	01/03/08	03/03/10	291.19	318.64	-27.45
SEALED AIR CORP NEW		17.00000	32.3032	05/28/08	03/03/10	418.19	549.16	-130.97
TEXAS INSTRUMENTS INC		10.00000	74.9100	01/03/08	12/07/10	425.00	749.10	-324.10
VULCAN MATERIALS COMPANY		5.00000	63.5094	06/23/08	12/07/10	212.51	317.55	-105.04
Subtotal		15.00000				637.51	1,066.65	-429.14
WELLS FARGO COMPANY		10.00000	28.7676	01/03/08	03/03/10	282.99	287.88	-4.89
Total - Long Term						\$27,144.49	\$30,835.73	-\$3,691.24

