ORIGINAL

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
CLEAR CHANNEL COMMUNICATIONS FOUNDATION

A Employer identification number
74-2908486

Number and street (or P.O box number if mail is not delivered to street address) Room/suite
200 EAST BASSE ROAD

B Telephone number
210-822-2828

City or town, state, and ZIP code
SAN ANTONIO, TX 78209

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 [ ]

H Check type of organization: [X] Section 501(c)(3) exempt private foundation
[ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here [ ]

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 2,357,678.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) (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))

	Line	Description	(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			N/A	
	2	Check ▶ [X] if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments	99.	99.		STATEMENT 1
	4	Dividends and interest from securities	51,766.	51,766.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	<31,246.>			
	b	Gross sales price for all assets on line 6a 708,811.				
	7	Capital gain net income (from Part IV, line 2)		0.		
	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	433.	433.		STATEMENT 3
	12	**Total.** Add lines 1 through 11	21,052.	52,298.		
Operating and Administrative Expenses	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 4	920.	0.		920.
	c	Other professional fees				
	17	Interest				
	18	Taxes STMT 5	1,128.	974.		0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 6	8,214.	8,214.		0.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	10,262.	9,188.		920.
	25	Contributions, gifts, grants paid	558,260.			558,145.
	26	**Total expenses and disbursements.** Add lines 24 and 25	568,522.	9,188.		559,065.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	<547,470.>			
	b	**Net investment income** (if negative, enter -0-)		43,110.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

RECEIVED
734 NOV 15 2011 IRS-OSC
OGDEN, UT

SCANNED DEC 07 2011

20G14

Part II Balance Sheets (Attached schedules and amounts in the description column should be for end-of-year amounts only)	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	1,427,539.	124,073.	124,073.
3 Accounts receivable ▶			
Less: allowance for doubtful accounts ▶			
4 Pledges receivable ▶			
Less: allowance for doubtful accounts ▶			
5 Grants receivable			
6 Receivables due from officers, directors, trustees, and other disqualified persons			
7 Other notes and loans receivable ▶			
Less: allowance for doubtful accounts ▶			
8 Inventories for sale or use			
9 Prepaid expenses and deferred charges			
10a Investments - U S and state government obligations			
b Investments - corporate stock STMT 7	1,244,367.	2,000,363.	2,233,605.
c Investments - corporate bonds			
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)	2,671,906.	2,124,436.	2,357,678.
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			
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 ▶ [X] **and complete lines 27 through 31.**			
27 Capital stock, trust principal, or current funds	9,536,343.	9,536,343.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	<6,864,437.>	<7,411,907.>	
30 **Total net assets or fund balances**	2,671,906.	2,124,436.	
31 **Total liabilities and net assets/fund balances**	2,671,906.	2,124,436.	

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	2,671,906.
2 Enter amount from Part I, line 27a	2	<547,470.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	2,124,436.
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	2,124,436.

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	708,811.		740,057.	<31,246.>

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				<31,246.>

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** <31,246.>

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	542,096.	2,660,780.	.203736
2008	394,187.	3,190,494.	.123550
2007	205,995.	3,818,680.	.053944
2006	149,205.	3,367,042.	.044313
2005	66,875.	3,312,573.	.020188

2	Total of line 1, column (d)	2	.445731
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	.089146
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	2,296,772.
5	Multiply line 4 by line 3	5	204,748.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	431.
7	Add lines 5 and 6	7	205,179.
8	Enter qualifying distributions from Part XII, line 4	8	559,065.

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)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b	1	431.
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	431.
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	431.
6	Credits/Payments:		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a		
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	0.
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	431.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be: **Credited to 2011 estimated tax** ▶ — **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 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. ▶ $ 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.*	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 instructions) ▶ TX			
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)? *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

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 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 ▶ DEBORAH WILLIAMS Telephone no. ▶210-822-2828

Located at ▶200 EAST BASSE ROAD, SAN ANTONIO, TX ZIP+4 ▶78209

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

			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?	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.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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)? ☐ 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 | No: 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
LOWRY MAYS 200 EAST BASSE ROAD SAN ANTONIO, TX 78209	DIRECTOR/PRESIDENT 1.00	0.	0.	0.
MARK MAYS 200 EAST BASSE ROAD SAN ANTONIO, TX 78209	DIRECTOR/VP/SECRETARY 1.00	0.	0.	0.
RANDALL MAYS 200 EAST BASSE ROAD SAN ANTONIO, TX 78209	DIRECTOR/VP/TREASURER 1.00	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)

023551
12-07-10

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.

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	744,495.
b	Average of monthly cash balances	1b	1,587,253.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	2,331,748.
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	2,331,748.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	34,976.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,296,772.
6	**Minimum investment return.** Enter 5% of line 5	6	114,839.

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	114,839.
2a	Tax on investment income for 2010 from Part VI, line 5 — 2a 431.		
b	Income tax for 2010. (This does not include the tax from Part VI.) — 2b		
c	Add lines 2a and 2b	2c	431.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	114,408.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	114,408.
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	114,408.

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	559,065.
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	559,065.
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	431.
6	***Adjusted qualifying distributions.*** Subtract line 5 from line 4	6	558,634.

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					114,408.
2 Undistributed income, if any, as of the end of 2010:					
a Enter amount for 2009 only				0.	
b Total for prior years: ______ , ______ , ______			0.		
3 Excess distributions carryover, if any, to 2010:					
a From 2005					
b From 2006					
c From 2007	16,580.				
d From 2008	235,324.				
e From 2009	409,365.				
f Total of lines 3a through e		661,269.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ $ 559,065.					
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					114,408.
e Remaining amount distributed out of corpus		444,657.			
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		1,105,926.			
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					0.
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		1,105,926.			
10 Analysis of line 9:					
a Excess from 2006					
b Excess from 2007	16,580.				
c Excess from 2008	235,324.				
d Excess from 2009	409,365.				
e Excess from 2010	444,657.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

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

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

	Tax year (a) 2010	Prior 3 years (b) 2009	(c) 2008	(d) 2007	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
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 the instructions.)

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

Check here ▶ [X] 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 instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c Any submission deadlines.

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

Part XV Supplementary Information (continued)

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

Recipient 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 8				
Total ▶ 3a				558,145.
b Approved for future payment				
NONE				
Total ▶ 3b				0.

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
	(a) Business code	(b) Amount	(c) Exclusion 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	99.	
4 Dividends and interest from securities			14	51,766.	
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			14	433.	
8 Gain or (loss) from sales of assets other than inventory			18	<31,246.>	
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.		21,052.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) ... 13 21,052.

(See worksheet in line 13 instructions 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).

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 11-10-11 | Title Treasurer

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
DANIEL M. SLATTERY	Daniel M. Slattery	11/3/11		P00839320

Firm's name ▶ SLATTERY | PERKINS P.C. — Firm's EIN ▶ 20-3823628

Firm's address ▶ 8000 W IH 10 STE 1030
SAN ANTONIO, TX 78230 — Phone no. (210) 561-2668

Form **990-PF** (2010)

023622
04-26-11

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	JP MORGAN #6118-LT GAIN/LOSS	P		
b	JP MORGAN #6628-ST GAIN/LOSS	P		
c	JP MORGAN #6628-LT GAIN/LOSS	P		
d	JP MORGAN #6629-ST GAIN/LOSS	P		
e	JP MORGAN #6629-LT GAIN/LOSS	P		
f	JP MORGAN #6630-ST GAIN/LOSS	P		
g	JP MORGAN #6630-LT GAIN/LOSS	P		
h	JP MORGAN #6631-ST GAIN/LOSS	P		
i	JP MORGAN #6631-LT GAIN/LOSS	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	107,179.		148,365.	<41,186.>
b	8,816.		10,129.	<1,313.>
c	54,388.		54,399.	<11.>
d	88,721.		75,455.	13,266.
e	152,920.		132,107.	20,813.
f	94,033.		86,530.	7,503.
g	107,266.		119,572.	<12,306.>
h	38,882.		46,963.	<8,081.>
i	56,606.		66,537.	<9,931.>
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				<41,186.>
b				<1,313.>
c				<11.>
d				13,266.
e				20,813.
f				7,503.
g				<12,306.>
h				<8,081.>
i				<9,931.>
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	<31,246.>
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

023591
05-01-10

Description	Quantity	Sale Date	Acq Date	Proceeds	Cost	STCG(L)	LTCG(L)
#56118							
LIVE NATION ENTERTAINMENT INC	6,935	4/21/2010		107,179.30	148,364.65		(41,185.35)
ACCOUNT #56118 TOTALS				**107,179.30**	**148,364.65**	-	**(41,185.35)**
#56628							
EOG RES INC	20	4/7/2010	2/11/2010	2,022.38	1,804.67	217.71	-
H & R BLOCK INC	380	8/9/2010	4/20/2010	5,612.04	6,885.25	(1,273.21)	-
H & R BLOCK INC	80	8/9/2010	4/26/2010	1,181.48	1,439.00	(257.52)	-
ACCOUNT #56628 ST GAIN/LOSS				**8,815.90**	**10,128.92**	**(1,313.02)**	
NORTHERN TRUST CORP	90	5/19/2010	9/9/2008	4,688.28	7,553.91	-	(2,865.63)
PROGRESS ENERGY INC	140	5/18/2010	1/5/2009	5,613.56	5,597.25	-	16.31
QEP RESOURCES INC	150	10/13/2010	1/29/2009	4,473.97	3,554.94	-	919.03
QUESTAR CORP	150	10/13/2010	1/29/2009	2,612.05	1,823.18	-	788.87
VALSPAR CORP	100	3/29/2010	9/5/2008	2,922.53	2,296.13	-	626.40
VALSPAR CORP	220	11/12/2010	9/5/2008	6,945.48	5,051.48	-	1,894.00
VALSPAR CORP	30	11/12/2010	9/13/2010	947.11	944.70	-	2.41
VERIZON COMMUNICATIONS	170	4/19/2010	3/26/2009	5,019.44	5,094.87	-	(75.43)
WALGREEN CO	200	1/27/2010	9/11/2008	7,255.10	7,143.00	-	112.10
ABBOTT LABORATORIES	130	2/16/2010	9/12/2008	7,088.20	7,657.47	-	(569.27)
GALLAGHER ARTHUR J & CO	280	5/27/2010	9/17/2008	6,822.54	7,682.44	-	(859.90)
ACCOUNT #56628 LT GAIN/LOSS				**54,388.26**	**54,399.37**	**-**	**(11.11)**
ACCOUNT #56628 TOTALS				**63,204.16**	**64,528.29**	**(1,313.02)**	**(11.11)**
#56629							
NUCOR CORP	127	10/28/2010	3/23/2010	4,798.81	5,900.97	(1,102.16)	-
***CHINA UNICOM HONG KONG LIMITED SPONSORED ADR (1 ADS RPSTG 10 ORD)	272	2/3/2010	7/24/2009	3,067.68	4,018.30	(950.62)	-
***CHINA UNICOM HONG KONG LIMITED SPONSORED ADR (1 ADS RPSTG 10 ORD)	161	2/3/2010	10/12/2009	1,815.80	2,294.50	(478.70)	-
NORTHERN TRUST CORP	65	1/6/2010	2/17/2009	3,350.85	3,666.63	(315.78)	-
NORTHERN TRUST CORP	37	1/6/2010	7/17/2009	1,907.41	2,145.26	(237.85)	-
***CHINA UNICOM HONG KONG LIMITED SPONSORED ADR (1 ADS RPSTG 10 ORD)	49	2/3/2010	9/29/2009	552.63	719.54	(166.91)	-
CISCO SYSTEMS INC	52	9/16/2010	10/15/2009	1,136.61	1,271.22	(134.61)	-
***CHINA UNICOM HONG KONG LIMITED SPONSORED ADR (1 ADS RPSTG 10 ORD)	78	2/3/2010	12/17/2009	879.70	1,013.18	(133.48)	-
FRONTIER OIL CORP	451	10/27/2010	6/10/2010	6,025.90	6,103.50	(77.60)	-

Description	Quantity	Sale Date	Acq Date	Proceeds	Cost	STCG(L)	LTCG(L)
FRONTIER COMMUNICATIONS CORP	8	8/25/2010	10/2/2009	58.09	66.93	(8.84)	-
EQT CORPORATION	165	5/17/2010	9/8/2009	6,772.65	6,707.10	65.55	-
THE TRAVELERS COMPANIES INC	92	5/12/2010	8/13/2009	4,591.88	4,370.69	221.19	-
WALGREEN CO	72	4/26/2010	6/2/2009	2,574.84	2,291.32	283.52	-
HARSCO CORP	33	2/11/2010	3/4/2009	944.22	642.00	302.22	-
WALGREEN CO	114	4/26/2010	5/1/2009	4,076.84	3,603.72	473.12	-
BECTON DICKINSON & CO	39	4/26/2010	5/12/2009	2,995.10	2,481.52	513.58	-
SAN JUAN BASIN ROYALTY TR-UBI	137	4/26/2010	9/11/2009	3,349.47	2,459.40	890.07	-
ENCORE ACQUISITION CO	159	3/12/2010	11/23/2009	8,241.06	7,239.40	1,001.66	-
RAYMOND JAMES FINANCIAL INC	90	4/26/2010	7/20/2009	2,796.04	1,699.11	1,096.93	-
CONTINENTAL AIRLINES INC-CL B	269	4/26/2010	11/12/2009	6,228.18	3,665.76	2,562.42	-
CONTINENTAL AIRLINES INC-CL B	283	4/26/2010	11/24/2009	6,552.33	3,740.58	2,811.75	-
MCKESSON CORP	140	3/2/2010	5/21/2009	8,641.83	5,652.69	2,989.14	-
RAYMOND JAMES FINANCIAL INC	237	4/26/2010	5/15/2009	7,362.89	3,701.82	3,661.07	-
ACCOUNT #56629 ST GAIN/LOSS				**88,720.81**	**75,455.14**	**13,265.67**	
ABBOTT LABORATORIES	83	11/19/2010	9/3/2008	3,923.88	4,841.45	-	(917.57)
ABBOTT LABORATORIES	49	11/19/2010	7/21/2009	2,316.50	2,206.77	-	109.73
TD AMERITRADE HLDG CORP	344	8/4/2010	10/31/2008	5,476.65	4,319.85	-	1,156.80
BECTON DICKINSON & CO	54	4/26/2010	9/3/2008	4,147.05	4,718.94	-	(571.89)
***CANON INC-ADR NEW REPSTG 5 SHS	130	7/8/2010	11/17/2008	5,072.97	3,890.61	-	1,182.36
CISCO SYSTEMS INC	198	9/16/2010	9/3/2008	4,327.87	4,687.80	-	(359.93)
CISCO SYSTEMS INC	39	9/16/2010	3/4/2009	852.46	611.70	-	240.76
E I DU PONT DE NEMOURS & CO	107	4/26/2010	9/3/2008	4,354.41	4,859.96	-	(505.55)
E I DU PONT DE NEMOURS & CO	34	4/26/2010	11/20/2008	1,383.64	816.72	-	566.92
E I DU PONT DE NEMOURS & CO	54	4/26/2010	3/4/2009	2,197.55	999.96	-	1,197.59
WALT DISNEY CO	59	3/11/2010	10/30/2008	1,975.08	1,462.87	-	512.21
WALT DISNEY CO	107	4/26/2010	10/30/2008	3,946.62	2,652.99	-	1,293.63
WALT DISNEY CO	46	4/26/2010	3/4/2009	1,696.68	796.08	-	900.60
ECOLAB INC	104	3/18/2010	9/3/2008	4,474.66	4,841.64	-	(366.98)
ENTERGY CORP NEW	58	10/6/2010	9/22/2009	4,430.06	4,676.45	-	(246.39)
FRONTIER COMMUNICATIONS CORP	33	8/25/2010	9/3/2008	239.65	287.82	-	(48.17)
FRONTIER COMMUNICATIONS CORP	13	8/25/2010	6/30/2009	94.41	103.21	-	(8.80)
HARSCO CORP	155	2/11/2010	12/19/2008	4,434.98	4,164.77	-	270.21
ISHARES TRUST S&P SMALLCAP 600 INDEX FUND	190	4/26/2010	9/23/2008	12,398.16	11,874.28	-	523.88
ISHARES TRUST DOW JONES U S TECHNOLOGY INDEX FUND	130	4/26/2010	9/3/2008	7,998.16	6,983.00	-	1,015.16

Description	Quantity	Sale Date	Acq Date	Proceeds	Cost	STCG(L)	LTCG(L)
ISHARES TRUST DOW JONES U S TECHNOLOGY INDEX FUND	206	4/26/2010	10/9/2008	12,674.01	8,281.78	-	4,392.23
NEWS CORPORATION CLASS A	580	12/3/2010	10/7/2009	8,212.54	6,809.20	-	1,403.34
OLIN CORP NEW	296	10/29/2010	6/5/2009	5,896.58	4,051.17	-	1,845.41
PEPSICO INC	69	4/26/2010	9/3/2008	4,456.81	4,770.48	-	(313 67)
STARBUCKS CORP	169	12/2/2010	9/3/2008	5,480.78	2,724.15	-	2,756.63
CHARLES SCHWAB CORP NEW	225	4/1/2010	3/30/2009	4,152.37	3,331.75	-	820.62
SAN JUAN BASIN ROYALTY TR-UBI	259	4/26/2010	10/7/2008	6,332.21	9,209.50	-	(2,877.29)
ST JUDE MEDICAL INC	100	6/1/2010	2/5/2009	3,634.94	3,739.77	-	(104.83)
***TELEFONICA SA SPONSORED ADR	64	9/3/2010	9/3/2008	4,431.65	4,839.32	-	(407.67)
***TELEFONICA SA SPONSORED ADR	12	9/3/2010	10/31/2008	830.93	674.88	-	156.05
***TELEFONICA SA SPONSORED ADR	18	9/3/2010	5/20/2009	1,246.41	1,116.65	-	129.76
WILLIAMS SONOMA INC	202	2/9/2010	12/8/2008	3,906.78	1,805.00	-	2,101.78
WILLIAMS SONOMA INC	245	3/23/2010	12/8/2008	6,518.03	2,189.24	-	4,328.79
SELECT SCTOR SPDR TR SBI UTILS SELECT INDEX	48	4/26/2010	9/30/2008	1,465.65	1,572.11	-	(106.46)
SELECT SCTOR SPDR TR SBI UTILS SELECT INDEX	232	4/26/2010	11/20/2008	7,083.95	6,374.12	-	709.83
SELECT SCTOR SPDR TR SBI UTILS SELECT INDEX	28	4/26/2010	12/2/2008	854.96	821.40	-	33.56
ACCOUNT #56629 LT GAIN/LOSS				**152,920.04**	**132,107.39**	**-**	**20,812.65**
ACCOUNT #56629 TOTALS				**241,640.85**	**207,562.53**	**13,265.67**	**20,812.65**
#56630							
CISCO SYSTEMS INC	135	11/16/2010	4/23/2010	2,641.52	3,708.33	(1,066.81)	-
VISA INC CL A COMMON STOCK	40	5/25/2010	4/23/2010	2,905.72	3,854.60	(948.88)	-
STRYKER CORP	70	11/1/2010	4/26/2010	3,454.77	4,160.40	(705.63)	-
SEI INVESTMENTS CO	120	7/23/2010	4/27/2010	2,385.81	2,925.96	(540.15)	-
DOLBY LABORATORIES INC CL A	50	8/24/2010	4/23/2010	2,672.18	3,067.04	(394.86)	-
CHARLES SCHWAB CORP NEW	100	6/15/2010	4/27/2010	1,576.16	1,946.00	(369.84)	-
ROCKWELL COLLINS INC	40	12/3/2010	4/23/2010	2,311.85	2,678.66	(366.81)	-
C R BARD INC	30	7/2/2010	4/23/2010	2,282.43	2,595.90	(313.47)	-
VISA INC CL A COMMON STOCK	15	5/25/2010	3/25/2010	1,089.64	1,388.77	(299.13)	-
BAXTER INTERNATIONAL INC	20	4/23/2010	1/19/2010	984.29	1,242.52	(258.23)	-
BAXTER INTERNATIONAL INC	25	4/23/2010	9/11/2009	1,230.37	1,423.61	(193.24)	-
QUALCOMM INC	20	2/8/2010	7/23/2009	755.37	942.70	(187.33)	-
NORTHERN TRUST CORP	20	6/24/2010	4/26/2010	953.98	1,141.00	(187.02)	-
ROCKWELL COLLINS INC	25	12/3/2010	4/16/2010	1,444.91	1,626.86	(181.95)	-
MONSANTO CO NEW	20	5/7/2010	4/26/2010	1,170.54	1,331.00	(160.46)	-
ROCKWELL COLLINS INC	25	9/14/2010	4/7/2010	1,443.56	1,579.73	(136.17)	-
COLGATE PALMOLIVE CO	35	10/28/2010	6/7/2010	2,616.20	2,752.03	(135.83)	-

Description	Quantity	Sale Date	Acq Date	Proceeds	Cost	STCG(L)	LTCG(L)
VISA INC CL A COMMON STOCK	7	5/25/2010	3/8/2010	508.50	639.71	(131.21)	-
COLGATE PALMOLIVE CO	25	10/28/2010	6/9/2010	1,868.72	1,991.24	(122.52)	-
VISA INC CL A COMMON STOCK	8	5/14/2010	3/8/2010	621.99	731.10	(109.11)	-
VISA INC CL A COMMON STOCK	15	5/14/2010	2/8/2010	1,166.23	1,269.83	(103.60)	-
BAXTER INTERNATIONAL INC	10	4/22/2010	9/11/2009	497.90	569.45	(71.55)	-
GEN PROBE INC NEW	45	10/14/2010	4/26/2010	2,107.55	2,173.13	(65.58)	-
ROCKWELL COLLINS INC	10	12/3/2010	4/7/2010	577.96	631.89	(53.93)	-
ST JUDE MEDICAL INC	30	1/20/2010	6/17/2009	1,147.61	1,199.85	(52.24)	-
DOLBY LABORATORIES INC CL A	15	8/10/2010	4/23/2010	907.19	920.11	(12.92)	-
GEN PROBE INC NEW	10	10/5/2010	4/26/2010	481.87	482.92	(1.05)	-
BAXTER INTERNATIONAL INC	35	4/22/2010	6/17/2009	1,742.65	1,739.21	3.44	-
ST JUDE MEDICAL INC	25	1/20/2010	2/5/2009	956.34	928.82	27.52	-
ST JUDE MEDICAL INC	35	1/19/2010	2/5/2009	1,342.76	1,300.34	42.42	-
TARGET CORP	5	12/21/2010	12/21/2009	294.38	248.04	46.34	-
STATE STREET CORP	30	4/6/2010	5/19/2009	1,374.02	1,298.36	75.66	-
EXPEDITORS INTERNATIONAL OF WASHINGTON INC	5	12/9/2010	2/23/2010	279.16	186.59	92.57	-
TARGET CORP	40	7/23/2010	12/15/2009	2,034.56	1,918.96	115.60	-
***NESTLE SA-SPONSORED ADR REPSTG REGD ORD (SF 10 PAR)	35	3/29/2010	2/8/2010	1,754.96	1,627.45	127.51	-
DOLBY LABORATORIES INC CL A	10	7/1/2010	8/14/2009	613.92	400.84	213.08	-
DOLBY LABORATORIES INC CL A	10	8/3/2010	9/2/2009	624.89	374.87	250.02	-
ALLERGAN INC	25	11/3/2010	1/20/2010	1,802.78	1,534.08	268.70	-
DOLBY LABORATORIES INC CL A	15	8/10/2010	11/4/2009	907.19	630.55	276.64	-
***SABMILLER PLC SPONSORED ADR	75	10/22/2010	5/24/2010	2,383.72	2,076.01	307.71	-
PRICELINE COM INC COM NEW	4	8/26/2010	1/21/2010	1,152.04	836.87	315.17	-
DOLBY LABORATORIES INC CL A	20	8/3/2010	11/4/2009	1,249.77	840.74	409.03	-
DOLBY LABORATORIES INC CL A	15	5/14/2010	6/26/2009	973.20	558.43	414.77	-
PRICELINE COM INC COM NEW	5	8/26/2010	2/1/2010	1,440.05	1,015.50	424.55	-
NETAPP INC	40	8/24/2010	10/8/2009	1,573.39	1,104.85	468.54	-
DOLBY LABORATORIES INC CL A	20	7/1/2010	9/2/2009	1,227.85	749.74	478.11	-
PRICELINE COM INC COM NEW	6	8/6/2010	1/21/2010	1,738.64	1,255.30	483.34	-
AMAZON.COM INC	8	11/10/2010	7/2/2010	1,365.91	874.30	491.61	-
EXPEDITORS INTERNATIONAL OF WASHINGTON INC	30	12/9/2010	2/26/2010	1,674.98	1,110.75	564.23	-
AMAZON.COM INC	12	10/28/2010	7/2/2010	1,974.43	1,311.46	662 97	-
DOLBY LABORATORIES INC CL A	30	5/14/2010	8/14/2009	1,946.39	1,202.52	743.87	-
EXPEDITORS INTERNATIONAL OF WASHINGTON INC	70	10/19/2010	2/23/2010	3,369.29	2,612.32	756.97	-
AMAZON.COM INC	15	11/3/2010	7/2/2010	2,437.34	1,639.32	798.02	-
F5 NETWORKS INC	12	12/3/2010	4/23/2010	1,669.90	870.35	799.55	-

Description	Quantity	Sale Date	Acq Date	Proceeds	Cost	STCG(L)	LTCG(L)
DOLBY LABORATORIES INC CL A	35	5/3/2010	6/26/2009	2,382.22	1,303.00	1,079.22	-
AMAZON.COM INC	20	11/10/2010	7/23/2010	3,414.78	2,207.01	1,207.77	-
F5 NETWORKS INC	30	10/27/2010	4/23/2010	3,521.57	2,175.88	1,345.69	-
COGNIZANT TECHNOLOGY SOLUTIONS CORP-CL A	60	3/8/2010	5/5/2009	3,005 26	1,623.47	1,381.79	-
ACCOUNT #56630 ST GAIN/LOSS				**94,033.16**	**86,530.27**	**7,502.89**	
C R BARD INC	20	5/7/2010	9/2/2008	1,643.90	1,907.64	-	(263.74)
C R BARD INC	10	6/28/2010	9/2/2008	785.87	953.82	-	(167.95)
C R BARD INC	30	6/28/2010	9/9/2008	2,357.59	2,919.78	-	(562.19)
C R BARD INC	5	7/2/2010	9/9/2008	380.41	486.63	-	(106.22)
C R BARD INC	10	7/2/2010	10/21/2008	760.81	818.23	-	(57.42)
CISCO SYSTEMS INC	160	11/16/2010	9/8/2008	3,130.70	3,697.75	-	(567.05)
CISCO SYSTEMS INC	65	11/16/2010	3/26/2009	1,271.84	1,118.94	-	152.90
CISCO SYSTEMS INC	90	11/16/2010	8/13/2009	1,761.02	1,951.94	-	(190.92)
COGNIZANT TECHNOLOGY SOLUTIONS CORP-CL A	20	8/24/2010	5/5/2009	1,149.98	541.15	-	608.83
COGNIZANT TECHNOLOGY SOLUTIONS CORP-CL A	10	8/24/2010	5/15/2009	574.99	260.28	-	314.71
COGNIZANT TECHNOLOGY SOLUTIONS CORP-CL A	30	11/3/2010	5/15/2009	1,920.14	780.84	-	1,139.30
CVS CAREMARK CORPORATION	30	1/21/2010	9/10/2008	987.84	1,100.80	-	(112.96)
GEN PROBE INC NEW	20	9/10/2010	9/2/2008	917.93	1,212.20	-	(294.27)
GEN PROBE INC NEW	35	9/15/2010	9/2/2008	1,650.80	2,121.34	-	(470.54)
GEN PROBE INC NEW	10	9/23/2010	9/2/2008	477.53	606.10	-	(128.57)
GEN PROBE INC NEW	30	9/23/2010	9/8/2008	1,432.59	1,710.64	-	(278.05)
GEN PROBE INC NEW	40	10/5/2010	9/8/2008	1,927.48	2,280.86	-	(353.38)
INTUITIVE SURGICAL INC NEW	2	4/16/2010	10/29/2008	726.58	342.73	-	383.85
INTUITIVE SURGICAL INC NEW	12	4/16/2010	1/8/2009	4,359.47	1,327.61	-	3,031.86
MONSANTO CO NEW	30	4/8/2010	9/2/2008	2,053.37	3,275.10	-	(1,221.73)
MONSANTO CO NEW	20	4/15/2010	9/2/2008	1,322.08	2,183.40	-	(861.32)
MONSANTO CO NEW	30	4/15/2010	9/8/2008	1,983.13	3,210.86	-	(1,227.73)
MONSANTO CO NEW	30	5/7/2010	9/8/2008	1,755.82	3,210.86	-	(1,455.04)
MONSANTO CO NEW	15	5/7/2010	10/3/2008	877.91	1,340.25	-	(462.34)
***NESTLE SA-SPONSORED ADR REPSTG REGD ORD (SF 10 PAR)	60	1/6/2010	9/2/2008	2,845.94	2,669.40	-	176.54
***NESTLE SA-SPONSORED ADR REPSTG REGD ORD (SF 10 PAR)	50	1/6/2010	9/9/2008	2,371.62	2,215.71	-	155.91
***NESTLE SA-SPONSORED ADR REPSTG REGD ORD (SF 10 PAR)	20	3/19/2010	9/9/2008	1,003.42	886.29	-	117.13
***NESTLE SA-SPONSORED ADR REPSTG REGD ORD (SF 10 PAR)	25	3/19/2010	10/14/2008	1,254.27	994.66	-	259.61

Description	Quantity	Sale Date	Acq Date	Proceeds	Cost	STCG(L)	LTCG(L)
***NESTLE SA-SPONSORED ADR REPSTG REGD ORD (SF 10 PAR)	10	3/29/2010	10/14/2008	501.42	397.87	-	103.55.
NETAPP INC	40	11/24/2010	10/8/2009	2,025.15	1,104.85	-	920.30
NORTHERN TRUST CORP	15	6/24/2010	10/14/2008	715.48	958.58	-	(243.10)
NORTHERN TRUST CORP	25	6/24/2010	4/28/2009	1,192.47	1,301.37	-	(108.90)
***NOVO NORDISK A/S-ADR REPSTG 1/2 CL B SH	15	5/20/2010	9/9/2008	1,118.22	791.92	-	326.30
***NOVO NORDISK A/S-ADR REPSTG 1/2 CL B SH	35	5/28/2010	9/9/2008	2,687.91	1,847.81	-	840.10
***NOVO NORDISK A/S-ADR REPSTG 1/2 CL B SH	10	5/28/2010	10/14/2008	767.98	516.57	-	251.41
PHARMACEUTICAL PRODUCT DEVELOPMENT INC	40	2/10/2010	12/19/2008	839.83	1,151.73	-	(311.90)
PHARMACEUTICAL PRODUCT DEVELOPMENT INC	55	2/10/2010	1/16/2009	1,154.77	1,420.81	-	(266.04)
QUALCOMM INC	50	2/8/2010	9/2/2008	1,888.43	2,658.50	-	(770.07)
QUALCOMM INC	50	2/8/2010	9/8/2008	1,888.43	2,340.00	-	(451.57)
QUALCOMM INC	30	2/8/2010	10/14/2008	1,133.06	1,256.89	-	(123.83)
CHARLES SCHWAB CORP NEW	50	4/6/2010	10/13/2008	936.03	1,060.86	-	(124.83)
CHARLES SCHWAB CORP NEW	20	6/7/2010	10/13/2008	323.63	424.35	-	(100.72)
CHARLES SCHWAB CORP NEW	100	6/7/2010	10/14/2008	1,618.13	2,159.72	-	(541.59)
CHARLES SCHWAB CORP NEW	40	6/7/2010	11/4/2008	647.25	820.51	-	(173.26)
CHARLES SCHWAB CORP NEW	5	6/15/2010	11/4/2008	78.81	102.56	-	(23.75)
CHARLES SCHWAB CORP NEW	70	6/15/2010	3/26/2009	1,103.31	1,105.10	-	(1.79)
SEI INVESTMENTS CO	110	3/29/2010	9/2/2008	2,358.86	2,686.98	-	(328.12)
SEI INVESTMENTS CO	65	4/28/2010	9/2/2008	1,467.58	1,587.76	-	(120.18)
SEI INVESTMENTS CO	10	6/4/2010	9/2/2008	210.12	244.27	-	(34.15)
SEI INVESTMENTS CO	40	6/4/2010	9/8/2008	840.46	956.84	-	(116.38)
SEI INVESTMENTS CO	160	7/23/2010	9/8/2008	3,181.09	3,827.34	-	(646.25)
STRYKER CORP	30	5/7/2010	9/2/2008	1,614.67	2,066.76	-	(452.09)
STRYKER CORP	45	7/22/2010	9/2/2008	2,104.31	3,100.13	-	(995.82)
STRYKER CORP	10	7/22/2010	9/3/2008	467.63	677.94	-	(210.31)
STRYKER CORP	60	10/29/2010	9/3/2008	2,953.96	4,067.63	-	(1,113.67)
TARGET CORP	25	12/21/2010	12/15/2009	1,471.91	1,199.35	-	272.56
VISA INC CL A COMMON STOCK	22	5/14/2010	10/30/2008	1,710.48	1,191.70	-	518.78
VISA INC CL A COMMON STOCK	20	5/14/2010	2/4/2009	1,554.98	1,074.37	-	480.61
VARIAN MEDICAL SYSTEMS INC	30	5/7/2010	9/30/2008	1,527.18	1,721.82	-	(194.64)
VARIAN MEDICAL SYSTEMS INC	30	12/7/2010	9/30/2008	2,038.07	1,721.82	-	316.25
VARIAN MEDICAL SYSTEMS INC	5	12/7/2010	10/14/2008	339.68	222.44	-	117.24
VARIAN MEDICAL SYSTEMS INC	20	12/9/2010	10/14/2008	1,333.06	889.75	-	443.31
VARIAN MEDICAL SYSTEMS INC	5	12/9/2010	10/24/2008	333.26	208.13	-	125.13
VARIAN MEDICAL SYSTEMS INC	15	12/22/2010	10/24/2008	1,045.94	624.37	-	421.57
VARIAN MEDICAL SYSTEMS INC	10	12/22/2010	7/30/2009	697.30	348.07	-	349.23

Description	Quantity	Sale Date	Acq Date	Proceeds	Cost	STCG(L)	LTCG(L)
WESTERN UNION CO	125	2/8/2010	9/2/2008	2,040.37	3,508.75	-	(1,468.38)
WESTERN UNION CO	80	2/8/2010	9/8/2008	1,305.84	2,185.22	-	(879.38)
WESTERN UNION CO	45	2/9/2010	9/8/2008	720.54	1,229.18	-	(508.64)
WESTERN UNION CO	55	2/9/2010	10/14/2008	880.66	1,187.84	-	(307.18)
WESTERN UNION CO	75	2/9/2010	2/5/2009	1,200.89	915.50	-	285.39
GENZYME CORPORATION	90	3/25/2010	9/2/2008	4,647.57	7,191.42	-	(2,543.85)
GENZYME CORPORATION	95	4/7/2010	9/8/2008	4,914.21	7,390.40	-	(2,476.19)
ACCOUNT #56630 LT GAIN/LOSS				**107,265.96**	**119,571.59**	**-**	**(12,305.63)**
ACCOUNT #56630 TOTALS				**201,299.12**	**206,101.86**	**7,502.89**	**(12,305.63)**
#56631							
***NATIONAL BK OF GREECE S A SPONSORED ADR	300	4/27/2010	9/29/2009	815.98	2,184.87	(1,368.89)	-
***CENTRAL EUROPEAN MEDIA ENTERPRISES LTD-CL A	65	8/5/2010	4/27/2010	1,498.53	2,449.25	(950.72)	-
***TENARIS SA SPONSORED ADR	50	6/8/2010	1/14/2010	1,723.57	2,385.17	(661.60)	-
***NATIONAL BK OF GREECE S A SPONSORED ADR	300	3/10/2010	8/5/2009	1,289.98	1,838.91	(548.93)	-
***ARCELORMITTAL SA LUXEMBOURG NEW NY REGISTRY SHARES ADR	50	7/13/2010	10/15/2009	1,499.45	2,027.85	(528.40)	-
***ARCELORMITTAL SA LUXEMBOURG NEW NY REGISTRY SHARES ADR	50	7/27/2010	4/27/2010	1,595.04	2,093.50	(498.46)	-
***BANCO SANTANDER S A ADR	200	5/28/2010	4/27/2010	2,048.36	2,530.00	(481.64)	-
***NATIONAL BK OF GREECE S A SPONSORED ADR	200	4/27/2010	12/15/2009	543.90	1,021.22	(477.32)	-
***RIO TINTO PLC SPONSORED ADR	40	5/7/2010	4/27/2010	1,820.75	2,249.50	(428.75)	-
***TENARIS SA SPONSORED ADR	50	6/8/2010	4/27/2010	1,723.57	2,068.00	(344.43)	-
***RWE AG-SPONSORED ADR REPSTG ORD DM 50 PAR	25	10/14/2010	4/27/2010	1,717.72	2,040.00	(322.28)	-
***ARCELORMITTAL SA LUXEMBOURG NEW NY REGISTRY SHARES ADR	55	7/27/2010	2/10/2010	1,754.54	2,045.36	(290.82)	-
***NIDEC CORP SPONSORED ADR	85	9/15/2010	4/22/2010	1,905.83	2,165.44	(259.61)	-
***INTESA SANPAOLO SPA SPONSORED ADR REPSTG ORD SHS	75	3/10/2010	9/9/2009	1,722.34	1,972.16	(249.82)	-
***STATOIL ASA SPONSORED ADR	50	11/22/2010	4/27/2010	1,020.73	1,244.00	(223.27)	-
***ETABLISSEMENTS DELHAIZE FRERES ET CIE LE LION S A SPONSORED ADR	20	10/12/2010	7/13/2010	1,372.45	1,583.75	(211.30)	-
***AXA UNSPONSORED ADR	50	12/15/2010	4/27/2010	845.59	1,050.00	(204.41)	-
***NIDEC CORP SPONSORED ADR	50	9/15/2010	4/27/2010	1,121.07	1,322.38	(201.31)	-
***ETABLISSEMENTS DELHAIZE FRERES ET CIE LE LION S A SPONSORED ADR	15	10/12/2010	7/14/2010	1,029.33	1,198.50	(169.17)	-

Description	Quantity	Sale Date	Acq Date	Proceeds	Cost	STCG(L)	LTCG(L)
***MITSUBISHI UFJ FINL GROUP INC SPONSORED ADR	200	10/14/2010	4/27/2010	953.88	1,080.30	(126.42)	-
***TENARIS SA SPONSORED ADR	60	6/8/2010	9/23/2009	2,068.29	2,189.90	(121.61)	-
***BANCO SANTANDER S A ADR	100	5/28/2010	6/9/2009	1,024.18	1,104.84	(80.66)	-
***STERLITE INDUSTRIES INDIA LIMITED ADR	60	6/8/2010	8/26/2009	766.51	840.85	(74.34)	-
***ARCELORMITTAL SA LUXEMBOURG NEW NY REGISTRY SHARES ADR	5	7/27/2010	10/15/2009	159.50	202.79	(43.29)	-
***MTN GROUP LTD SPONS ADR	100	2/10/2010	5/5/2009	1,406.37	1,432.00	(25.63)	-
***MTN GROUP LTD SPONS ADR	25	2/11/2010	5/5/2009	347.72	358.00	(10.28)	-
***HONDA MOTOR CO LTD-ADR NEW	25	11/8/2010	2/11/2010	905.11	853.64	51.47	-
***BOC HONG KONG HOLDINGS LIMITED SPONSORED ADR 1:20	10	12/13/2010	4/27/2010	658.82	497.00	161.82	-
***INTESA SANPAOLO SPA SPONSORED ADR REPSTG ORD SHS	75	3/10/2010	5/13/2009	1,722.35	1,451.25	271.10	-
***RIO TINTO PLC SPONSORED ADR	40	5/7/2010	8/17/2009	1,820.76	1,482.46	338.30	-
ACCOUNT #56631 ST GAIN/LOSS				38,882.22	46,962.89	(8,080.67)	
***AXA UNSPONSORED ADR	175	12/15/2010	9/2/2008	2,959.55	5,797.00	-	(2,837.45)
***BOC HONG KONG HOLDINGS LIMITED SPONSORED ADR 1:20	65	12/13/2010	9/2/2008	4,282.40	2,969.25	-	1,313.15
***BOC HONG KONG HOLDINGS LIMITED SPONSORED ADR 1:20	25	12/13/2010	9/9/2009	1,647.08	1,088.50	-	558.58
***CENTRAL EUROPEAN MEDIA ENTERPRISES LTD-CL A	60	8/5/2010	4/14/2009	1,383.25	1,017.86	-	365.39
***DIAGEO PLC-SPONSORED ADR NEW REPSTG 4 ORD SHS	10	9/27/2010	9/2/2008	696.06	748.20	-	(52.14)
***DIAGEO PLC-SPONSORED ADR NEW REPSTG 4 ORD SHS	25	9/27/2010	9/12/2008	1,740.14	1,870.83	-	(130.69)
***E ON AG SPONSORED ADR	75	9/15/2010	9/2/2008	2,178.71	4,282.50	-	(2,103.79)
***FOMENTO ECONOMICO MEXICANO SAB DE CV SPON ADR(NEW)-1 UNIT & 2 SER D-B SHS & 2 SER D-L SH	25	1/13/2010	9/2/2008	1,085.18	1,148.00	-	(62.82)
***FRANCE TELECOM SPONSORED ADR	100	1/13/2010	9/2/2008	2,522.39	2,946.00	-	(423.61)
***HONDA MOTOR CO LTD-ADR NEW	100	11/8/2010	9/2/2008	3,620.44	3,153.00	-	467.44
***MITSUI & CO LTD-ADR	5	8/12/2010	3/27/2009	1,338.73	1,090.00	-	248.73
***MITSUI & CO LTD-ADR	10	8/12/2010	6/29/2009	2,677.45	2,425.71	-	251.74
***MITSUBISHI UFJ FINL GROUP INC SPONSORED ADR	650	10/14/2010	9/2/2008	3,100.13	4,868.50	-	(1,768.37)

Description	Quantity	Sale Date	Acq Date	Proceeds	Cost	STCG(L)	LTCG(L)
***NATIONAL GRID PLC NEW SPONSORED ADR	25	2/10/2010	9/2/2008	1,218.73	1,630.50	-	(411.77)
***NATIONAL GRID PLC NEW SPONSORED ADR	25	2/10/2010	1/13/2009	1,218.73	1,219.95	-	(1.22)
***NESTLE SA-SPONSORED ADR REPSTG REGD ORD (SF 10 PAR)	40	11/10/2010	9/2/2008	2,242.96	1,766.86	-	476.10
***NOVARTIS AG AMERICAN DEPOSITARY SHARES	70	12/15/2010	9/2/2008	4,111.84	3,836.96	-	274.88
***RWE AG-SPONSORED ADR REPSTG ORD DM 50 PAR	50	10/14/2010	9/2/2008	3,435.43	5,272.00	-	(1,836.57)
***STERLITE INDUSTRIES INDIA LIMITED ADR	75	6/8/2010	5/6/2009	958.14	712.70	-	245.44
***BANCO SANTANDER S A ADR	450	5/28/2010	9/2/2008	4,608.32	7,665.00	-	(3,056.68)
***STATOIL ASA SPONSORED ADR	75	11/22/2010	9/2/2008	1,531.10	2,086.50	-	(555.40)
***TELEFONICA SA SPONSORED ADR	40	11/10/2010	9/2/2008	3,001.52	2,979.60	-	21.92
***TOYOTA MOTOR CORP-ADR NEW REPSTG 2 COM	40	2/10/2010	9/2/2008	3,023.89	3,563.80	-	(539.91)
***TOTAL S.A. 1 ADR REPRESENTING 1 ORD SHS	35	3/10/2010	9/2/2008	2,023.45	2,397.50	-	(374.05)
ACCOUNT #56631 LT GAIN/LOSS				**56,605.62**	**66,536.72**	**-**	**(9,931.10)**
ACCOUNT #56631 TOTALS				**95,487.84**	**113,499.61**	**(8,080.67)**	**(9,931.10)**
GRAND TOTALS				**708,811.27**	**740,056.94**	**11,374.87**	**(42,620.54)**

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

SOURCE	AMOUNT
JP MORGAN #6118	99.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	99.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
JP MORGAN #6628	7,539.	0.	7,539.
JP MORGAN #6629	7,827.	0.	7,827.
JP MORGAN #6630	2,084.	0.	2,084.
JP MORGAN #6631	7,465.	0.	7,465.
JP MORGAN #6919	21,886.	0.	21,886.
JP MORGAN #6922	725.	0.	725.
JP MORGAN #6923	4,240.	0.	4,240.
TOTAL TO FM 990-PF, PART I, LN 4	51,766.	0.	51,766.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
JP MORGAN #6629 - ROYALTY PAYMENTS	227.	227.	
JP MORGAN #6631 - SUBSTITUTE PAYMENT	206.	206.	
TOTAL TO FORM 990-PF, PART I, LINE 11	433.	433.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION	920.	0.		920.
TO FORM 990-PF, PG 1, LN 16B	920.	0.		920.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX	974.	974.		0.
2009 FORM 990-PF TAXES	154.	0.		0.
TO FORM 990-PF, PG 1, LN 18	1,128.	974.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BROKERAGE FEES	8,116.	8,116.		0.
ADR FEES	98.	98.		0.
TO FORM 990-PF, PG 1, LN 23	8,214.	8,214.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
LYV STOCK	0.	0.
CRAWFORD MANAGED ACCOUNT	283,266.	309,211.
DSM MANAGED ACCOUNT	301,584.	362,980.
EAGLE GLOBAL MANAGED ACCOUNT	300,975.	329,534.
STMM MANAGED ACCOUNT	387,682.	478,156.
ALTERNATIVE INVESTMENTS ACCOUNT	104,176.	118,242.

FIXED INCOME ACCOUNT	521,949.	517,698.
ABERDEEN ACCOUNT	100,731.	117,784.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,000,363.	2,233,605.

FORM 990-PF — GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR — STATEMENT 8

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
AIDS/LIFE CYCLE L.A. GAY & LESBIAN CENTER LOS ANGELES, CA 90084	N/A GENERAL	PUBLIC	1,000.
ALAMO AREA FIRE AND POLICE MEMORIAL P.O. BOX 65095 SAN ANTONIO, TX 78265	N/A GENERAL	PUBLIC	1,600.
ALAMO HEIGHTS JUNIOR SCHOOL PTO 7101 BROADWAY SAN ANTONIO, TX 78209	N/A GENERAL	PUBLIC	2,500.
BATTLE OF FLOWERS ASSOCIATION P.O. BOX 6432 SAN ANTONIO, TX 78209	N/A GENERAL	PUBLIC	3,000.
CHILD GUIDANCE CENTER OF SAN ANTONIO 8535 TOM SLICK ROAD SAN ANTONIO, TX 78229	N/A GENERAL	PUBLIC	5,000.
CITIZENSHIP EDUCATION FUND 5 HANOVER SQUARE NEW YORK, NY 10004	N/A GENERAL	PUBLIC	25,000.
FAMILY SERVICE ASSOCIATION 230 PEREIDA SAN ANTONIO, TX 78210	N/A GENERAL	PUBLIC	11,000.

HAVEN FOR HOPE 1 HAVEN FOR HOPE WAY SAN ANTONIO, TX 78207	N/A GENERAL	PUBLIC	100,000.
JUNIOR LEAGUE 819 AUGUSTA SAN ANTONIO, TX 78215	N/A GENERAL	PUBLIC	5,000.
JUVENILE DIABETES RESEARCH FOUNDATION 26 BROADWAY, 14TH FLOOR NEW YORK, NY 10004	N/A GENERAL	PUBLIC	15,000.
LIBRARY OF AMERICAN BROADCASTING FOUNDATION 2909 ARGYLE DRIVE ALEXANDRIA, VA 22305	N/A GENERAL	PUBLIC	10,000.
LULAC 2000 L STREET, NW, SUITE 610 WASHINGTON, DC 20036	N/A GENERAL	PUBLIC	20,000.
NATIONAL ASSOCIATION OF BROADCASTERS EDUCATION FOUNDATION - 1771 N STREET NW WASHINGTON, DC 20036	N/A GENERAL	PUBLIC	10,000.
SAN ANTONIO CAN ACADEMY 502 E. SOUTHCROSS AVENUE SAN ANTONIO, TX 78214	N/A GENERAL	PUBLIC	25,000.
TEACH FOR AMERICA 315 WEST 36TH ST, 7TH FLOOR NEW YORK, NY 10018	N/A GENERAL	PUBLIC	35,000.
UNITED WAY BEXAR COUNTY 700 S. ALAMO SAN ANTONIO, TX 78205	N/A GENERAL	PUBLIC	116,085.
USO PO BOX 96322 WASHINGTON, DC 20090	N/A GENERAL	PUBLIC	15,000.

YMCA GREATER SAN ANTONIO 3233 N. ST. MARY'S SAN ANTONIO, TX 78212	N/A GENERAL	PUBLIC	10,000.
ALAMO HEIGHTS ISD 7101 BROADWAY SAN ANTONIO, TX 78209	N/A GENERAL	PUBLIC	100.
ALAMO AREA COUNCIL 2226 NW MILITARY SAN ANTONIO, TX 78213	N/A GENERAL	PUBLIC	25,000.
AUTISM COMMUNITY NETWORK 701 S ZARZAMORA ST SAN ANTONIO, TX 78207	N/A GENERAL	PUBLIC	1,500.
BROADCASTERS FOUNDATION OF AMERICA 7 LINCOLN AVE GREENWICH, CT 06830	N/A GENERAL	PUBLIC	32,500.
BOY SCOUTS 2527 WARNER CIR SAN ANTONIO, TX 78236	N/A GENERAL	PUBLIC	500.
CATHOLIC TELEVISION OF SAN ANTONIO 2718 W WOODLAWN AVE SAN ANTONIO, TX 78228	N/A GENERAL	PUBLIC	2,500.
CIBOLO NATURE CENTER P.O. BOX 9 BOERNE, TX 78006	N/A GENERAL	PUBLIC	2,500.
CITY OF SAN ANTONIO DISTRICT 7 CITY HALL 4TH FLR SAN ANTONIO, TX 78205	N/A GENERAL	PUBLIC	1,000.
GIRL SCOUTS P.O. BOX 790339 SAN ANTONIO, TX 78279	N/A GENERAL	PUBLIC	2,500.

MARCH OF DIMES 1776 PEACHTREE ST NW #100 ATLANTA, GA 30309	N/A GENERAL	PUBLIC	6,500.
MCALLISTER PARK LITTLE LEAGUE 2422 KARAT DR SAN ANTONIO, TX 78232	N/A GENERAL	PUBLIC	500.
NAACP 908 SILVERNAIL RD PEWAUKEE, WI 53072	N/A GENERAL	PUBLIC	2,000.
NATIONAL RADIO HALL OF FAME 676 N LASALLE DR #424 CHICAGO, IL 60654	N/A GENERAL	PUBLIC	1,000.
NEW MEXICO BROADCASTER FOUNDATION 2333 WISCONSIN NE ALBUQUERQUE, NM 87110	N/A GENERAL	PUBLIC	1,500.
OLD SPANISH MISSIONS INC PO BOX 7804 SAN ANTONIO, TX 78207	N/A GENERAL	PUBLIC	25,000.
SAN ANTONIO HISPANIC CHAMBER OF COMMERCE 318 W HOUSTON #300 SAN ANTONIO, TX 78205	N/A GENERAL	PUBLIC	2,000.
SAISD FOUNDATION 141 LAVACA SAN ANTONIO, TX 78210	N/A GENERAL	PUBLIC	5,000.
SAN ANTONIO BAR FOUNDATION 100 DOLOROSA #500 SAN ANTONIO, TX 78205	N/A GENERAL	PUBLIC	2,500.
SAN ANTONIO COMMUNITY OF CONGREGATIONS 1101 W WOODLAWN SAN ANTONIO, TX 78201	N/A GENERAL	PUBLIC	1,000.

ST AUSTIN CATHOLIC SCHOOL 8301 GANTTCREST DR AUSTIN, TX 78749	N/A GENERAL	PUBLIC	500.
TENNESSEE DISASTER RESPONSE FUND 55 MUSIC SQUARE W NASHVILLE, TN 37203	N/A GENERAL	PUBLIC	10,000.
TEXAS DIVERSITY COUNCIL PO BOX 290258 HOUSTON, TX 77259	N/A GENERAL	PUBLIC	2,500.
CHILDREN'S SHELTER 2939 W WOODLAWN SAN ANTONIO, TX 78228	N/A GENERAL	PUBLIC	3,000.
THE GATHERING/SA PO BOX 34881 SAN ANTONIO, TX 78265	N/A GENERAL	PUBLIC	275.
UNIVERSITY OF TEXAS AT AUSTIN 1 UNIVERSITY STATION AUSTIN, TX 78712	N/A GENERAL	PUBLIC	385.
WALKER INST OF LEARNING & LEADERSHIP WESTERN MICHIGAN UNIVERSITY KALAMAZOO, MI 49008	N/A GENERAL	PUBLIC	5,000.
WORLD AFFAIRS COUNCIL OF SA 40 NE LP 410 #608 SAN ANTONIO, TX 78216	N/A GENERAL	PUBLIC	1,200.
HEART GALLERY OF SAN ANTONIO P.O. BOX 1804 SAN ANTONIO, TX 78296	N/A GENERAL	PUBLIC	10,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			558,145.