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

2010

Department 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

The Webber Family Foundation
3112 Windsor Rd., #A336
Austin, TX 78703-2350

A Employer identification number

74-2927126

B Telephone number (see the instructions)

512-495-9494

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) ☐ Accounting method. ☐ Cash ☒ Accrual
☐ Other (specify) _____

► \$ 18,082,802.

(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 ☒ 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 4,855,722.

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)

See Statement 1

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 2

c Other prof fees (attach sch) See St 3

17 Interest

18 Taxes (attach schedule)(see instr) See Stm 4

19 Depreciation (attach sch) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule)

See Statement 5

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-)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
ASSETS	1	Cash — non-interest-bearing	23,893.				
	2	Savings and temporary cash investments	1,279,437.	310,288.	310,288.		
	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					
	10a	Investments — U.S. and state government obligations (attach schedule)					
	b	Investments — corporate stock (attach schedule) Statement 6	15,848,524.	16,788,271.	17,758,872.		
	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)					
14		Land, buildings, and equipment basis	15,290.				
		Less accumulated depreciation (attach schedule) See Stmt 7	7,645.				
15		Other assets (describe See Statement 8)	10,277.	5,997.	5,997.		
16		Total assets (to be completed by all filers — see instructions. Also, see page 1, item I)	17,172,834.	17,112,201.	18,082,802.		
17		Accounts payable and accrued expenses					
18		Grants payable					
NET FUND ASSETS OR BALANCES	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.			
		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.	X				
27	Capital stock, trust principal, or current funds						
28	Paid-in or capital surplus, or land, building, and equipment fund						
29	Retained earnings, accumulated income, endowment, or other funds	17,172,834.	17,112,201.				
30	Total net assets or fund balances (see the instructions)	17,172,834.	17,112,201.				
31	Total liabilities and net assets/fund balances (see the instructions)	17,172,834.	17,112,201.				

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	17,172,834.
2	Enter amount from Part I, line 27a	2	-60,633.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	17,112,201.
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	17,112,201.

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)
1a See Statement 9				
b				
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			

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))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			
b			
c			
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	485,371.
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	212,332.

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	1,056,985.	16,315,702.	0.064783
2008	1,089,638.	17,468,492.	0.062377
2007	1,010,231.	15,469,510.	0.065305
2006	1,016,404.	11,527,962.	0.088169
2005	854,287.	11,632,091.	0.073442

2 Total of line 1, column (d)	2	0.354076
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	0.070815
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	17,035,357.
5 Multiply line 4 by line 3	5	1,206,359.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	8,823.
7 Add lines 5 and 6	7	1,215,182.
8 Enter qualifying distributions from Part XII, line 4	8	922,259.

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 VII 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 ☐ and enter 'N/A' on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary – see instr.)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	17,647.
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	17,647.
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	17,647.
6 Credits/Payments			
a 2010 estimated tax pmts and 2009 overpayment credited to 2010	6a	10,277.	
b Exempt foreign organizations – tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	13,500.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	23,777.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	133.	
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	5,997.	
11 Enter the amount of line 10 to be Credited to 2011 estimated tax	11	5,997.	Refunded

Part VIII 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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ 0. (2) On foundation managers ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		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?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		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? <i>If 'Yes,' complete Part II, column (c), and Part XIV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the 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? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i> See Statement 10	X	

Part VII-A Statements Regarding Activities (Continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>www.webberfoundation.org</u>	13	X	
14	The books are in care of <u>Neil Webber, President</u> Telephone no <u>512-495-9494</u> Located at <u>3112 Windsor Rd., #A336 Austin Tx</u> ZIP + 4 <u>78703-2350</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	N/A		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?	16	Yes	No
See 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 the instructions)? 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?		
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If 'Yes,' list the years <u>20__ , 20__ , 20__ , 20__</u>	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see the instructions)		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?	☐ 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
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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Part VIII 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)?

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?

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

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
Neil Webber 3112 Windsor Rd., #A336 Austin, TX 78703	Pres/Treas 2.00	0.	0.	0.
Jessica S. D'Arcy 3112 Windsor Rd., #A336 Austin, TX 78703	Exec Dir/Sec 25.00	62,884.	2,871.	0.
Erica Webber 3112 Windsor Rd., #A336 Austin, TX 78703	Vice Preside 2.00	0.	0.	0.
Laura Muller 3112 Windsor Rd., #A336 Austin, TX 78703	Trustee 2.00	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
Marisol Foster 3112 Windsor Rd., #A336 Austin, Tx 78703	Grants Admin 30	53,426.	883.	0.

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.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a Average monthly fair market value of securities	1a	16,955,570.
b Average of monthly cash balances	1b	339,209.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	17,294,779.
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	17,294,779.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	259,422.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	17,035,357.
6 Minimum investment return. Enter 5% of line 5	6	851,768.

Part XIII 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	851,768.
2a Tax on investment income for 2010 from Part VI, line 5	2a	17,647.	
b Income tax for 2010 (This does not include the tax from Part VI)	2b		
c Add lines 2a and 2b	2c	17,647.	
3 Distributable amount before adjustments Subtract line 2c from line 1	3	834,121.	
4 Recoveries of amounts treated as qualifying distributions	4		
5 Add lines 3 and 4	5	834,121.	
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	834,121.	

Part XIII 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	922,259.
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	922,259.
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	922,259.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				834,121.
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	294,809.			
b From 2006	448,897.			
c From 2007	306,003.			
d From 2008	222,707.			
e From 2009	249,318.			
f Total of lines 3a through e	1,521,734.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 922,259.				
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				834,121.
e Remaining amount distributed out of corpus	88,138.			
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	1,609,872.			
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)	294,809.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	1,315,063.			
10 Analysis of line 9				
a Excess from 2006	448,897.			
b Excess from 2007	306,003.			
c Excess from 2008	222,707.			
d Excess from 2009	249,318.			
e Excess from 2010	88,138.			

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

N/A

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

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

- 2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

b 85% of line 2a

- c Qualifying distributions from Part XII,
line 4 for each year listed

- d** Amounts included in line 2c not used directly for active conduct of exempt activities

- e** Qualifying distributions made directly for active conduct of exempt activities
Subtract line 2d from line 2c

- 3 Complete 3a, b, or c for the alternative test relied upon

- a 'Assets' alternative test – enter

- (1) Value of all assets

- (2) Value of assets qualifying under section 4942(j)(3)(B)(i)

- b** 'Endowment' alternative test — enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

- c 'Support' alternative test – enter

- (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

- (2) Support from general public and 5 or more exempt organizations as provided in section 4942(i)(3)(B)(iii)

- (3) Largest amount of support from an exempt organization

- (4) Gross investment income

Part XVI **Supplementary Information** (Complete this part only if the organization had \$5,000 or more in assets at any time during the year – see 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))

Neil Webber

- 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 ☐ 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

See Statement 11

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

See Statement for Line 2a

- c Any submission deadlines

See Statement for Line 2a

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

See Statement for Line 2a

Part VII 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)				
<i>a Paid during the year</i> See Statement 12				
Total			3 a	805,980.
<i>b Approved for future payment</i>				
Total			3 b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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	47,862.	
4	Dividends and interest from securities			14	427,364.	
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			18	485,371.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue					
a	Sch K-1, AP Alter Assets			14	2,779.	
b	Sch K-1, TCW Americas Dev			14	-6,047.	
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)				957,329.	
13	Total. Add line 12, columns (b), (d), and (e)					957,329.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Client 7126

The Webber Family Foundation

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Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Sch K-1, AP Alter Assets	\$ 2,779.	\$ 2,779.	
Sch K-1, TCW Americas Dev	-6,047.	-6,047.	
Total	\$ -3,268.	\$ -3,268.	0.

Statement 2
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Tax preparation fees	\$ 1,450.	\$ 1,100.		\$ 350.
Total	\$ 1,450.	\$ 1,100.	\$ 0.	\$ 350.

Statement 3
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
Agency/Advisory Fees - Managed	\$ 46,933.	\$ 46,933.		
Professional associations fees	625.			\$ 625.
Total	\$ 47,558.	\$ 46,933.	\$ 0.	\$ 625.

Statement 4
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Foreign tax	\$ 104.	\$ 104.		
Foreign tax (Sch K-1)	734.	734.		
Investment excise tax	17,647.			
Total	\$ 18,485.	\$ 838.	\$ 0.	\$ 0.

Statement 5
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Insurance expense (operations)	\$ 3,492.	\$ 1,397.		\$ 2,095.
Office supplies and expense	6,533.	1,310.		5,223.
Postage and printing fees	711.	140.		571.
Telephone expense	2,260.	452.		1,808.
Total	<u>\$ 12,996.</u>	<u>\$ 3,299.</u>	<u>\$ 0.</u>	<u>\$ 9,697.</u>

Statement 6
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
Public Sec. - JPMorgan/Price Wealth Mgmt	Cost	\$ 16,788,271.	\$ 17,758,872.
	Total	<u>\$ 16,788,271.</u>	<u>\$ 17,758,872.</u>

Statement 7
Form 990-PF, Part II, Line 14
Land, Buildings, and Equipment

Category	Basis	Accum. Deprec.	Book Value	Fair Market Value
Furniture and Fixtures	\$ 15,290.	\$ 7,645.	\$ 7,645.	\$ 7,645.
Total	<u>\$ 15,290.</u>	<u>\$ 7,645.</u>	<u>\$ 7,645.</u>	<u>\$ 7,645.</u>

Statement 8
Form 990-PF, Part II, Line 15
Other Assets

	Book Value	Fair Market Value
Federal excise tax refund	\$ 5,997.	\$ 5,997.
Total	<u>\$ 5,997.</u>	<u>\$ 5,997.</u>

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Statement 9
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
1	Various ST see stmt 13	Purchased	1/31/2010	6/30/2010
2	Various LT see stmt 13	Purchased	6/30/2008	6/30/2010
3	Flow thru ST Gain AP Alter Assets LP	Purchased	2/01/2010	12/31/2010
4	Flow thru LT Gain AP Alter Assets LP	Purchased	6/30/2008	12/31/2010
5	Flow thru ST Gain TCW Americas Dev Assoc LP	Purchased	2/10/2010	12/31/2010
6	Flow thru LT Gain TCW Americas Dev Assoc LP	Purchased	6/30/2008	12/31/2010
7	Capital Gain Dividends			

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
1	2751178.		2596641.	154,537.				\$ 154,537.
2	1941562.		1773710.	167,852.				167,852.
3	1,656.		0.	1,656.				1,656.
4	5,072.		0.	5,072.				5,072.
5	56,139.		0.	56,139.				56,139.
6	57,916.		0.	57,916.				57,916.
7								42,199.
Total								\$ 485,371.

Statement 10
Form 990-PF, Part VII-A, Line 10
Substantial Contributors During the Tax Year

Name of Substantial Contributor	Address of Substantial Contributor
Neil Webber	3112 Windsor Rd., #A336 Austin, Tx 78703-2350

Statement 11
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program:	
Name:	The Webber Family Foundaiton
Care Of:	
Street Address:	3112 Windsor Rd., #A336
City, State, Zip Code:	Austin, Tx 78703
Telephone:	512-495-9494
Form and Content:	The Foundation requires grant proposals be submitted utilizing the Application Package format provided on the Foundation's website (www.webberfoundation.org). The site contains instructions and discussion materials to aid in completing the Application. To the extent an applicant is unable to access this information, the Foundation will mail the pertinent information at the request of the applicant.
Submission Deadlines:	None

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Statement 11 (continued)
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Restrictions on Awards: IRC Section 501(c)(3) charitable organizations further qualifying as public charities.

Statement 12
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Austin Voices for Educ.& Youth 3710 Cedar St., Ste. 229 Austin, TX 78705	None	509(a)(1)	Education and youth issues program	\$ 1,550.
Higher Achievement Program 317 8th St. NE Washington, DC 20002	None	509(a)(1)	Middle school student enrichment programs	75,000.
The Montgomery College Fd. 900 Hungerford Dr., Ste 200 Rockville, MD 20850	None	509(a)(1)	Expansion of master class program	66,400.
Austin Children's Museum 201 Colorado St. Austin, Tx 78701	None	509(a)(1)	Capacity building programs	24,400.
Communities in Schools 3000 S. IH 35, Ste. 200 Austin, Tx 78704	None	509(a)(1)	Dropout prevention program	30,000.
Breakthrough Austin 1605A E. 7th Street Austin, TX 78702	None	509(a)(1)	Path to college for middle school students with limited opportunities	56,500.
Lifeworks 3700 South First Street Austin, Tx 78704	None	509(a)(1)	Job training programs and capital campaign	41,700.
One World Theatre 7701 FM 2244 Austin, Tx 78746	None	509(a)(1)	Performing Arts Programs	3,000.
Foundation Communities 3036 S. First Street, Ste 200 Austin, TX 78704	None	509(a)(1)	Economic service program expansion	2,500.

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Statement 12 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Austin Classical Guitar Soc. PO Box 4072 Austin, TX 78765	None	509(a) (1)	Promote classical guitar performances and education	\$ 40,000.
Open Door Preschools 3804 Cherrywood Road Austin, TX 78722	None	509(a) (1)	Provide inclusive preschool opportunities	30,000.
Theatre Action Project 701 Tillery, Box 9 Austin, TX 78702	None	509(a) (1)	Educational theatre for after-school programs	30,000.
Capital IDEA 504 Lavaca St. #1008 Austin, TX 78701	None	509(a) (1)	Education and job training	2,500.
University of Texas Foundation - ACEE PO Box 250 Austin, TX 78712	None	509(a) (2)	Advocates for literacy programs	50,000.
Austin Community Foundation P.O. Box 5159 Austin, TX 78763	None	509(a) (1)	Austin Promise Neighborhood Programs	30,000.
Austin Community Foundation P.O. Box 5159 Austin, Tx 78763	None	509(a) (1)	Grant for Mind Pop project	30,450.
Assistance League of Austin 4901 Burnet Rd. Austin, Tx 78756	None	509(a) (1)	Clothing for at-risk school children	1,500.
School for Ethics & Global Leadership P.O. Box 11633 Washington, DC 20008	None	509(a) (1)	Educational onsite program for high school students	5,000.
Mainspring Schools 1100 West Live Oak Austin, TX 78704	None	509(a) (1)	Early childhood education programs	65,000.
Posse Foundation 1612 K Street NW, Ste 1002 Washington, DC 20006	None	509(a) (1)	College access and leadership development programs	25,000.

Statement 12 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
E3 Alliance 5930 Middle Fiskville Rd, Ste 505 Austin, Tx 78752	None	509(a) (1)	Collabrative effort to measure/improve educational process	\$ 28,480.
Catalogue for Philanthropy P.O. Box 15127 Washington, DC 20003	None	509(a) (1)	Expand evaluation and reporting services to donors of nonprofit entities	10,000.
Arthouse at the Jones Center 700 Congress Ave. Austin, Tx 78701	None	509(a) (1)	Programs promoting appreciation of contemporary art and artists	30,000.
Collegiate Directions 4833 Rugby Ave, Suite 301 Bethesda, MD 20814	None	509(a) (1)	College preparatory programs	25,000.
College Bound 128 M Street, NW, Ste. 220 Washington, DC 20001	None	509(a) (1)	College preparatory programs	1,000.
Chess Challenge in DC 5185 Macarthur Blvd., #620 Washington, DC 20016	None	509(a) (1)	Academic afterschool programs	500.
College Tracks 5128 Manning Drive Bethesda, MD 20814	None	509(a) (1)	College preparatory programs	1,000.
Capital Partners for Education 1413 K Street, NW, 2nd Floor Washington, DC 20005	None	509(a) (1)	Education support for low-income students	2,500.
Advancing America Foundation 3112 Windor Rd., Ste. 206 Austin, Tx 78703	None	509(a) (1)	Social services for individuals and families	12,000.
College Forward P.O. Box 142308 Austin, Tx 78714	None	509(a) (1)	College access services to disadvantaged youth	55,000.

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Federal Statements

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The Webber Family Foundation

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Statement 12 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Texas Network of Youth Services 2525 Wallingwood Dr., Ste. 1503 Austin, Tx 78746	None	509(a)(1)	Training and development programs for youth/families	\$ 30,000.
Total				\$ <u>805,980.</u>

Webber Family Foundation
2010 Form 990-PF

† EIN 74-2927126

Realized Gains and Losses
From 12/31/2009 to 12/31/2010

Stmt 13

WF - Roll Up Acct # WF - Roll Up

Realized Gains and Losses

Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Long Term Gains
3m Company	02/04/2010	07/30/2010	50 000	4,272 77	3,977 50	295 27	
3m Company	02/04/2010	08/02/2010	75 000	6,538 40	5,966 25	572 15	
			125 000	10,811 17	9,943 75	867 42	
A X A Sponsored Adr	10/02/2008	01/29/2010	217 000	4,476 87	6,511 98		-2,035 11
A X A Sponsored Adr	10/02/2008	01/29/2010	142 000	2,929 56	4,261 29		-1,331 73
A X A Sponsored Adr	01/30/2009	01/29/2010	58 000	1,196 58	911 25	285 33	
			200 000	4,126 14	5,172 54	285 33	-1,331 73
A X A Sponsored Adr	01/30/2009	01/29/2010	100 000	2,063 37	1,571 12	492 25	
A X A Sponsored Adr	01/30/2009	01/29/2010	23 000	474 52	361 36	113 16	
A X A Sponsored Adr	07/01/2009	01/29/2010	77 000	1,588 62	1,480 71	107 91	
			100 000	2,063 14	1,842 07	221 07	
			617 000	12,729 52	15,097 71	998 65	-3,366 84
Abb Ltd Adr	10/02/2008	01/29/2010	467 000	8,429 70	8,299 57		130 13
Abb Ltd Adr	01/30/2009	01/29/2010	150 000	2,707 61	1,953 00	754 61	
Abb Ltd Adr	07/01/2009	01/29/2010	96 000	1,732 88	1,553 28	179 60	
			713 000	12,870 19	11,805 85	934 21	130 13
Agrium Inc	10/02/2008	01/29/2010	100 000	5,643 12	4,124 49		1,518 63
Agrium Inc	10/02/2008	01/29/2010	50 000	2,821 51	2,062 24		759 27
Agrium Inc	01/30/2009	01/29/2010	50 000	2,821 51	1,674 50	1,147 01	
			100 000	5,643 02	3,736 74	1,147 01	759 27
Agrium Inc	01/30/2009	01/29/2010	17 000	959 30	569 33	389 97	
Agrium Inc	06/01/2009	01/29/2010	15 000	846 44	742 95	103 49	

Webber Family Foundation

2010 Form 990-PF

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Realized Gains and Losses

From 12/31/2009 to 12/31/2010

Stmnt 13

WF - Roll Up Acct # WF - Roll Up

Realized Gains and Losses

Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Long Term Gains
Agrium Inc	07/01/2009	01/29/2010	28 000	1,580 01	1,109 08	470 93	
			60 000	3,385 75	2,421 36	964 39	
			260 000	14,671 89	10,282 59	2,111 40	2,277 90
Amern Tower Corp Class A	04/18/2008	01/29/2010	392 000	16,628 43	16,059 34		569 09
Amern Tower Corp Class A	01/30/2009	01/29/2010	139 000	5,896 30	4,238 22	1,658 08	
Amern Tower Corp Class A	05/06/2009	01/29/2010	364 000	15,440 68	11,272 63	4,168 05	
Amern Tower Corp Class A	06/02/2009	01/29/2010	82 000	3,478 40	2,631 21	847 19	
Amern Tower Corp Class A	07/01/2009	01/29/2010	73 000	3,096 62	2,324 86	771 76	
			1,050 000	44,540 43	36,526 26	7,445 08	569 09
Anglo Amern Plc Adr	10/02/2008	01/29/2010	268 000	4,864 14	3,908 51		955 63
Anglo Amern Plc Adr	01/30/2009	01/29/2010	106 000	1,923 87	960 32	963 55	
Anglo Amern Plc Adr	07/01/2009	01/29/2010	5 000	90 75	74 75	16 00	
			379 000	6,878 76	4,943 58	979 55	955 63
Anglo Amern Plc Adr	07/01/2009	01/29/2010	40 000	727 59	598 00	129 59	
			419 000	7,606 35	5,541 58	1,109 14	955 63
Arcelor Mittal Ny New	10/21/2009	01/29/2010	199 000	7,699 41	7,779 81	-80 40	
Astrazeneca Plc Adr	10/02/2008	01/29/2010	215 000	10,014 78	9,565 03		449 75
Astrazeneca Plc Adr	01/30/2009	01/29/2010	69 000	3,214 05	2,659 95	554 10	
Astrazeneca Plc Adr	06/01/2009	01/29/2010	40 000	1,863 22	1,692 40	170 82	
Astrazeneca Plc Adr	07/01/2009	01/29/2010	21 000	978 19	937 65	40 54	
			345 000	16,070 24	14,855 03	765 46	449 75
Atlas Copco B Adr New	10/02/2008	01/29/2010	370 000	4,439 94	3,422 50		1,017 44

Webber Family Foundation
2010 Form 990-PF
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Realized Gains and Losses
From 12/31/2009 to 12/31/2010

Stmt 13

WF - Roll Up Acct # WF - Roll Up

Realized Gains and Losses

<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Long Term Gains</u>
Atlas Copco B Adr New	01/30/2009	01/29/2010	188 000	2,255 97	1,165 60	1,090 37	
			558 000	6,695 91	4,588 10	1,090 37	1,017 44
Banco Santander Bra Adrf	10/07/2009	01/29/2010	1,675 000	20,099 74	22,046 85	-1,947 11	
Banco Santander Bra Adrf	01/06/2010	01/29/2010	534 000	6,407 92	7,456 03	-1,048 11	
			2,209 000	26,507 66	29,502 88	-2,995 22	
Banco Santandri Cent Adrf	10/02/2008	01/29/2010	1,052 000	14,790 93	15,445 67		-654 74
Banco Santandr Cent Adrf	01/30/2009	01/29/2010	254 000	3,571 19	1,983 74	1,587 45	
Banco Santandri Cent Adrf	06/01/2009	01/29/2010	151 000	2,123 03	1,665 38	457 65	
Banco Santandri Cent Adrf	06/10/2009	01/29/2010	343 000	4,822 52	3,805 62	1,016 90	
			1,800 000	25,307 67	22,900 41	3,062 00	-654 74
Banco Santandri Cent Adrf	06/10/2009	01/29/2010	195 000	2,741 93	2,163 55	578 38	
Banco Santandri Cent Adrf	06/10/2009	01/29/2010	18 000	253 11	199 71	53 40	
Banco Santandri Cent Adrf	07/01/2009	01/29/2010	82 000	1,153 01	1,006 06	146 95	
			100 000	1 406 12	1,205 77	200 35	
Banco Santandri Cent Adrf	07/01/2009	01/29/2010	100 000	1,406 11	1,226 90	179 21	
			2,195 000	30,861 83	27,496 63	4,019 94	-654 74
Barclays Bank Plc Adr	05/08/2009	01/29/2010	322 000	5,509 66	5,701 04	-191 38	
Barclays Bank Plc Adr	08/27/2009	01/29/2010	278 000	4,756 80	6,751 15	-1,994 35	
			600 000	10,266 46	12,452 19	-2,185 73	
Barclays Bank Plc Adr	08/27/2009	01/29/2010	13 000	222 42	315 70	-93 28	
			613 000	10,488 88	12,767 89	-2,279 01	
Baxter International Inc	07/06/2009	01/29/2010	245 000	14,146 15	12,999 27	1,146 88	

Realized Gains and Losses
From 12/31/2009 to 12/31/2010

WF - Roll Up Acct # WF - Roll Up

Realized Gains and Losses

<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Long Term Gains</u>
Baxter International Inc	07/22/2009	01/29/2010	135 000	7,794 81	7,341 67	453 14	
Baxter International Inc	12/11/2009	01/29/2010	137 000	7,910 29	8,155 21	-244 92	
			517 000	29,851 25	28,496 15	1,355 10	
Blip Billiton Adr New	12/17/2009	01/29/2010	377 000	22,054 77	22,798 96	-744 19	
Blip Billiton Adr New	01/07/2010	01/29/2010	85 000	4,972 57	5,710 33	-737 76	
			462 000	27,027 34	28,509 29	-1 481 95	
Blackstone Group Lp	09/15/2009	01/29/2010	1,297 000	15,914 24	18,104 95	-2,190 71	
Blackstone Group Lp	12/18/2009	01/29/2010	407 000	4,993 91	5,375 25	-381 34	
			1,704 000	20,908 15	23,480 20	-2,572 05	
Boc Hong Kong Hldgs Adrf	10/02/2008	01/29/2010	123 000	5,094 59	4,168 21		926 38
Boc Hong Kong Hldgs Adrf	01/30/2009	01/29/2010	63 000	2,609 43	1,291 50	1,317 93	
Boc Hong Kong Hldgs Adrf	07/01/2009	01/29/2010	11 000	455 61	384 45	71 16	
Boc Hong Kong Hldgs Adrf	09/16/2009	01/29/2010	181 000	7,496 93	8,183 53	-686 60	
			378 000	15,656 56	14,027 69	702 49	926 38
Bp Plc Adr	02/04/2010	06/01/2010	150 000	5,639 63	8,058 00	-2,418 37	
Bp Plc Adr	02/04/2010	06/01/2010	475 000	17,771 63	25,517 00	-7,745 37	
Bp Plc Adr	05/13/2010	06/01/2010	50 000	1,870 70	2,430 00	-559 30	
Bp Plc Adr	05/26/2010	06/01/2010	50 000	1,870 70	2,135 50	-264 80	
			575 000	21,513 03	30,082 50	-8,569 47	
			725 000	27,152 66	38,140 50	-10,987 84	
Br Amer Tobacco Plc Adrf	10/02/2008	01/29/2010	200 000	13,251 23	13,367 84		-116 61
Br Amer Tobacco Plc Adrf	12/11/2008	01/29/2010	99 000	6,559 35	5,001 66		1,557 69
Br Amer Tobacco Plc Adrf	01/30/2009	01/29/2010	1 000	66 26	54 51	11 75	
			300 000	19,876 84	18,424 01	11 75	1,441 08

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Realized Gains and Losses
From 12/31/2009 to 12/31/2010

WT - Roll Up Acct # WF - Roll Up

Realized Gains and Losses

<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short-Term Gains</u>	<u>Long-Term Gains</u>
Bi Amer Tobacco Plc Adrf	01/30/2009	01/29/2010	71 000	4,703 76	3,870 52	833 24	
Bi Amer Tobacco Plc Adrf	06/01/2009	01/29/2010	29 000	1,921 25	1,617 33	303 92	
			100 000	6,625 01	5,487 85	1,137 16	
Bi Amer Tobacco Plc Adrf	06/01/2009	01/29/2010	21 000	1,391 23	1,171 17	220 06	
Bi Amer Tobacco Plc Adrf	07/01/2009	01/29/2010	22 000	1,457 48	1,233 32	224 16	
			43 000	2,848 71	2,404 49	444 22	
			443 000	29,350 56	26,316 35	1,593 13	1,441 08
Buffered Return Enhanced Note L 03/01/2010 0 00%	05/22/2009	03/01/2010	230 000 000	263,350 00	230,000 00	33,350 00	
C H Robinson Worldwd New	04/23/2008	01/29/2010	66 000	3,749 74	4,112 73		-362 99
C H Robinson Worldwd New	07/08/2008	01/29/2010	58 000	3,295 23	3,209 97		85 26
C H Robinson Worldwd New	01/30/2009	01/29/2010	60 000	3,408 86	2,812 89	595 97	
C H Robinson Worldwd New	10/21/2009	01/29/2010	137 000	7,783 55	8,028 60	-245 05	
C H Robinson Worldwd New	11/12/2009	01/29/2010	66 000	3,749 74	3,827 52	-77 78	
C H Robinson Worldwd New	12/17/2009	01/29/2010	128 000	7,272 23	7,418 61	-146 38	
			515 000	29,259 35	29,410 32	126 76	-277 73
Canadian Natural Res	05/04/2009	01/26/2010	22 000	1,439 10	1 124 55	314 55	
Canadian Natural Res	05/04/2009	01/29/2010	108 000	6,848 32	5,520 51	1,327 81	
Canadian Natural Res	07/01/2009	01/29/2010	37 000	2,346 18	1,949 90	396 28	
Canadian Natural Res	08/04/2009	01/29/2010	138 000	8,750 64	8 620 57	130 07	
			283 000	17,945 14	16,090 98	1,854 16	
			305 000	19,384 24	17,215 53	2,168 71	
Canon Inc Sponsored Adrf	07/21/2009	01/29/2010	200 000	7,830 50	6,769 58	1,060 92	

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Realized Gains and Losses
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WF - Roll Up Acct # WF - Roll Up

Realized Gains and Losses

Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term		Long Term	
						Gains	Losses	Gains	Losses
Cardinal Health Inc	02/04/2010	02/18/2010	100 000	3,374 18	3,299 83	74 35			
Cardinal Health Inc	02/04/2010	02/19/2010	100 000	3,365 05	3,299 83	65 22			
Cardinal Health Inc	02/04/2010	02/22/2010	100 000	3,362 40	3,299 83	62 57			
Cardinal Health Inc	02/04/2010	02/24/2010	100 000	3,317 55	3,299 83	17 72			
Cardinal Health Inc	02/04/2010	02/25/2010	100 000	3,322 56	3,299 83	22 73			
Cardinal Health Inc	02/04/2010	02/26/2010	75 000	2,545 66	2,474 87	70 79			
			575 000	19,287 40	18,974 02	313 38			
CAREFUSION CORPORATION	03/26/2010	11/10/2010	50 000	1,152 01	1,269 17	-117 16			
CAREFUSION CORPORATION	03/26/2010	11/11/2010	150 000	3,457 80	3,807 49	-349 69			
CAREFUSION CORPORATION	03/26/2010	11/11/2010	100 000	2,330 32	2,538 33	-208 01			
CAREFUSION CORPORATION	03/29/2010	11/11/2010	25 000	582 58	637 43	-54 85			
CAREFUSION CORPORATION	04/13/2010	11/11/2010	50 000	1,165 16	1,347 34	-182 18			
CAREFUSION CORPORATION	04/14/2010	11/11/2010	25 000	582 58	670 63	-88 05			
			200 000	4,660 64	5,193 73	-533 09			
CAREFUSION CORPORATION	04/14/2010	11/12/2010	25 000	575 62	670 62	-95 00			
CAREFUSION CORPORATION	04/16/2010	11/12/2010	25 000	575 61	674 81	-99 20			
			50 000	1,151 23	1,345 43	-194 20			
CAREFUSION CORPORATION	04/16/2010	11/15/2010	25 000	574 78	674 81	-100 03			
CAREFUSION CORPORATION	04/19/2010	11/15/2010	50 000	1,149 56	1,378 10	-228 54			
CAREFUSION CORPORATION	04/20/2010	11/15/2010	50 000	1,149 56	1,389 55	-239 99			
CAREFUSION CORPORATION	04/22/2010	11/15/2010	25 000	574 78	695 46	-120 68			
CAREFUSION CORPORATION	05/13/2010	11/15/2010	25 000	574 78	658 25	-83 47			
CAREFUSION CORPORATION	05/26/2010	11/15/2010	50 000	1,149 54	1,254 00	-104 46			

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Sheet 13

Realized Gains and Losses
From 12/31/2009 to 12/31/2010

WF - Roll Up Acct # WF - Roll Up

Realized Gains and Losses

Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term		Long Term	
						Gains	Losses	Gains	Losses
CAREFUSION CORPORATION	07/01/2010	11/15/2010	25 000	574 78	559 74	15 04			
			250 000	5,747 78	6,609 91	-862 13			
			700 000	16,169 46	18,225 73	-2,056 27			
Caterpillar Inc	09/15/2009	01/29/2010	364 000	18,945 95	18,882 94	63 01			
Caterpillar Inc	12/10/2009	01/29/2010	95 000	4,944 69	5,406 22	-461 53			
Caterpillar Inc	01/05/2010	01/29/2010	66 000	3,435 26	3,914 86	-479 60			
			525 000	27,325 90	28,204 02	-878 12			
Cent Euro Media Ent Newf	04/21/2009	01/29/2010	100 000	2,873 26	1,629 55	1,243 71			
Cent Euro Media Ent Newf	04/21/2009	01/29/2010	44 000	1,263 83	717 00	546 83			
Cent Euro Media Ent Newf	07/01/2009	01/29/2010	29 000	832 99	570 72	262 27			
			73 000	2,096 82	1,287 72	809 10			
			173 000	4,970 08	2,917 27	2,052 81			
Central Euro Distributn	04/21/2009	01/29/2010	100 000	3,208 05	1,869 16	1,338 89			
Central Euro Distributn	04/21/2009	01/29/2010	34 000	1,090 40	635 51	454 89			
Central Euro Distributn	07/01/2009	01/29/2010	27 000	865 92	740 61	125 31			
Central Euro Distributn	08/27/2009	01/29/2010	39 000	1,250 76	1,224 00	26 76			
			100 000	3,207 08	2,600 12	606 96			
Central Euro Distributn	08/27/2009	01/29/2010	48 000	1,539 40	1,506 45	32 95			
Central Euro Distributn	08/27/2009	01/29/2010	100 000	3,208 05	3,138 45	69 60			
			348 000	11,162 58	9,114 18	2,048 40			
Cmp Vale Do Rio Spn Adif	10/02/2008	01/29/2010	374 000	8,325 50	5,441 10				2,884 40

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Realized Gains and Losses
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WF - Roll Up Acct # WF - Roll Up

Realized Gains and Losses

Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Long Term Gains
Cmp Vale Do Rio Spn Adrf	01/30/2009	01/29/2010	127 000	2,827 11	1,535 43	1,291 68	
Cmp Vale Do Rio Spn Adrf	06/01/2009	01/29/2010	13 000	289 39	225 94	63 45	
Cmp Vale Do Rio Spn Adrf	06/01/2009	01/29/2010	65 000	1,446 95	1,129 38	317 57	
			579 000	12,888 95	8,331 85	1,672 70	2,884 40
Corning Inc	01/20/2010	01/29/2010	590 000	10,649 36	11,639 52	-990 16	
Dbs Group Holdings Adf	10/02/2008	01/29/2010	172 000	6,965 91	7,105 27		-139 36
Dbs Group Holdings Adf	01/30/2009	01/29/2010	29 000	1,174 48	583 18	591 30	
Dbs Group Holdings Adf	05/06/2009	01/29/2010	152 000	6,155 92	4,629 27	1,526 65	
Dbs Group Holdings Adf	06/01/2009	01/29/2010	79 000	3,199 46	2,686 00	513 46	
Dbs Group Holdings Adf	07/01/2009	01/29/2010	16 000	647 99	533 60	114 39	
			448 000	18,143 76	15,537 32	2,745 80	-139 36
Diageo Plc New Adf	01/30/2009	01/29/2010	46 000	3,093 64	2,494 61	599 03	
Diageo Plc New Adf	06/01/2009	01/29/2010	47 000	3,160 90	2,602 39	558 51	
Diageo Plc New Adf	07/01/2009	01/29/2010	28 000	1,883 08	1,652 84	230 24	
			121 000	8,137 62	6,749 84	1,387 78	
Diageo Plc New Adf	02/04/2010	10/26/2010	50 000	3,708 96	3,234 69	474 27	
Diageo Plc New Adf	02/04/2010	10/27/2010	50 000	3,635 26	3,234 68	400 58	
Diageo Plc New Adf	02/04/2010	11/01/2010	50 000	3,705 85	3,234 69	471 16	
Diageo Plc New Adf	02/04/2010	11/03/2010	25 000	1,874 88	1,617 34	257 54	
			296 000	21,062 57	18,071 24	2,991 33	
E On Ag Adf	10/02/2008	01/29/2010	139 000	5,084 55	6,685 90		-1,601 35
E On Ag Adf	10/02/2008	01/29/2010	7 000	256 06	336 70		-80 64
E On Ag Adf	01/30/2009	01/29/2010	56 000	2,048 45	1,808 80	239 65	

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Realized Gains and Losses
From 12/31/2009 to 12/31/2010

WF - Roll Up Acct # WF - Roll Up

Realized Gains and Losses

<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Long Term Gains</u>
E On Ag Adr	07/01/2009	01/29/2010	37 000	1,353 44	1,328 30	25 14	
			100 000	3,657 95	3,473 80	264 79	-80 64
			239 000	8,742 50	10,159 70	264 79	-1,681 99
Enbridge Inc	04/18/2008	01/20/2010	125 000	5,670 78	5,290 94		379 84
Enbridge Inc	04/18/2008	01/20/2010	204 000	9,254 71	8,630 93		623 78
			329 000	14,925 49	13,921 87		1,003 62
Enbridge Inc	04/18/2008	01/21/2010	74 000	3,353 39	3,130 82		222 57
Enbridge Inc	04/18/2008	01/29/2010	22 000	951 36	930 79		20 57
Enbridge Inc	01/30/2009	01/29/2010	60 000	2,594 60	1,962 64	631 96	
			82 000	3,545 96	2,893 43	631 96	20 57
			485 000	21,824 84	19,946 12	631 96	1,246 76
Enterprise Prid Ptnrs Lp	08/04/2009	01/15/2010	175 000	5,618 80	4,909 94	708 86	
Enterprise Prid Ptnrs Lp	08/04/2009	01/29/2010	202 000	6,189 40	5,667 47	521 93	
Enterprise Prid Ptnrs Lp	08/17/2009	01/29/2010	521 000	15,963 75	13,863 60	2,100 15	
			723 000	22,153 15	19,531 07	2,622 08	
			898 000	27,771 95	24,441 01	3,330 94	
Expeditors Intl Wash	06/11/2008	01/08/2010	277 000	9,604 17	12,400 96		-2,796 79
Expeditors Intl Wash	01/30/2009	01/08/2010	95 000	3,293 85	2,691 70	602 15	
			372 000	12,898 02	15,092 66	602 15	-2,796 79
F P L Group Incorporated	03/18/2009	01/29/2010	267 000	13,032 10	13,337 14	-305 04	
F P L Group Incorporated	04/03/2009	01/29/2010	41 000	2,001 18	2,199 40	-198 22	

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Realized Gains and Losses
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WF - Roll Up Acct # WF - Roll Up

Realized Gains and Losses

<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Long Term Gains</u>
F P L Group Incorporated	05/05/2009	01/29/2010	80 000	3,904 75	4,624 75	-720 00	
F P L Group Incorporated	06/02/2009	01/29/2010	49 000	2,391 66	2,846 13	-454 47	
F P L Group Incorporated	07/01/2009	01/29/2010	33 000	1,610 71	1,896 26	-285 55	
			470 000	22,940 40	24,903 68	-1,963 28	
Fidelity International	12/04/2008	09/30/2010	5,182 114	174,950 05	124,688 99		50,261 06
Fidelity Total Stock Mkt	12/04/2008	09/30/2010	5,290 206	174,950 05	125,331 24		49,618 81
Fomento Eco Mexican Adrf	10/02/2008	01/13/2010	146 000	6,475 05	5,400 58		1,074 47
Fomento Eco Mexican Adrf	10/02/2008	01/29/2010	59 000	2,489 83	2,182 43		307 40
Fomento Eco Mexican Adrf	01/30/2009	01/29/2010	114 000	4,810 84	3,193 14	1,617 70	
Fomento Eco Mexican Adrf	06/01/2009	01/29/2010	42 000	1,772 42	1,438 08	334 34	
Fomento Eco Mexican Adrf	07/01/2009	01/29/2010	26 000	1,097 22	857 22	240 00	
			241 000	10,170 31	7,670 87	2,192 04	307 40
			387 000	16,645 36	13,071 45	2,192 04	1,381 87
France Telecom Sa Adf	10/02/2008	01/13/2010	49 000	1,243 09	1,367 25		-124 16
France Telecom Sa Adf	01/30/2009	01/13/2010	223 000	5,657 35	5,008 58	648 77	
France Telecom Sa Adf	06/01/2009	01/13/2010	44 000	1,116 25	1,037 08	79 17	
France Telecom Sa Adf	07/01/2009	01/13/2010	52 000	1,319 20	1,227 72	91 48	
			368 000	9,335 89	8,640 63	819 42	-124 16
Fujifilm Hldgs Corp Adrf	12/24/2008	01/29/2010	178 000	5,731 53	3,738 94		1,992 59
Fujifilm Hldgs Corp Adrf	01/30/2009	01/29/2010	65 000	2,092 97	1,412 32	680 65	
Fujifilm Hldgs Corp Adrf	07/01/2009	01/29/2010	15 000	482 99	486 00	-3 01	
Fujifilm Hldgs Corp Adrf	12/14/2009	01/29/2010	242 000	7,792 30	7,110 44	681 86	
			500 000	16,099 79	12,747 70	1,359 50	1,992 59

Realized Gains and Losses
From 12/31/2009 to 12/31/2010

WF - Roll Up Acct # WF - Roll Up

Realized Gains and Losses

<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Long Term Gains</u>
Fujifilm Hldgs Corp Adif	12/14/2009	01/29/2010	45 000	1,448 98	1,322 19	126 79	
			545 000	17,548 77	14,069 89	1,486 29	1,992 59
GLAXOSMITHKLINE PLC	11/13/2008	01/29/2010	106 000	4,142 54	3,733 45		409 09
GLAXOSMITHKLINE PLC	01/30/2009	01/29/2010	34 000	1,328 73	1,196 80	131 93	
GLAXOSMITHKLINE PLC	02/11/2009	01/29/2010	157 000	6,135 64	5,549 31	586 33	
GLAXOSMITHKLINE PLC	07/01/2009	01/29/2010	20 000	781 61	721 20	60 41	
			317 000	12,388 52	11,200 76	778 67	409 09
Goldman Sachs Group Inc	03/23/2009	01/29/2010	5 000	742 54	513 52	229 02	
Goldman Sachs Group Inc	04/02/2009	01/29/2010	57 000	8,464 96	6,500 01	1,964 95	
Goldman Sachs Group Inc	07/15/2009	01/29/2010	10 000	1,485 08	1,554 45	-69 37	
Goldman Sachs Group Inc	08/17/2009	01/29/2010	26 000	3,861 21	4,103 72	-242 51	
			98 000	14,553 79	12,671 70	1,882 09	
Grainger W W Inc	02/04/2010	08/23/2010	50 000	5,457 85	4,991 00	466 85	
Grainger W W Inc	02/04/2010	08/25/2010	50 000	5,276 94	4,991 00	285 94	
Grainger W W Inc	02/04/2010	10/18/2010	50 000	6,082 55	4,991 00	1,091 55	
Grainger W W Inc	02/04/2010	10/19/2010	50 000	6,060 64	4,991 00	1 069 64	
Grainger W W Inc	02/04/2010	10/22/2010	25 000	3,066 16	2,495 50	570 66	
Grainger W W Inc	05/26/2010	10/25/2010	25 000	3,081 33	2,526 43	554 90	
			250 000	29,025 47	24,985 93	4,039 54	
Homex Development Corp	04/21/2009	01/29/2010	219 000	6,706 35	4,846 03	1,860 32	

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Realized Gains and Losses

<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Long Term Gains</u>
Homex Development Corp	07/01/2009	01/29/2010	25 000	765 56	726 50	39 06	
			244 000	7,471 91	5,572 53	1,899 38	
Honda Motor Co Ltd Adr	10/02/2008	01/29/2010	251 000	8,531 63	6,947 65		1,583 98
Honda Motor Co Ltd Adr	01/30/2009	01/29/2010	73 000	2,481 31	1,652 72	828 59	
Honda Motor Co Ltd Adr	07/01/2009	01/29/2010	37 000	1,257 65	1,019 72	237 93	
			361 000	12,270 59	9,620 09	1,066 52	1,583 98
Hsbc Hldgs Plc Adr New	08/04/2009	01/29/2010	386 000	20,654 98	20,986 28	-331 30	
Intesa Sanpaolo Spa Adrf	05/20/2009	01/29/2010	262 000	5,957 80	5,738 61	219 19	
Intesa Sanpaolo Spa Adrf	07/01/2009	01/29/2010	41 000	932 33	817 95	114 38	
Intesa Sanpaolo Spa Adrf	09/16/2009	01/29/2010	262 000	5,957 80	7,042 82	-1,085 02	
			565 000	12,847 93	13,599 38	-751 45	
Intl Business Machines	10/20/2009	01/29/2010	251 000	30,649 22	30,855 40	-206 18	
JPM Government Bond Select	04/16/2008	01/29/2010	70,224 719	750,000 00	732,443 82		17,556 18
JPM Government Bond Select	04/16/2008	09/21/2010	17,809 439	200,000 00	185,752 45		14,247 55
			88,034 158	950 000 00	918,196 27		31,803 73
JPM Market Neutral	01/29/2010	05/13/2010	19,531 250	300,000 00	304,687 50	-4,687 50	
JPM Market Neutral	01/29/2010	05/25/2010	22 135 417	341,106 78	345,312 50	-4,205 72	
			41,666 667	641,106 78	650,000 00	-8,893 22	
IPM Treasury & Agency Select	04/17/2008	09/21/2010	9,960 159	100,000 00	99,302 78		697 22
Jpmorgan Chase & Co	11/05/2008	01/29/2010	1 000	38 95	41 35		-2 40
Jpmorgan Chase & Co	01/30/2009	01/29/2010	284 000	11,061 66	7,432 35	3,629 31	

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Realized Gains and Losses

<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Long Term Gains</u>
Jpmorgan Chase & Co	07/06/2009	01/29/2010	211 000	8,218 34	6,748 07	1,470 27	
Jpmorgan Chase & Co	01/05/2010	01/29/2010	220 000	8,568 89	9,564 57	-995 68	
			716 000	27,887 84	23,786 34	4,103 90	-2 40
JPMorgan High Yield	01/30/2009	09/30/2010	11,194 030	90,000 00	66,380 60		23,619 40
Keppel Corp Ltd Adr	10/02/2008	01/29/2010	983 000	11,559 93	10,321 50		1,238 43
Keppel Corp Ltd Adr	10/09/2008	01/29/2010	317 000	3,727 87	2,431 96		1,295 91
Keppel Corp Ltd Adr	01/30/2009	01/29/2010	545 000	6,409 12	2,888 50	3,520 62	
Keppel Corp Ltd Adr	06/01/2009	01/29/2010	78 000	917 27	806 52	110 75	
Keppel Corp Ltd Adr	07/01/2009	01/29/2010	195 000	2,293 17	1,899 30	393 87	
			2,118 000	24,907 36	18,347 78	4,025 24	2,534 34
Lukoil Oil Co Spon Adr	05/20/2009	01/29/2010	113 000	6,164 07	5,631 03	533 04	
Lukoil Oil Co Spon Adr	07/01/2009	01/29/2010	2 000	109 10	91 60	17 50	
Lukoil Oil Co Spon Adr	07/01/2009	01/29/2010	17 000	927 34	778 60	148 74	
Lukoil Oil Co Spon Adr	08/27/2009	01/29/2010	84 000	4,582 14	4,176 18	405 96	
			216 000	11,782 65	10,677 41	1,105 24	
M T N Group Ltd Adr	05/06/2009	01/29/2010	355 000	5,033 83	4,978 63	55 20	
M T N Group Ltd Adr	07/01/2009	01/29/2010	45 000	638 09	691 65	-53 56	
			400 000	5,671 92	5,670 28	1 64	
Megraw-Hill Cos	02/04/2010	09/29/2010	50 000	1,655 49	1,728 43	-72 94	
Megraw-Hill Cos	02/04/2010	09/29/2010	50 000	1,662 22	1,728 43	-66 21	
Megraw-Hill Cos	02/04/2010	09/30/2010	100 000	3,299 94	3,456 86	-156 92	
			200 000	6,617 65	6,913 72	-296 07	
Mead Johnson Nutrition	01/20/2010	01/29/2010	336 000	15,311 99	15 482 01	-170 02	

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Realized Gains and Losses

<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Long Term Gains</u>
Medcohealth Solutions	10/22/2009	01/29/2010	265 000	16,368 88	15,100 10	1,268 78	
Medcohealth Solutions	11/30/2009	01/29/2010	91 000	5,621 02	5,738 69	-117 67	
Medcohealth Solutions	12/11/2009	01/29/2010	106 000	6,547 56	6,940 86	-393 30	
			462 000	28,537 46	27,779 65	757 81	
Microsoft Corp	01/26/2010	01/29/2010	750 000	20,910 48	22,143 90	-1,233 42	
Mitsubishi Ufi Finl Adrf	10/02/2008	01/29/2010	1,329 000	6,857 55	11,036 15	-4,178 60	
Mitsubishi Ufi Finl Adrf	01/30/2009	01/29/2010	416 000	2,146 53	2,288 00	-141 47	
Mitsubishi Ufi Finl Adrf	06/01/2009	01/29/2010	119 000	614 03	773 38	-159 35	
Mitsubishi Ufi Finl Adrf	07/01/2009	01/29/2010	190 000	980 39	1,191 11	-210 72	
			2,054 000	10,598 50	15,288 64	-511 54	
Mitsui & Co Ltd Adr	04/01/2009	01/29/2010	23 000	6,734 54	4,791 51	1,943 03	
Mitsui & Co Ltd Adr	07/01/2009	01/29/2010	31 000	9,076 99	7,312 59	1,764 40	
Mitsui & Co Ltd Adr	12/14/2009	01/29/2010	31 000	9,077 00	8,967 54	109 46	
			85 000	24,888 53	21,071 64	3,816 89	
National Bank Of Greece	08/04/2009	01/29/2010	1,250 000	5,612 43	7,574 00	-1,961 57	
National Bank Of Greece	09/30/2009	01/29/2010	919 000	4,126 25	6,741 78	-2,615 53	
National Bank Of Greece	12/18/2009	01/29/2010	817 000	3,668 28	3,987 12	-318 84	
			2,986 000	13,406 96	18,302 90	-4,895 94	
National Grid Plc Adr	01/13/2009	01/29/2010	73 000	3,662 58	3,500 58	162 00	
National Grid Plc Adr	01/30/2009	01/29/2010	52 000	2,608 97	2,426 02	182 95	
National Grid Plc Adr	06/01/2009	01/29/2010	33 000	1,655 69	1,643 40	12 29	
National Grid Plc Adr	07/01/2009	01/29/2010	24 000	1,204 13	1,102 32	101 81	
			182 000	9,131 37	8,672 32	297 05	
Nestle S A Reg B Adr	10/02/2008	01/29/2010	297 000	14,148 90	12,401 35	1,747 55	
Nestle S A Reg B Adr	11/04/2008	01/29/2010	87 000	4,144 63	3,555 25	589 38	
Nestle S A Reg B Adr	01/30/2009	01/29/2010	212 000	10,099 55	7,314 06	2,785 49	
Nestle S A Reg B Adr	06/01/2009	01/29/2010	60 000	2,858 36	2,215 80	642 56	

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Realized Gains and Losses

<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Long Term Gains</u>
Nestle S A Reg B Adi	07/01/2009	01/29/2010	51 000	2,429 61	1,967 07	462 54	
			707 000	33,681 05	27,453 53	3,890 59	2,336 93
Nissan Motor Spon Adi	12/14/2009	01/29/2010	282 000	4,605 00	4,705 45	-100 45	
Nissan Motor Spon Adi	12/14/2009	01/29/2010	200 000	3,273 95	3,337 20	-63 25	
			482 000	7,878 95	8,042 65	-163 70	
Norfolk Southern Corp	10/19/2009	01/29/2010	230 000	10,833 05	11,412 21	-579 16	
Norfolk Southern Corp	10/22/2009	01/29/2010	156 000	7,347 62	7,542 63	-195 01	
Norfolk Southern Corp	01/08/2010	01/29/2010	204 000	9,608 44	10,765 35	-1,156 91	
			590 000	27,789 11	29,720 19	-1,931 08	
Novartis A G Spon Adi	10/02/2008	01/29/2010	200 000	10,716 06	10,457 26		258 80
Novartis A G Spon Adi	10/02/2008	01/29/2010	100 000	5,358 27	5,228 63		129 64
Novartis A G Spon Adi	10/02/2008	01/29/2010	64 000	3,429 24	3,346 32		82 92
Novartis A G Spon Adi	01/30/2009	01/29/2010	36 000	1,928 94	1,485 72	443 22	
			100 000	5,358 18	4,832 04	443 22	82 92
Novartis A G Spon Adi	01/30/2009	01/29/2010	84 000	4,500 88	3,466 68	1,034 20	
Novartis A G Spon Adi	01/30/2009	01/29/2010	18 000	964 42	742 86	221 56	
Novartis A G Spon Adi	06/01/2009	01/29/2010	41 000	2,196 75	1,655 17	541 58	
			59 000	3,161 17	2,398 03	763 14	
Novartis A G Spon Adi	06/01/2009	01/29/2010	12 000	642 96	484 44	158 52	
Novartis A G Spon Adi	07/01/2009	01/29/2010	13 000	696 55	536 90	159 65	
			25 000	1,339 51	1,021 34	318 17	

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Realized Gains and Losses

<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Long Term Gains</u>
Novartis A G Spon Adi	07/01/2009	01/29/2010	16 000	857 30	660 80	196 50	
			584 000	31,291 37	28,064 78	2,755 23	471 36
Opportunity Fund Spe Offshore Lt	11/26/2008	02/18/2010	54 730	60,180 45	54,133 45		6,047 00
Opportunity Fund Spe Offshore Lt	11/26/2008	12/17/2010	24 170	20,060 15	23,906 55		-3,846 40
			78 900	80,240 60	78,040 00		2,200 60
Orix Corporation Adi	08/20/2009	01/29/2010	215 000	8,078 09	7,211 85	866 24	
Partnierre Ltd	11/27/2009	01/29/2010	147 000	10,988 55	11,318 35	-329 80	
Partnierre Ltd	12/07/2009	01/29/2010	150 000	11,212 80	11,423 85	-211 05	
			297 000	22,201 35	22,742 20	-540 85	
Petroleo Brasileiro Adif	10/02/2008	01/29/2010	332 000	11,965 46	10,404 38		1,561 08
Petroleo Brasileiro Adif	01/30/2009	01/29/2010	118 000	4,252 78	2,557 06	1,695 72	
Petroleo Brasileiro Adif	06/01/2009	01/29/2010	35 000	1,261 41	1,262 45	-1 04	
Petroleo Brasileiro Adif	07/01/2009	01/29/2010	48 000	1,729 95	1,586 40	143 55	
			533 000	19,209 60	15,810 29	1,838 23	1,561 08
Philip Morris Intl Inc	07/27/2009	01/29/2010	441 000	20,118 60	20,739 95	-621 35	
Philip Morris Intl Inc	09/14/2009	01/29/2010	167 000	7,618 61	8,002 96	-384 35	
			608 000	27,737 21	28,742 91	-1,005 70	
Plains All Amerc PpIn Lp	08/14/2009	01/29/2010	306 000	16,150 81	14,150 85	1,999 96	
Praxair Inc	08/04/2009	01/29/2010	268 000	20,196 25	20,949 91	-753 66	
Praxair Inc	01/20/2010	01/29/2010	115 000	8,666 30	9,270 78	-604 48	
			383 000	28,862 55	30,220 69	-1,358 14	
Procter & Gamble	04/18/2008	01/29/2010	132 000	8,144 30	8,882 06		-737 76

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Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Long Term Gains
Procter & Gamble	02/10/2009	01/29/2010	72 000	4,442 34	3,828 03	614 31	
Procter & Gamble	04/17/2009	01/29/2010	115 000	7,095 41	5,953 78	1,141 63	
Procter & Gamble	06/02/2009	01/29/2010	31 000	1,912 68	1,678 58	234 10	
Procter & Gamble	07/01/2009	01/29/2010	32 000	1,974 37	1,681 11	293 26	
			382 000	23,569 10	22,023 56	2,283 30	-737 76
R W E Ag Spon Adr	10/02/2008	01/29/2010	115 000	10,171 62	10,631 75		-460 13
R W E Ag Spon Adr	01/30/2009	01/29/2010	45 000	3,980 20	3,497 40	482 80	
R W E Ag Spon Adr	06/01/2009	01/29/2010	11 000	972 94	935 99	36 95	
R W E Ag Spon Adr	07/01/2009	01/29/2010	15 000	1,326 73	1,214 55	112 18	
			186 000	16,451 49	16,279 69	631 93	-460 13
Range Resources Corp	03/10/2009	01/29/2010	134 000	6,155 91	5,133 89	1,022 02	
Range Resources Corp	03/27/2009	01/29/2010	112 000	5,145 22	4,799 81	345 41	
Range Resources Corp	04/02/2009	01/29/2010	115 000	5,283 04	5,105 00	178 04	
Range Resources Corp	06/02/2009	01/29/2010	35 000	1,607 88	1,687 35	-79 47	
Range Resources Corp	07/01/2009	01/29/2010	85 000	3,904 86	3,520 05	384 81	
Range Resources Corp	12/28/2009	01/29/2010	98 000	4,502 07	5,222 02	-719 95	
			579 000	26,598 98	25,468 12	1,130 86	
Rio Tinto Plc Spon Adr	08/27/2009	01/29/2010	49 000	9,491 17	7,726 66	1,764 51	
Roche Hldg Ltd Spon Adrf	10/02/2008	01/29/2010	166 000	6,951 98	6,515 50		436 48
Roche Hldg Ltd Spon Adrf	01/30/2009	01/29/2010	59 000	2,470 89	2,070 90	399 99	
Roche Hldg Ltd Spon Adrf	06/01/2009	01/29/2010	26 000	1,088 87	903 50	185 37	
			251 000	10,511 74	9,489 90	585 36	436 48
Rockwell Automation Inc	02/04/2010	03/05/2010	50 000	2,793 49	2,380 50	412 99	
Rockwell Automation Inc	02/04/2010	03/05/2010	50 000	2,782 22	2,380 50	401 72	
Rockwell Automation Inc	02/04/2010	03/08/2010	50 000	2,818 63	2,380 50	438 13	

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Realized Gains and Losses

<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Long Term Gains</u>
Rockwell Automation Inc	02/04/2010	03/09/2010	50 000	2,799 59	2,380 50	419 09	
Rockwell Automation Inc	02/04/2010	03/19/2010	25 000	1,377 71	1,190 25	187 46	
Rockwell Automation Inc	02/04/2010	03/23/2010	100 000	5,648 93	4,761 00	887 93	
Rockwell Automation Inc	02/04/2010	03/26/2010	50 000	2,792 44	2,380 50	411 94	
Rockwell Automation Inc	02/04/2010	03/29/2010	50 000	2,790 11	2,380 50	409 61	
Rockwell Automation Inc	02/04/2010	03/29/2010	50 000	2,790 11	2,380 50	409 61	
			<u>475 000</u>	<u>26,593 23</u>	<u>22,614 75</u>	<u>3,978 48</u>	
Royal Kpn Nv Adr	10/02/2008	01/29/2010	352 000	5,807 92	5,135 15		672 77
Royal Kpn Nv Adr	01/30/2009	01/29/2010	244 000	4,025 95	3,262 28	763 67	
Royal Kpn Nv Adr	06/01/2009	01/29/2010	71 000	1,171 49	940 04	231 45	
			<u>667 000</u>	<u>11,005 36</u>	<u>9,337 47</u>	<u>995 12</u>	<u>672 77</u>
Sanoft Aventis Adr	10/02/2008	01/29/2010	81 000	2,987 32	2,699 48		287 84
Sanoft Aventis Adr	01/30/2009	01/29/2010	115 000	4,241 26	3,232 28	1,008 98	
Sanoft Aventis Adr	06/01/2009	01/29/2010	30 000	1,106 42	987 90	118 52	
Sanoft Aventis Adr	07/01/2009	01/29/2010	39 000	1,438 34	1,184 43	253 91	
			<u>265 000</u>	<u>9,773 34</u>	<u>8,104 09</u>	<u>1,381 41</u>	<u>287 84</u>
Schwab Value Advantage	07/07/2009	01/29/2010	26,060 970	26,060 97	26,060 97	0 00	
Schwab Value Advantage	07/15/2009	01/29/2010	58 550	58 55	58 55	0 00	
Schwab Value Advantage	08/05/2009	01/29/2010	15,000 000	15,000 00	15,000 00	0 00	
Schwab Value Advantage	08/17/2009	01/29/2010	12 390	12 39	12 39	0 00	
Schwab Value Advantage	09/15/2009	01/29/2010	5 800	5 80	5 80	0 00	
Schwab Value Advantage	10/13/2009	01/29/2010	20 000 000	20,000 00	20,000 00	0 00	
Schwab Value Advantage	10/15/2009	01/29/2010	4 500	4 50	4 50	0 00	
Schwab Value Advantage	11/16/2009	01/29/2010	3 060	3 06	3 06	0 00	
Schwab Value Advantage	12/31/2009	01/29/2010	1 560	1 56	1 56	0 00	

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<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Long Term Gains</u>
Schwab Value Advantage	01/15/2010	01/29/2010	0 280	0 28	0 28	0 00	
			61,147 110	61,147 11	61,147 11	0 00	
Societe Generale Spn Adrf	10/21/2009	01/29/2010	529 000	6,099 29	8,167 55	-2,068 26	
Statoil Asa Adi	10/02/2008	01/29/2010	100 000	2,235 10	2,057 26		177 84
Statoil Asa Adi	10/02/2008	01/29/2010	85 000	1,899 83	1,748 67		151 16
Statoil Asa Adi	10/02/2008	01/29/2010	20 000	447 02	411 45		35 57
Statoil Asa Adi	01/30/2009	01/29/2010	47 000	1,050 50	809 81	240 69	
Statoil Asa Adi	06/01/2009	01/29/2010	33 000	737 58	724 68	12 90	
			100 000	2,235 10	1,945 94	253 59	35 57
			285 000	6,370 03	5,751 87	253 59	364 57
Sterlite Industries Adrf	05/08/2009	01/29/2010	100 000	1,592 07	1,024 01	568 06	
Sterlite Industries Adrf	05/08/2009	01/29/2010	100 000	1,591 97	1,024 01	567 96	
Sterlite Industries Adrf	05/08/2009	01/29/2010	62 000	987 10	634 89	352 21	
Sterlite Industries Adrf	05/08/2009	01/29/2010	47 000	748 27	481 28	266 99	
Sterlite Industries Adrf	07/01/2009	01/29/2010	15 000	238 81	189 58	49 23	
			62 000	987 08	670 86	316 22	
Sterlite Industries Adrf	07/01/2009	01/29/2010	38 000	605 00	480 28	124 72	
Sterlite Industries Adrf	07/01/2009	01/29/2010	38 000	604 99	480 29	124 70	

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<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Long Term Gains</u>
Sterlite Industries Adit	07/01/2009	01/29/2010	38 000	604 97	480 28	124 69	
			438 000	6,973 18	4,794 62	2,178 56	
Suncor Energy Inc	04/18/2008	01/29/2010	213 000	6,709 47	12 382 78		-5,673 31
Suncor Energy Inc	05/05/2009	01/29/2010	272 000	8,567 98	7,607 19	960 79	
Suncor Energy Inc	07/01/2009	01/29/2010	64 000	2,015 99	1,920 79	95 20	
Suncor Energy Inc	08/14/2009	01/29/2010	82 000	2,582 99	2,750 03	-167 04	
			631 000	19,876 43	24,660 79	888 95	-5,673 31
Swiss Reinsurance Adit	01/15/2010	01/29/2010	166 000	7,164 46	8,240 94	-1,076 48	
Telefonica Spon Adit	10/02/2008	01/29/2010	100 000	7,162 90	7,020 28		142 62
Telefonica Spon Adit	10/02/2008	01/29/2010	38 000	2,721 60	2,667 71		53 89
Telefonica Spon Adit	01/30/2009	01/29/2010	50 000	3,581 05	2,673 50	907 55	
Telefonica Spon Adit	03/05/2009	01/29/2010	12 000	859 45	656 07	203 38	
			100 000	7,162 10	5,997 28	1,110 93	53 89
Telefonica Spon Adit	03/05/2009	01/29/2010	37 000	2,649 91	2,022 88	627 03	
Telefonica Spon Adit	06/01/2009	01/29/2010	29 000	2,076 95	1,874 56	202 39	
Telefonica Spon Adit	07/01/2009	01/29/2010	10 000	716 19	689 10	27 09	
			76 000	5,443 05	4 586 54	856 51	
			276 000	19,768 05	17,604 10	1,967 44	196 51
Tenaris S A Adit	09/24/2009	01/29/2010	100 000	4,385 01	3,519 38	865 63	
Tenaris S A Adit	09/24/2009	01/29/2010	100 000	4,384 98	3,519 38	865 60	
Tenaris S A Adit	09/24/2009	01/29/2010	20 000	876 81	703 88	172 93	

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<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Long Term Gains</u>
Tenaris S A Adt	01/13/2010	01/29/2010	80 000	3,507 23	3,764 81	-257 58	
			100 000	4,384 04	4,468 69	-84 65	
Tenaris S A Adt	01/13/2010	01/29/2010	85 000	3,726 62	4,000 12	-273 50	
			385 000	16,880 65	15,507 57	1,373 08	
The Charles Schwab Corp	09/24/2009	01/26/2010	899 000	17,025 85	16,900 21	125 64	
The Charles Schwab Corp	09/24/2009	01/29/2010	267 000	4,872 69	5,019 31	-146 62	
The Charles Schwab Corp	01/15/2010	01/29/2010	485 000	8,851 13	9,185 42	-334 29	
			752 000	13,723 82	14,204 73	-480 91	
			1,651 000	30,749 67	31,104 94	-355 27	
Thompson Creek Metals	09/08/2009	01/29/2010	610 000	7,100 92	7,811 90	-710 98	
Thompson Creek Metals	11/17/2009	01/29/2010	676 000	7,869 21	8,120 79	-251 58	
			1,286 000	14,970 13	15,932 69	-962 56	
Tokio Maime Hldgs Adt	10/22/2008	01/29/2010	127 000	3,384 51	3,858 86		-474 35
Tokio Maime Hldgs Adt	12/15/2008	01/29/2010	168 000	4,477 14	4,607 60		-130 46
Tokio Maime Hldgs Adt	01/30/2009	01/29/2010	121 000	3,224 61	3,194 40	30 21	
Tokio Maime Hldgs Adt	07/01/2009	01/29/2010	44 000	1,172 58	1,216 60	-44 02	
			460 000	12,258 84	12,877 46	-618 62	
Total S A Adt	10/02/2008	01/29/2010	313 000	18,016 37	17,696 39		319 98
Total S A Adt	01/30/2009	01/29/2010	103 000	5,928 70	5,119 04	809 66	
Total S A Adt	06/01/2009	01/29/2010	25 000	1,439 00	1,484 25	-45 25	
Total S A Adt	07/01/2009	01/29/2010	43 000	2,475 09	2,369 29	105 80	
			484 000	27,859 16	26,668 97	870 21	319 98
Toyota Motor Cp Adt Newf	10/02/2008	01/29/2010	88 000	6,781 32	6,929 30		-147 98

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Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Long Term Gains
Toyota Motor Cp Adr Newf	01/30/2009	01/29/2010	12 000	924 73	759 96	164 77	
			100 000	7,706 05	7 689 26	164 77	-147 98
Toyota Motor Cp Adr Newf	01/30/2009	01/29/2010	15 000	1,155 91	949 95	205 96	
Toyota Motor Cp Adr Newf	06/01/2009	01/29/2010	9 000	693 55	735 39	-41 84	
Toyota Motor Cp Adr Newf	07/01/2009	01/29/2010	6 000	462 36	451 98	10 38	
			30 000	2,311 82	2,137 32	174 50	
			130 000	10,017 87	9,826 58	339 27	-147 98
Turkcell Iletism New Adrf	10/02/2008	01/29/2010	676 000	12,296 96	10,286 56		2,010 40
Turkcell Iletism New Adrf	10/02/2008	01/29/2010	55 000	1,000 44	836 92		163 52
Turkcell Iletism New Adrf	01/30/2009	01/29/2010	193 000	3,510 62	2,541 21	969 41	
Turkcell Iletism New Adrf	06/01/2009	01/29/2010	52 000	945 87	716 04	229 83	
			300 000	5,456 93	4,094 17	1,199 24	163 52
Turkcell Iletism New Adrf	06/01/2009	01/29/2010	23 000	418 36	316 71	101 65	
Turkcell Iletism New Adrf	07/01/2009	01/29/2010	77 000	1,400 61	1,078 77	321 84	
			100 000	1,818 97	1,395 48	423 49	
			1,076 000	19,572 86	15,776 21	1,622 73	2,173 92
Tyco Electronics Ltd	02/04/2010	04/21/2010	50 000	1,443 88	1,252 43	191 45	
Tyco Electronics Ltd	02/04/2010	04/22/2010	75 000	2,158 31	1,878 64	279 67	
Tyco Electronics Ltd	02/04/2010	10/08/2010	100 000	2,985 08	2,504 85	480 23	
Tyco Electronics Ltd	02/04/2010	10/11/2010	100 000	3,012 34	2,504 85	507 49	

Realized Gains and Losses
From 12/31/2009 to 12/31/2010

WF - Roll Up Acct # WF - Roll Up

Realized Gains and Losses

<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Long Term Gains</u>
Tyco Electronics Ltd	02/04/2010	10/12/2010	125 000	3,785 62	3,131 06	654 56	
			450 000	13,385 23	11,271 83	2,113 40	
Unilever Plc Adr New	10/09/2008	01/29/2010	186 000	5,678 51	4,309 04		1,369 47
Unilever Plc Adr New	01/30/2009	01/29/2010	68 000	2,076 01	1,491 92	584 09	
Unilever Plc Adr New	03/16/2009	01/29/2010	243 000	7,418 69	4,529 08	2,889 61	
Unilever Plc Adr New	06/01/2009	01/29/2010	3 000	91 59	72 27	19 32	
			500 000	15,264 80	10,402 31	3,493 02	1,369 47
Unilever Plc Adr New	06/01/2009	01/29/2010	49 000	1,495 95	1 180 41	315 54	
Unilever Plc Adr New	07/01/2009	01/29/2010	32 000	976 94	772 16	204 78	
			81 000	2,472 89	1,952 57	520 32	
			581 000	17,737 69	12,354 88	4,013 34	1,369 47
Vanguard Intern Term	01/30/2009	01/29/2010	46,296 292	453,703 67	399,999 97	53,703 70	
Vanguard Intern Term	03/02/2009	01/29/2010	191 831	1,879 94	1,624 81	255 13	
Vanguard Intern Term	03/27/2009	01/29/2010	43 857	429 80	371 91	57 89	
Vanguard Intern Term	03/27/2009	01/29/2010	93 200	913 36	790 30	123 06	
Vanguard Intern Term	04/01/2009	01/29/2010	216 776	2,124 40	1,840 43	283 97	
Vanguard Intern Term	05/01/2009	01/29/2010	210 201	2,059 97	1,820 34	239 63	
Vanguard Intern Term	05/29/2009	01/29/2010	3,968 251	38,888 86	35,357 12	3,531 74	
			51,020 408	500,000 00	441,804 88	58,195 12	
Verisk Analytics, Inc	10/12/2009	01/29/2010	404 000	11,350 51	10,702 97	647 54	
Verisk Analytics, Inc	11/30/2009	01/29/2010	421 000	11,828 14	11,369 02	459 12	
			825 000	23,178 65	22,071 99	1,106 66	
Vornado Realty TRUST	04/22/2009	01/29/2010	18 000	1,159 32	814 20	345 12	
Vornado Realty TRUST	06/12/2009	01/29/2010	2 000	128 81	96 20	32 61	
Vornado Realty TRUST	07/01/2009	01/29/2010	54 000	3,477 95	2,471 03	1,006 92	
Vornado Realty TRUST	07/22/2009	01/29/2010	140 000	9,016 90	6,849 05	2,167 85	

Webber Family Foundation
 2010 Form 990-PF
 EIN 74-2927126

Sheet 13

Realized Gains and Losses
 From 12/31/2009 to 12/31/2010

WT - Roll Up Acct # WT - Roll Up

Realized Gains and Losses

Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Long Term Gains
Vornado Realty TRUST	09/14/2009	01/29/2010	1 000	64 41	54 27	10 14	
Vornado Realty TRUST	12/14/2009	01/29/2010	1 000	64 41	68 77	-4 36	
			216 000	13,911 80	10 353 52	3,558 28	
Zurich Int'l Svcs Adh	12/05/2008	01/29/2010	183 000	3,868 57	3,524 29		344 28
Zurich Finl Svcs Adh	01/30/2009	01/29/2010	86 000	1,818 01	1 557 46	260 55	
Zurich Finl Svcs Adh	07/01/2009	01/29/2010	38 000	803 31	684 00	119 31	
			307 000	6,489 89	5,765 75	379 86	344 28
Short Term Gains				2,751,177 73	2,596,640 55	154,537 18	
Long Term Gains				1,941,562 24	1,773,710 40		167,851 84
Total (Sales)				4,692,739 97	4,370,350 95	154,537 18	167,851 84

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

Department of the Treasury
Internal Revenue Service► **File a separate application for each return.**• If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)**Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868

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

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).A corporation required to file Form 990-T and requesting an automatic 6-month extension — check this box and complete Part I only ☐*All other corporations (including 1120-C filers), partnerships, REMICS, and trusts must use Form 7004 to request an extension of time to file income tax returns*

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization	Employer identification number
	The Webber Family Foundation	74-2927126
	Number, street, and room or suite number. If a P.O. box, see instructions.	
	3112 Windsor Rd., #A336	
	City, town, or post office, state, and ZIP code. For a foreign address, see instructions.	
	Austin, TX 78703-2350	

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

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

• The books are in the care of ► Neil Webber, PresidentTelephone No. ► 512-495-9494 FAX No. ► 512-495-9496• If the organization does not have an office or place of business in the United States, check this box ☐• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15, 20 11, to file the exempt organization return for the organization named above. The extension is for the organization's return for
- ☒ calendar year 20 10 or
- ☐ tax year beginning _____, 20 _____, and ending _____, 20 _____

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	23,777.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	10,277.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	13,500.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.**BAA For Paperwork Reduction Act Notice, see Instructions.**

Form 8868 (Rev. 1-2011)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print	Name of exempt organization	Employer identification number
	The Webber Family Foundation	74-2927126
	Number, street, and room or suite number. If a P.O. box, see instructions	
	Steve Shook, CPA 6836 Austin Center Blvd. Ste 245	
File by the extended due date for filing the return. See instructions	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	Austin, TX 78731	

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

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in care of ☒ Neil Webber, President
Telephone No ☒ 512-495-9494 FAX No ☒ 512-495-9496
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until 11/15, 2011

5 For calendar year 2010, or other tax year beginning _____, 20____, and ending _____, 20____

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

7 State in detail why you need the extension The Foundation is awaiting information from third parties, and respectfully requests an additional extension of time necessary to file a complete and accurate return.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a \$	17,647.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b \$	23,777.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c \$	0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ☐ Title ☐ Date ☐

BAA

FIFZ0502L 11/15/10

Form 8868 (Rev 1-2011)