SCANNED NOV 15 2011

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning , 2010, and ending , 20

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

Name of foundation: ROCKWELL FUND, INC.

A Employer identification number: 74-6040258

Number and street (or P O. box number if mail is not delivered to street address): 770 S. POST OAK LANE — Room/suite: 525

B Telephone number (see page 10 of the instructions): (713) 629-9022

City or town, state, and ZIP code: HOUSTON, TX 77056-6660

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 85,758,388.

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)	424,915.			
	2	Check ▶ ☐ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	1,515.	1,515.		ATCH 1
	4	Dividends and interest from securities	4,277,531.	4,277,300.		ATCH 2
	5a	Gross rents	-58,719.	-58,719.		
	b	Net rental income or (loss) -58,719.				
	6a	Net gain or (loss) from sale of assets not on line 10	-3,164,164.			
	b	Gross sales price for all assets on line 6a 13,044,475.				
	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 or (loss) (attach schedule)				
	11	Other income (attach schedule)	88,863.	88,863.		ATCH 3
	12	**Total.** Add lines 1 through 11	1,569,941.	4,308,959.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	748,035.	345,468.		402,567.
	14	Other employee salaries and wages	470,413.	38,361.		432,052.
	15	Pension plans, employee benefits	247,449.	77,846.		169,603.
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				
	17	Interest ATTACHMENT 4	86,345.	86,345.		
	18	Taxes (attach schedule) (see page 14 of the instructions) **	176,107.	64,620.		45,575.
	19	Depreciation (attach schedule) and depletion	15,866.	7,934.		
	20	Occupancy	87,894.	35,158.		52,736.
	21	Travel, conferences, and meetings	15,307.	1,501.		13,806.
	22	Printing and publications				
	23	Other expenses (attach schedule) ATCH 6	605,652.	351,727.		-217,245.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	2,453,068.	1,008,960.		899,094.
	25	Contributions, gifts, grants paid	2,881,517.			2,881,517.
	26	**Total expenses and disbursements** Add lines 24 and 25	5,334,585.	1,008,960.		3,780,611.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-3,764,644.			
	b	**Net investment income** (if negative, enter -0-)		3,299,999.		
	c	**Adjusted net income** (if negative, enter -0-)				

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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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets			
1 Cash - non-interest-bearing	46,655.	2,712.	2,712.
2 Savings and temporary cash investments	939,569.	1,797,811.	1,797,811.
3 Accounts receivable ▶			
Less allowance for doubtful accounts ▶			
4 Pledges receivable ▶			
Less allowance for doubtful accounts ▶			
5 Grants receivable			
6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
7 Other notes and loans receivable (attach schedule) ▶ *		* 4,554,977.	ATCH 7
Less: allowance for doubtful accounts ▶	4,520,062.	4,554,977.	4,554,977.
8 Inventories for sale or use			
9 Prepaid expenses and deferred charges ATCH 8	7,159.	4,404.	4,404.
10a Investments - U S and state government obligations (attach schedule)			
b Investments - corporate stock (attach schedule) ATCH 9	56,875,770.	57,840,985.	55,850,983.
c Investments - corporate bonds (attach schedule) ATCH 10	8,874,246.	10,651,435.	9,444,675.
11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶			
12 Investments - mortgage loans	22,668,417.	17,310,816.	3,003,795.
13 Investments - other (attach schedule) ATCH 11	11,055,030.	10,588,284.	11,023,969.
14 Land, buildings, and equipment basis ▶ 142,917.			
Less accumulated depreciation (attach schedule) ▶ 111,852.	40,628.	31,065.	31,065.
15 Other assets (describe ▶ ATCH 12)	1,564,010.	43,997.	43,997.
16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	106,591,546.	102,826,486.	85,758,388.
Liabilities			
17 Accounts payable and accrued expenses			
18 Grants payable			
19 Deferred revenue			
20 Loans from officers, directors, trustees, and other disqualified persons			
21 Mortgages and other notes payable (attach schedule)			
22 Other liabilities (describe ▶ ATCH 13)	250.	70.	
23 **Total liabilities** (add lines 17 through 22)	250.	70.	
Net Assets or Fund Balances			
Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
24 Unrestricted			
25 Temporarily restricted			
26 Permanently restricted			
Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
27 Capital stock, trust principal, or current funds			
28 Paid-in or capital surplus, or land, bldg , and equipment fund	18,329,447.	18,329,447.	
29 Retained earnings, accumulated income, endowment, or other funds	88,261,849.	84,496,969.	
30 **Total net assets or fund balances** (see page 17 of the instructions)	106,591,296.	102,826,416.	
31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	106,591,546.	102,826,486.	

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	106,591,296.
2 Enter amount from Part I, line 27a	2	-3,764,644.
3 Other increases not included in line 2 (itemize) ▶ ATTACHMENT 14	3	163.
4 Add lines 1, 2, and 3	4	102,826,815.
5 Decreases not included in line 2 (itemize) ▶ ATTACHMENT 15	5	399.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	102,826,416.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co)	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo., day, yr)
1a	SEE PART IV SCHEDULE			
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) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				

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	-3,162,925.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8.		3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	4,702,431.	75,149,038.	0.062575
2008	5,715,714.	93,791,930.	0.060940
2007	5,196,408.	118,612,221.	0.043810
2006	5,552,544.	118,363,805.	0.046911
2005	5,547,463.	114,953,721.	0.048258

2	**Total** of line 1, column (d)	2	0.262494
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	0.052499
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	80,562,548.
5	Multiply line 4 by line 3	5	4,229,453.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	33,000.
7	Add lines 5 and 6	7	4,262,453.
8	Enter qualifying distributions from Part XII, line 4	8	3,780,611.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ____________ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	66,000.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b) FORM 8621		11
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	66,011.
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	66,011.
6	Credits/Payments:		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a: 71,450.		
b	Exempt foreign organizations-tax withheld at source — 6b: 0.		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 0.		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	71,450.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	54.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	5,385.
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶ 5,385. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation ▶ $ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ TX,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

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

Website address ▶ WWW.ROCKFUND.ORG

14 The books are in care of ▶ MARGARET E. MCCONN Telephone no. ▶ 713-341-5346

Located at ▶ 770 S POST OAK LN, STE 525 HOUSTON, TX ZIP + 4 ▶ 77056-6660

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

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

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

5a During the year did the foundation pay or incur any amount to:		
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No		
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No		
(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	5b	X
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? ☐ Yes ☒ No		
If "Yes," attach the statement required by Regulations section 53.4945-5(d)		
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b	X
If "Yes" to 6b, file Form 8870		
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	7b	

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 16		748,035.	103,744.	0.

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 17		372,922.	96,876.	0.

Total number of other employees paid over $50,000 ▶ 1

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

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

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

Total number of others receiving over $50,000 for professional services ▶ NONE

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

JSA
0E1465 1 000

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	80,071,261.
b	Average of monthly cash balances	1b	1,662,851.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	55,277.
d	**Total** (add lines 1a, b, and c)	1d	81,789,389.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	81,789,389.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	1,226,841.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	80,562,548.
6	**Minimum investment return.** Enter 5% of line 5	6	4,028,127.

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

1	Minimum investment return from Part X, line 6			1	4,028,127.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	66,011.		
b	Income tax for 2010 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	66,011.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	3,962,116.
4	Recoveries of amounts treated as qualifying distributions			4	120,453.
5	Add lines 3 and 4			5	4,082,569.
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	4,082,569.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	3,780,611.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	0.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	3,780,611.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	3,780,611.

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

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

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				4,082,569.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			3,614,707.	
b Total for prior years. 20 08 ,20 07 ,20 06				
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009 — 0.				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 3,780,611.				
a Applied to 2009, but not more than line 2a			3,614,707.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2010 distributable amount				165,904.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (*If an amount appears in column (d), the same amount must be shown in column (a).*)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions				
e Undistributed income for 2009. Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				3,916,665.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010 — 0.				

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Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

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

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

ATTACHMENT 18

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

ATTACHMENT 19

c Any submission deadlines:

ROLLING DEADLINES

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

ATTACHMENT 20

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ATTACHMENT 21				
Total ▶ 3a				2,881,517.
b *Approved for future payment*				
ATTACHMENT 22				
Total ▶ 3b				400,000.

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Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See page 28 of the instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	1,515.	
4 Dividends and interest from securities			14	4,277,531.	
5 Net rental income or (loss) from real estate					
a Debt-financed property	525990	-15,859.			
b Not debt-financed property	525990	5,986.	16	-47,869.	
6 Net rental income or (loss) from personal property			16	-977.	
7 Other investment income	525990	5,073.	14	83,790.	
8 Gain or (loss) from sales of assets other than inventory	525990	3,531.	18	-3,167,695.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		-1,269.		1,146,295.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 1,145,026.

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

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

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

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

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

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

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

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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

Signature of officer or trustee: [signature] Date: 11-7-11 Title: President

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN

Firm's name ▶ Firm's EIN ▶

Firm's address ▶ Phone no

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Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	**Schedule of Contributors** ▶ Attach to Form 990, 990-EZ, or 990-PF.	OMB No 1545-0047 **2010**

Name of the organization	Employer identification number
ROCKWELL FUND, INC.	74-6040258

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor. Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of $5,000 or more during the year . . . . ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization ROCKWELL FUND, INC.

Employer identification number 74-6040258

Part I **Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	TEXAS DEPT. OF HOUSING & COMM. AFFAIRS 221 EAST 11TH STREET AUSTIN, TX 78701-2410	$ 424,415.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

Form **4797**

Department of the Treasury Internal Revenue Service (99)

Sales of Business Property
(Also Involuntary Conversions and Recapture Amounts Under Sections 179 and 280F(b)(2))

▶ Attach to your tax return. ▶ See separate instructions.

OMB No 1545-0184

2010

Attachment Sequence No 27

Name(s) shown on return: ROCKWELL FUND, INC.

Identifying number: 74-6040258

1 Enter the gross proceeds from sales or exchanges reported to you for 2010 on Form(s) 1099-B or 1099-S (or substitute statement) that you are including on line 2, 10, or 20 (see instructions) . . . 1

Part I Sales or Exchanges of Property Used In a Trade or Business and Involuntary Conversions From Other Than Casualty or Theft - Most Property Held More Than 1 Year (see instructions)

2 (a) Description of property	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Gross sales price	(e) Depreciation allowed or allowable since acquisition	(f) Cost or other basis, plus improvements and expense of sale	(g) Gain or (loss) Subtract (f) from the sum of (d) and (e)
ATTACHMENT 25						-1,239.

3 Gain, if any, from Form 4684, line 42	3	
4 Section 1231 gain from installment sales from Form 6252, line 26 or 37	4	
5 Section 1231 gain or (loss) from like-kind exchanges from Form 8824	5	
6 Gain, if any, from line 32, from other than casualty or theft	6	
7 Combine lines 2 through 6 Enter the gain or (loss) here and on the appropriate line as follows:	7	-1,239.

Partnerships (except electing large partnerships) and S corporations. Report the gain or (loss) following the instructions for Form 1065, Schedule K, line 10, or Form 1120S, Schedule K, line 9. Skip lines 8, 9, 11, and 12 below

Individuals, partners, S corporation shareholders, and all others. If line 7 is zero or a loss, enter the amount from line 7 on line 11 below and skip lines 8 and 9. If line 7 is a gain and you did not have any prior year section 1231 losses, or they were recaptured in an earlier year, enter the gain from line 7 as a long-term capital gain on the Schedule D filed with your return and skip lines 8, 9, 11, and 12 below

8 Nonrecaptured net section 1231 losses from prior years (see instructions)	8	
9 Subtract line 8 from line 7 If zero or less, enter -0- If line 9 is zero, enter the gain from line 7 on line 12 below. If line 9 is more than zero, enter the amount from line 8 on line 12 below and enter the gain from line 9 as a long-term capital gain on the Schedule D filed with your return (see instructions)	9	

Part II Ordinary Gains and Losses (see instructions)

10 Ordinary gains and losses not included on lines 11 through 16 (include property held 1 year or less)

11 Loss, if any, from line 7	11	(1,239)
12 Gain, if any, from line 7 or amount from line 8, if applicable	12	
13 Gain, if any, from line 31	13	
14 Net gain or (loss) from Form 4684, lines 34 and 41a	14	
15 Ordinary gain from installment sales from Form 6252, line 25 or 36	15	
16 Ordinary gain or (loss) from like-kind exchanges from Form 8824	16	
17 Combine lines 10 through 16	17	-1,239.
18 For all except individual returns, enter the amount from line 17 on the appropriate line of your return and skip lines a and b below For individual returns, complete lines a and b below:		
a If the loss on line 11 includes a loss from Form 4684, line 38, column (b)(ii), enter that part of the loss here Enter the part of the loss from income-producing property on Schedule A (Form 1040), line 28, and the part of the loss from property used as an employee on Schedule A (Form 1040), line 23 Identify as from "Form 4797, line 18a" See instructions	18a	
b Redetermine the gain or (loss) on line 17 excluding the loss, if any, on line 18a Enter here and on Form 1040, line 14	18b	

For Paperwork Reduction Act Notice, see separate Instructions.

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Part III **Gain From Disposition of Property Under Sections 1245, 1250, 1252, 1254, and 1255** (see instructions)

19 (a) Description of section 1245, 1250, 1252, 1254, or 1255 property	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)
A		
B		
C		
D		

These columns relate to the properties on lines 19A through 19D. ▶		Property A	Property B	Property C	Property D
20 Gross sales price (**Note:** *See line 1 before completing.*)	20				
21 Cost or other basis plus expense of sale	21				
22 Depreciation (or depletion) allowed or allowable	22				
23 Adjusted basis Subtract line 22 from line 21	23				
24 Total gain Subtract line 23 from line 20	24				
25 **If section 1245 property:**					
a Depreciation allowed or allowable from line 22	25a				
b Enter the **smaller** of line 24 or 25a	25b				
26 **If section 1250 property:** If straight line depreciation was used, enter -0- on line 26g, except for a corporation subject to section 291					
a Additional depreciation after 1975 (see instructions)	26a				
b Applicable percentage multiplied by the **smaller** of line 24 or line 26a (see instructions)	26b				
c Subtract line 26a from line 24. If residential rental property or line 24 is not more than line 26a, skip lines 26d and 26e	26c				
d Additional depreciation after 1969 and before 1976	26d				
e Enter the **smaller** of line 26c or 26d	26e				
f Section 291 amount (corporations only)	26f				
g Add lines 26b, 26e, and 26f	26g				
27 ***If section 1252 property:*** *Skip this section if you did not dispose of farmland or if this form is being completed for a partnership (other than an electing large partnership)*					
a Soil, water, and land clearing expenses	27a				
b Line 27a multiplied by applicable percentage (see instructions)	27b				
c Enter the **smaller** of line 24 or 27b	27c				
28 **If section 1254 property:**					
a Intangible drilling and development costs, expenditures for development of mines and other natural deposits, mining exploration costs, and depletion (see instructions)	28a				
b Enter the **smaller** of line 24 or 28a	28b				
29 **If section 1255 property:**					
a Applicable percentage of payments excluded from income under section 126 (see instructions)	29a				
b Enter the **smaller** of line 24 or 29a (see instructions)	29b				

Summary of Part III Gains. Complete property columns A through D through line 29b before going to line 30.

30 Total gains for all properties. Add property columns A through D, line 24	30	
31 Add property columns A through D, lines 25b, 26g, 27c, 28b, and 29b Enter here and on line 13	31	
32 Subtract line 31 from line 30 Enter the portion from casualty or theft on Form 4684, line 36 Enter the portion from other than casualty or theft on Form 4797, line 6	32	

Part IV **Recapture Amounts Under Sections 179 and 280F(b)(2) When Business Use Drops to 50% or Less** (see instructions)

		(a) Section 179	(b) Section 280F(b)(2)
33 Section 179 expense deduction or depreciation allowable in prior years	33		
34 Recomputed depreciation (see instructions)	34		
35 Recapture amount Subtract line 34 from line 33 See the instructions for where to report	35		

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BANK OF AMERICA CASH FUND	3.	3.
FROST BANK SEI DAILY INC. TR. PRIME OBL	494.	494.
RBC CAPITAL	10.	10.
MORGAN STANLEY SMITH BARNEY MONEY FUNDS	536.	536.
NOTHERN INST. GOV SELECT-SENTINEL	2.	2.
WELLS FARGO	142.	142.
WELLS FARGO CD	135.	135.
US TREASURY	193.	193.
TOTAL	1,515.	1,515.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ING CORE EQUITY RESEARCH FUND	2,635.	2,635.
NEW ECONOMY FUND CLASS A	6,808.	6,808.
WASHINGTON MUTUAL INVESTORS FUND CL A	68,407.	68,407.
POWERSHARES DYNAMIC BASIC MATERIALS	2,958.	2,958.
POWERSHARES QQQ TR SER 1	2,092.	2,092.
SPDR FJI EFT (FORMERLY DIAMONDS TRUST)	2,125.	2,125.
ISHARES RUSSELL 2000 INDEX	26,805.	26,805.
ALCOA	222.	222.
APACHE CORP	600.	600.
AT&T	53,340.	53,340.
BANK OF AMERICA	320.	320.
BOEING CO	18,900.	18,900.
CATERPILLAR INC	24,080.	24,080.
CHESAPEAKE ENERGY CO	1,200.	1,200.
COLGATE PALMOLIVE	7,105.	7,105.
EXXON MOBIL CORP	8,635.	8,635.
FRONTIER COMMUNICATIONS CORP	397.	397.
GENERAL ELECTRIC	12,600.	12,600.
HOME DEPOT	12.	12.
JOHNSON & JOHNSON	63,300.	63,300.
LEGG MASON INC	350.	350.
MARATHON OIL CORP	4,653.	4,653.
MICROSOFT CORP	16,500.	16,500.
SUNOCO INC	3,600.	3,600.
UNITED PARCEL SERVICE	14,100.	14,100.
VERIZON COMMUNICATIONS	21,375.	21,375.
WELLS FARGO	398.	398.
XTO ENERGY	1,875.	1,875.
ROCKWELL LUMBER COMPANY	75,000.	75,000.
ALLIANZ SE ADR	5,186.	5,186.
ASTRAZENECA PLC SPON ADR	3,133.	3,133.
ATLAS COPCO	975.	975.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AXA	2,077.	2,077.
BAE SYSTEMS	1,888.	1,888.
BANCO BRADESCO SPONS ADR	1,124.	1,124.
BARCLAYS	1,491.	1,491.
BAYER AG SPONS ADR	1,476.	1,476.
BHP BILLITON LTD	1,740.	1,740.
BNP PARIBAS	3,496.	3,496.
CENTRICA	1,321.	1,321.
CNOOC LTD	3,162.	3,162.
COMPASS GROUP PLC ADR	1,556.	1,556.
CREDIT SUISSE GROUP	5,707.	5,707.
CSI LTD	746.	746.
DIAGEO PLC	3,592.	3,592.
ELECTRIC POWER DEV CO LTD	1,712.	1,712.
FAIRFAX FINANCIAL HOLDINGS LTD	1,600.	1,600.
FOMENTO ECONOMICO MEXICANO	510.	510.
FRANCE TELECOM SA	4,556.	4,556.
FUJITSU LTD ADR	801.	801.
GLAXOSMITHKLINE PLC	3,733.	3,733.
HANNOVER REINS CORP	6,117.	6,117.
HONDA MOTOR CO LTD ADR	1,008.	1,008.
HONG KONG ELECTRIC HLDGS	3,554.	3,554.
HSBC HOLDINGS	1,443.	1,443.
KB FINANCIAL GROUP ADR	103.	103.
KEPPEL CORP	5,212.	5,212.
KOMATSU	1,209.	1,209.
MACQUARIE GROUP SPONS ADR	1,367.	1,367.
MAKITA CORP ADR	2,414.	2,414.
MARKS & SPENCER	211.	211.
MITSUBISHI CORP	1,006.	1,006.
NESTLE SA	2,759.	2,759.
NIDEC CORP	489.	489.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
NINTENDO CO LTD ADR	1,952.	1,952.
NIPPON STEEL CORP	268.	268.
NIPPON TEL & TEL SPON ADR	1,484.	1,484.
NOVO-NORDISK AS ADR	2,311.	2,311.
PEARSON PLC SPONS ADR	1,950.	1,950.
RECKITT BENCKISER GP ADR	3,226.	3,226.
ROYAL BANK OF CANADA	4,292.	4,292.
ROYAL DUTCH SHELL PLC ADR	9,308.	9,308.
RWE AG SPONS ADR	9,308.	9,308.
SANOFI-AVENTIS	4,249.	4,249.
SIEMENS AG	718.	718.
SILICONWARE PRECISION INDS	5,268.	5,268.
SOLVAY SA	2,994.	2,994.
SUMITOMO MITSUI FINL GROUP INC ADR	1,338.	1,338.
TAKEDA PHARMACEUTICAL CO	5,488.	5,488.
TNT NV	2,539.	2,539.
TOTAL SA	15,425.	15,425.
TOYOTA MOTOR CORP	999.	999.
UNILEVER PLC	5,202.	5,202.
UPM MYMMENE CORP	2,153.	2,153.
VERBUND AG (FORMERLY OEST ELEKTRIZATS)	1,354.	1,354.
VINCI SA ADR	104.	104.
VIVENDI SA SPONS ADR	2,662.	2,662.
VODAFONE GROUP PLC	5,971.	5,971.
BLDRS EMERGING MKTS 50 ADR	1,703.	1,703.
INDIA FUND	990.	990.
ISHARES FTSE CHINA INDEX FUND	5,068.	5,068.
ISHARES MSCI AUSTRALIA INDEX FUND	12,595.	12,595.
ISHARES MSCI BRAZIL FREE INDEX FUND	10,210.	10,210.
ISHARES MSCI CANADA INDEX FUND	5,931.	5,931.
ISHARES MSCI EMERGING MARKET INDEX FUND	2,258.	2,258.
ISHARES MSCI FRANCE INDEX FUND	7,247.	7,247.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ISHARES MSCI GERMANY INDEX FUND	2,979.	2,979.
ISHARES MSCI HONG KONG INDEX	6,711.	6,711.
ISHARES MSCI INDONESIA	47.	47.
ISHARES MSCI ISRAEL INDEX	668.	668.
ISHARES MSCI ITALY INDEX	1,784.	1,784.
ISHARES MSCI JAPAN INDEX FUND	12,431.	12,431.
ISHARES MSCI MAYLASIA FREE	1,526.	1,526.
ISHARES MSCI MEXICO FREE	2,136.	2,136.
ISHARES MSCI NETHERLANDS INDEX	973.	973.
ISHARES MSCI NEW ZEALAND	698.	698.
ISHARES MSCI PHILLIPINES	27.	27.
ISHARES MSCI SINGAPORE INDEX	8,516.	8,516.
ISHARES MSCI SOUTH AFRICA INDEX	1,297.	1,297.
ISHARES MSCI SOUTH KOREA INDEX	3,034.	3,034.
ISHARES MSCI SPAIN INDEX FUND	12,293.	12,293.
ISHARES MSCI SWITZERLAND INDEX	4,258.	4,258.
ISHARES MSCI THAILAND INDEX	3,735.	3,735.
ISHARES MSCI TAIWAN INDEX	6,707.	6,707.
ISHARES MSCI TURKEY INDEX	3,319.	3,319.
ISHARES MSCI UNITED KINGDOM INDEX	23,680.	23,680.
FIRST TRUST ISE GLBL ENGNRNG & CONSTR	4,587.	4,587.
POWERSHARES DWA EMERG MKTS	2,654.	2,654.
POWERSHARES GLOBAL PROG TRANSPORTATION	830.	830.
POWERSHARES EM MRKTS SOV DEBT	58,897.	58,897.
CAPITAL WORLD GROWTH & INCOME FUND	35,283.	35,283.
EURO PACIFIC GROWTH FUND	21,408.	21,408.
INTERNATIONAL GROWTH & INCOME FUND	33,370.	33,370.
NEW WORLD FUND INC	26,950.	26,950.
TEMPLETON FRONTIER MARKETS FUND	356.	356.
CAPITAL WORLD BOND FUND	54,028.	54,028.
TEMPLETON GLOBAL BOND FUND	69,796.	69,796.
ING GLOBAL REAL ESTATE FUND	12,747.	12,747.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FSP-505 WATERFORD CORP.	9,336.	9,336.
FSP-303 EAST WACKER DRIVE	11,703.	11,703.
FSP-LAKESIDE CROSSING II CORP	26,079.	26,079.
FSP-PHOENIX TOWER CORP.	4,396.	4,396.
FRANKLIN STREET PARTNERS CORP.	157,416.	157,416.
SANTANDAR FINANCE PREF 6.8%	3,400.	3,400.
STERLING BANCSHARES CAP TR III 8.3% PFD	41,500.	41,500.
WESTERN CAPITAL PARTNERS, LLC PFD	94,099.	94,099.
ALBERTSON'S 8% 5/1/31	82,650.	82,650.
ALCOA 6.75% 7/15/18	7,973.	7,973.
ALLEGHENY GENERATING CO 6.875% 9/1/23	3,686.	3,686.
ALLIANT TECHSYSTEMS INC 6.75% 4/1/16	1,144.	1,144.
ALLTEL CORP 7.875% 7/1/32	39,690.	39,690.
AMERICAN INTL GROUP 5.05% 10/1/15	5,194.	5,194.
AMERIGAS PTNRS LP 7.125% 5/20/16	1,959.	1,959.
ARAMARK CORP 5% 6/1/12	7,573.	7,573.
BERRY PETROLEUM CO 8.25% 11/1/16	2,499.	2,499.
CHESAPEAKE ENERGY 6.5% 8/15/17	17,270.	17,270.
CHIQUITA BRANDS 8.875% 12/1/15	16,568.	16,568.
CIIZENS UTILITIES 7% 11/1/25	14,583.	14,583.
COLUMBIA/HCA HEALTHCARE	53,180.	53,180.
DELUXE CORP 5.125% 10/1/14	17,594.	17,594.
DILLARDS 7.875% 1/1/23	23,913.	23,913.
EL PASO CORP SR NT 7% 6/15/17	1,944.	1,944.
FORD MOTOR CO 7.125% 11/15/25	4,396.	4,396.
FORD MOTOR CREDIT 6% 10/20/10	4,956.	4,956.
FORD MOTOR CREDIT 6.25% 12/20/13	12,049.	12,049.
FORD MOTOR CREDIT 7.5% 4/25/11	8,901.	8,901.
FORD MOTOR CREDIT 7.35% 11/7/11	12,746.	12,746.
FORD MOTOR CREDIT 7.3% 1/23/12	7,261.	7,261.
FORD MOTOR CREDIT 7% 8/15/12	7,360.	7,360.
FOREST OIL CORP SR NT 7.25% 6/15/19	5,908.	5,908.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GOODYEAR TIRE & RUBBER 8.75% 8/15/20	3,378.	3,378.
HERTZ CORP 7.626% 6/1/12	19,062.	19,062.
INTERNATIONAL PAPER 7.95% 6/15/18	19,875.	19,875.
LEUCADIA NATIONAL CORP 7.125% 3/15/17	5,552.	5,552.
NRG ENERGY INC SR NT 8.5% 6/15/19	11,900.	11,900.
PEABODY ENERGY CORP 7.375% 11/1/16	7,835.	7,835.
PIONEER NAT RES CO 7.2% 1/15/28	2,408.	2,408.
PLAINS EXPL & PROD SR NT 7.625% 4/1/20	8,366.	8,366.
SEARS ROEBUCK ACCEP 7.5% 12/15/12	18,750.	18,750.
SLM MED TRM NT 6% 6/15/18	7,448.	7,448.
SPRINT CAPITAL CORP 6.875% 11/15/28	3,745.	3,745.
SUPERVALU INC SR NTS 8% 5/1/16	4,178.	4,178.
TESORO CORP SR NT 6.625% 11/1/15	8,125.	8,125.
TESORO CORP SUB DEB 6.5% 6/1/17	19,024.	19,024.
UNION PACIFIC RESOURCE GRP 7.5% 10/15/26	6,667.	6,667.
UNISYS CORP 14.25% 9/15/15	24,938.	24,938.
UNUM CORP 7.19% 2/1/28	10,709.	10,709.
US STEEL CORP 7.375% 4/1/20	6,871.	6,871.
WEINGARTEN REALTY 8.1% 9/15/14	20,250.	20,250.
WENDYS INTL 7% 12/15/25	17,837.	17,837.
WINSTREAM CORP 7% 3/15/19	4,747.	4,747.
ABN AMRO BK 30 YR/10 YRS 7.5% 10/3/20	5,579.	5,579.
BARCLAYS BK AES 10.5% 5/26/10	3,948.	3,948.
BARCLAYS BK CHK 9% 6/28/10	7,125.	7,125.
BARCLAYS BK HAL 8.5% 3/25/11	11,527.	11,527.
BARCLAYS BK NE 9.14% 12/28/10	9,652.	9,652.
BARCLAYS BK OXY 9% 10/29/10	7,725.	7,725.
BARCLAYS BK OXY 9% 11/16/10	8,800.	8,800.
ROYAL BANK OF CANADA AA 10.75% 10/29/10	5,375.	5,375.
ROYAL BANK OF CANAADA F 11.25% 5/28/10	2,812.	2,812.
ROYAL BANK OF CANADA FTO 15% 2/26/10	2,500.	2,500.
AMERIQUEST 03-1 MV3 9.02% 2/25/33	38,143.	38,143.

ROCKWELL FUND, INC.

74-6040[illegible]8

ATTACHMENT 2 (CONT'D)

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CNTRYWDE ALT 03-22CB B4 5.55315 12/25/33	23,832.	23,832.
COUNTNRYWIDE 04-5CB B3 5.44825% 5/25/19	36,218.	36,218.
COUNTRYWIDE 05-18CB B4 5.5% 5/25/35	8,331.	8,331.
COUNTRYWIDE 05-J2 B3 5.59193% 4/25/35	14,872.	14,872.
CONTIMORTGAGE 98-1B 7.86% 4/15/29	52,736.	52,736.
FHLMC 2688 14.79206% 10/15/33	18,646.	18,646.
FHLMC 2784 SY 13.876% 8/15/33	6,143.	6,143.
FNMA WHOLE LN 04-W3 B3 5.6521$ 5/25/34	249,470.	249,470.
FNMA WHOLE LN 04-W3 B4 5.6521% 5/25/34	175,324.	175,324.
IMC HOME EQUITY 7.87% 8/20/28	-7,479.	-7,479.
JP MORGAN 05-R1 B4 5.5% 7/28/34	171,439.	171,439.
JP MORGAN 05-R1 B6 FLT 7/28/34	925,341.	925,341.
RESIDENT ASSET 03-A6 B3 5.5% 7/25/33	64,726.	64,726.
RESIDENT ASSET 03-A6 B4 5.5% 7/25/33	24,946.	24,946.
RESIDENT ASSET 04-A5 B4 5.5% 8/25/34	39,200.	39,200.
REUNION INDS INC DEFAULT 13% 12/07	704.	704.
WEST VIRGINIA GAMING LLC 12% 11/1/11	13,650.	13,650.
ARCELORMITTAL SA LUXEMBOURG 9.85% 6/1/19	9,850.	9,850.
HOUSTON COMMUNITY HEALTH CENTERS LOC	7,502.	7,502.
FSP LAKESIDE II CROSSING ESCROW INTEREST	62.	62.
NET FUND I LTD PASS-THRU INTEREST INC.	37.	37.
PHOENIX 2010 PARTNERS LP PASS-THRU INT.	59.	59.
BA PVT EQ BAIN CAP 2006-PASS THRU DIVS	23,508.	23,508.
BA PVT EQ BLACKSTONE CAP-PASS THRU DIVS	4,865.	4,865.
BOW RIVER CAPITAL FUND V-PASS THRU DIVS	81,946.	81,946.
SENTINEL TECHNOLOGY FUND-PASS THRU DIVS	61,403.	61,403.
SENTINEL UNCORRELATED FUND-PASS THRU DIV	28,362.	28,362.
BA PVT EQ BAIN CAPITAL FND PASS-THRU INT	304.	304.
BA PVT EQ BLACKSTONE FND PASS-THRU INT	874.	874.
SENTINEL TECHNOLOGY FUND PASS-THRU INT.	621.	621.
SENTINEL UNCORRELATED FUND-PASS-THRU INT	118,145.	118,145.
BA PVT EQ BAIN CAP--SEC 988 GAIN	189.	189.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BA PVT EQ BLACKSTONE CAP--SEC 988 GAIN	51.	51.
SENTINEL UNCORRELATED FD PORTFOLIO SEC 988 GAINS FROM PASS-THRUS	130.	130.
SENTINEL UNCORREDLATED FD SEC 988 GAINS FROM PASS-THRUS	4,360.	4,360.
BA PRVT EQUITY-BLACKSTONE CP 06 TAX EXEMPT INT.	3.	
SENTINEL UNCORRELATED FD TX EXEMPT INT.	228.	
TOTAL	4,277,531.	4,277,300.

0E7000 1 000

RENT AND ROYALTY INCOME

Taxpayer's Name	Identifying Number
ROCKWELL FUND, INC.	74-6040258

DESCRIPTION OF PROPERTY

NET FUND I, LTD.

| | Yes | | No | Did you actively participate in the operation of the activity during the tax year?

REAL RENTAL INCOME		
OTHER INCOME		
NET INCOME FROM RENTAL REAL ESTATE ACTIVITIES	-39,626.	
TOTAL GROSS INCOME		-39,626.
OTHER EXPENSES:		
DEPRECIATION (SHOWN BELOW)		
LESS: Beneficiary's Portion		
AMORTIZATION		
LESS: Beneficiary's Portion		
DEPLETION		
LESS: Beneficiary's Portion		
TOTAL EXPENSES		
TOTAL RENT OR ROYALTY INCOME (LOSS)		-39,626.
Less Amount to		
Rent or Royalty		
Depreciation		
Depletion		
Investment Interest Expense		
Other Expenses		
Net Income (Loss) to Others		
Net Rent or Royalty Income (Loss)		-39,626.
Deductible Rental Loss (If Applicable)		

SCHEDULE FOR DEPRECIATION CLAIMED

(a) Description of property	(b) Cost or unadjusted basis	(c) Date acquired	(d) ACRS des	(e) Bus %	(f) Basis for depreciation	(g) Depreciation in prior years	(h) Method	(i) Life or rate	(j) Depreciation for this year
Totals									

JSA

ROCKWELL FUND, INC. 74-6040258

SUPPLEMENT TO RENT AND ROYALTY SCHEDULE

OTHER INCOME

NET INCOME FROM RENTAL REAL ESTATE ACTIVITIES	-39,626.
	-39,626.

0E7000 1 000

RENT AND ROYALTY INCOME

Taxpayer's Name	Identifying Number
ROCKWELL FUND, INC.	74-6040258

DESCRIPTION OF PROPERTY

SENTINEL UNCORRELATED FUND – ROYALTY WITH OIL AND GAS DEPLETION

[ ] Yes [ ] No Did you actively participate in the operation of the activity during the tax year?

OTHER INCOME			
ROYALTY INCOME		50.	
TOTAL GROSS INCOME			50.
OTHER EXPENSES:			
SEE ATTACHMENT			
DEPRECIATION (SHOWN BELOW)			
LESS: Beneficiary's Portion			
AMORTIZATION			
LESS: Beneficiary's Portion			
DEPLETION			
LESS: Beneficiary's Portion			
TOTAL EXPENSES			254.
TOTAL RENT OR ROYALTY INCOME (LOSS)			-204.
Less Amount to			
Rent or Royalty			
Depreciation			
Depletion			
Investment Interest Expense			
Other Expenses			
Net Income (Loss) to Others			
Net Rent or Royalty Income (Loss)			-204.
Deductible Rental Loss (If Applicable)			

SCHEDULE FOR DEPRECIATION CLAIMED

(a) Description of property	(b) Cost or unadjusted basis	(c) Date acquired	(d) ACRS des	(e) Bus %	(f) Basis for depreciation	(g) Depreciation in prior years	(h) Method	(i) Life or rate	(j) Depreciation for this year
Totals									

JSA

ROCKWELL FUND, INC. 74-6040258

SUPPLEMENT TO RENT AND ROYALTY SCHEDULE

OTHER INCOME

ROYALTY INCOME	50.
	50.

OTHER DEDUCTIONS

ROYALTY DEDUCTIONS	254.
	254.

0E7000 1 000

RENT AND ROYALTY INCOME

Taxpayer's Name	Identifying Number
OCKWELL FUND, INC.	74-6040258

DESCRIPTION OF PROPERTY

SENTINEL UNCORRELATED FUND

[ ] Yes [ ] No Did you actively participate in the operation of the activity during the tax year?

REAL RENTAL INCOME		
OTHER INCOME		
NET RENTAL INCOME (LOSS) FROM REAL ESTATE	-210.	
TOTAL GROSS INCOME		-210.
OTHER EXPENSES:		
DEPRECIATION (SHOWN BELOW)		
LESS: Beneficiary's Portion		
AMORTIZATION		
LESS: Beneficiary's Portion		
DEPLETION		
LESS: Beneficiary's Portion		
TOTAL EXPENSES		
TOTAL RENT OR ROYALTY INCOME (LOSS)		-210.
Less Amount to		
Rent or Royalty		
Depreciation		
Depletion		
Investment Interest Expense		
Other Expenses		
Net Income (Loss) to Others		
Net Rent or Royalty Income (Loss)		-210.
Deductible Rental Loss (if Applicable)		

SCHEDULE FOR DEPRECIATION CLAIMED

(a) Description of property	(b) Cost or unadjusted basis	(c) Date acquired	(d) ACRS des	(e) Bus %	(f) Basis for depreciation	(g) Depreciation in prior years	(h) Method	(i) Life or rate	(j) Depreciation for this year
Totals									

JSA

ROCKWELL FUND, INC. 74-6040258

SUPPLEMENT TO RENT AND ROYALTY SCHEDULE

OTHER INCOME

NET RENTAL INCOME (LOSS) FROM REAL ESTATE	-210.
	-210.

0E7000 1 000

RENT AND ROYALTY INCOME

Taxpayer's Name	Identifying Number
OCKWELL FUND, INC.	74-6040258

DESCRIPTION OF PROPERTY

SENTINEL UNCORRELATED FUND

[ ] Yes [ ] No Did you actively participate in the operation of the activity during the tax year?

REAL RENTAL INCOME			
OTHER INCOME			
OTHER NET RENTAL INCOME (LOSS)		-977.	
TOTAL GROSS INCOME			-977.
OTHER EXPENSES:			
DEPRECIATION (SHOWN BELOW)			
LESS: Beneficiary's Portion			
AMORTIZATION			
LESS: Beneficiary's Portion			
DEPLETION			
LESS: Beneficiary's Portion			
TOTAL EXPENSES			
TOTAL RENT OR ROYALTY INCOME (LOSS)			-977.
Less Amount to			
Rent or Royalty			
Depreciation			
Depletion			
Investment Interest Expense			
Other Expenses			
Net Income (Loss) to Others			
Net Rent or Royalty Income (Loss)			-977.
Deductible Rental Loss (If Applicable)			

SCHEDULE FOR DEPRECIATION CLAIMED

(a) Description of property	(b) Cost or unadjusted basis	(c) Date acquired	(d) ACRS des	(e) Bus %	(f) Basis for depreciation	(g) Depreciation in prior years	(h) Method	(i) Life or rate	(j) Depreciation for this year
JSA Totals									

ROCKWELL FUND, INC. 74-6040258

SUPPLEMENT TO RENT AND ROYALTY SCHEDULE

OTHER INCOME

OTHER NET RENTAL INCOME (LOSS)	-977.
	-977.

0E7000 1 000

RENT AND ROYALTY INCOME

Taxpayer's Name	Identifying Number
ROCKWELL FUND, INC.	74-6040258

DESCRIPTION OF PROPERTY

BA PRIVATE EQUITY-BLACKSTONE CAPITAL 2006

[ ] Yes [ ] No Did you actively participate in the operation of the activity during the tax year?

REAL RENTAL INCOME		
OTHER INCOME		
NET RENTAL REAL ESTATE INCOME (LOSS)	24.	
TOTAL GROSS INCOME		24.
OTHER EXPENSES:		
DEPRECIATION (SHOWN BELOW)		
LESS: Beneficiary's Portion		
AMORTIZATION		
LESS: Beneficiary's Portion		
DEPLETION		
LESS: Beneficiary's Portion		
TOTAL EXPENSES		
TOTAL RENT OR ROYALTY INCOME (LOSS)		24.
Less Amount to		
Rent or Royalty		
Depreciation		
Depletion		
Investment Interest Expense		
Other Expenses		
Net Income (Loss) to Others		
Net Rent or Royalty Income (Loss)		24.
Deductible Rental Loss (If Applicable)		

SCHEDULE FOR DEPRECIATION CLAIMED

(a) Description of property	(b) Cost or unadjusted basis	(c) Date acquired	(d) ACRS des.	(e) Bus. %	(f) Basis for depreciation	(g) Depreciation in prior years	(h) Method	(i) Life or rate	(j) Depreciation for this year
Totals									

JSA

ROCKWELL FUND, INC. 74-6040258

SUPPLEMENT TO RENT AND ROYALTY SCHEDULE

OTHER INCOME

NET RENTAL REAL ESTATE INCOME (LOSS)	24.
	24.

0E7000 1 000

RENT AND ROYALTY INCOME

Taxpayer's Name	Identifying Number
ROCKWELL FUND, INC.	74-6040258

DESCRIPTION OF PROPERTY

BA PRIVATE EQUITY - BLACKSTONE CAPITAL 2006 - ROYALTY WITH OIL AND GAS DEPLETION

| Yes | | No | | Did you actively participate in the operation of the activity during the tax year?

OTHER INCOME		
ROYALTY INCOME	2.	
TOTAL GROSS INCOME		2.
OTHER EXPENSES:		
DEPRECIATION (SHOWN BELOW)		
LESS: Beneficiary's Portion		
AMORTIZATION		
LESS: Beneficiary's Portion		
DEPLETION		
LESS: Beneficiary's Portion		
TOTAL EXPENSES		
TOTAL RENT OR ROYALTY INCOME (LOSS)		2.
Less Amount to		
Rent or Royalty		
Depreciation		
Depletion		
Investment Interest Expense		
Other Expenses		
Net Income (Loss) to Others		
Net Rent or Royalty Income (Loss)		2.
Deductible Rental Loss (If Applicable)		

SCHEDULE FOR DEPRECIATION CLAIMED

(a) Description of property	(b) Cost or unadjusted basis	(c) Date acquired	(d) ACRS des	(e) Bus. %	(f) Basis for depreciation	(g) Depreciation in prior years	(h) Method	(i) Life or rate	(j) Depreciation for this year
Totals									

JSA

ROCKWELL FUND, INC. 74-6040258

SUPPLEMENT TO RENT AND ROYALTY SCHEDULE

OTHER INCOME

ROYALTY INCOME	2.
	2.

RENT AND ROYALTY INCOME

Taxpayer's Name	Identifying Number
ROCKWELL FUND, INC.	74-6040258

DESCRIPTION OF PROPERTY

PHOENIX 2010 PARTNERS, LP

[ ] Yes [ ] No Did you actively participate in the operation of the activity during the tax year?

REAL RENTAL INCOME		
OTHER INCOME		
NET RENTAL REAL ESTATE INCOME (LOSS)	-17,930.	
TOTAL GROSS INCOME		-17,930.
OTHER EXPENSES:		
DEPRECIATION (SHOWN BELOW)		
LESS: Beneficiary's Portion		
AMORTIZATION		
LESS: Beneficiary's Portion		
DEPLETION		
LESS: Beneficiary's Portion		
TOTAL EXPENSES		
TOTAL RENT OR ROYALTY INCOME (LOSS)		-17,930.
Less Amount to		
Rent or Royalty		
Depreciation		
Depletion		
Investment Interest Expense		
Other Expenses		
Net Income (Loss) to Others		
Net Rent or Royalty Income (Loss)		-17,930.
Deductible Rental Loss (If Applicable)		

SCHEDULE FOR DEPRECIATION CLAIMED

(a) Description of property	(b) Cost or unadjusted basis	(c) Date acquired	(d) ACRS des	(e) Bus %	(f) Basis for depreciation	(g) Depreciation in prior years	(h) Method	(i) Life or rate	(j) Depreciation for this year
Totals									

ROCKWELL FUND, INC. 74-6040258

SUPPLEMENT TO RENT AND ROYALTY SCHEDULE

OTHER INCOME

NET RENTAL REAL ESTATE INCOME (LOSS)	-17,930.
	-17,930.

ROCKWELL FUND, INC. 74-6040258

NT AND ROYALTY SUMMARY

PROPERTY	TOTAL INCOME	DEPLETION/ DEPRECIATION	OTHER EXPENSES	ALLOWABLE NET INCOME
NET FUND I, LTD.	-39,626.			-39,626.
SENTINEL UNCORRELATE	50.		254.	-204.
SENTINEL UNCORRELATE	-210.			-210.
SENTINEL UNCORRELATE	-977.			-977.
BA PRIVATE EQUITY-BL	24.			24.
BA PRIVATE EQUITY-BL	2.			2.
PHOENIX 2010 PARTNER	-17,930.			-17,930.
TOTALS	-58,667.		254.	-58,921.

RECAP

RENTAL INCOME

REAL ESTATE	-57,742	
OTHER	- 977	
	-58719	PART I, LINE 5

ROYALTY INCOME	52	ATTACHMENT 3	254	ATTACHMENT 6
	58667		254	

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ROYALTY INCOME	52.	52.
PHOENIX 2010 PARTNERS LP	5,292.	5,292.
BA PVT EQUITY-BAIN CAP 06 OTHER PSHP INC	274.	274.
BA PVT EQUITY-BLACKSTONE CP 06 PSHP INC	-1,624.	-1,624.
BA PVT EQUITY-BLACKSTONE CP 06 PORT INC	3.	3.
BA PVT EQUITY-BLACKSTONE CP 06 OTHER INC FROM FLOW-THRU	-115.	-115.
SENTINEL UNCORRELATED FUND PSHIP ORD INC	44,111.	44,111.
SENTINEL UNCORRELATED FUND PORTFOLIO INC	1,496.	1,496.
SENTINEL UNCORRELATED FUND-OTHER INC. FROM PASS-THRUS	10,299.	10,299.
SENTINEL UNCORRELATED FUND-PORT. INC. FROM PASS-THRUS	3,463.	3,463.
SENTINEL TECHNOLOGY FUND-OTHER INCOME FROM PASS-THRUS	25,203.	25,203.
BARLOW RESEARCH ASSOCIATES	10.	10.
FORM 8621-PFIC INCOME-VEGA CAPITAL, LTD	47.	47.
FORM 8621 PFIC INCOME-BLACKSTONE SP. FD.	352.	352.
TOTALS	88,863.	88,863.

FORM 990PF, PART I - INTEREST EXPENSE

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BA PVT EQ BLACKSTONE INV INT	5,929.	5,929.
BA PVT EQ BAIN CAP INV INT EXP	65.	65.
BOW RIVER CAP FD V INV INT EXP	477.	477.
SENTINEL TECH. FD-INV INT EXP.	11,355.	11,355.
SENTINEL UNCOR. FD-INV INT EXP	64,692.	64,692.
BOW RIVER CAP FD V- SEC 988 LS	707.	707.
SENTINEL UNCOR. FD-SEC 988 PORT. LOSSES FROM PASS-THRUS	404.	404.
SENTINEL UNCOR. FD-SEC 988 LOSSES FROM PASS-THRUS	1,744.	1,744.
SENTINEL TECHNICOLOGY FUND-SEC 988 LOSSES	985.	985.
US TREASURY REFUND OF INT PD	-13.	-13.
TOTALS	86,345.	86,345.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
PAYROLL TAX EXPENSE	60,767.	15,192.	45,575.
FOREIGN TAX EXPENSE	48,960.	48,960.	
SENTINEL UNCORR. FD-FOR TAX PD	424.	424.	
BA PVT EQUITY BLACKSTONE-FR TX	40.	40.	
BA PVT EQUITY BAIN CAP-FOR TAX	1.	1.	
SENTINEL UNCOR. FUJND STATE TX	3.	3.	
FEDERAL EXCISE TAX	66,011.		
FEDERAL INCOME TAX	-99.		
TOTALS	176,107.	64,620.	45,575.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
RENT AND ROYALTY EXPENSES	254.		
ROYALTY EXPENSES		254.	
AMORT. OF BOND PREMIUMS	16,497.	16,497.	
BUSINESS MEALS & ENTERTAINMENT	5,594.	340.	2,455.
BUS. MEALS-CONV. OF EMPLOYER	621.		621.
BANK FEES & WIRE TRANSFER FEES	1,068.	602.	466.
INSURANCE EXP.-GENERAL	6,180.	3,045.	3,135.
INS EXP-WORKER'S COMP.	5,454.	1,857.	3,597.
INVESTMENT EXPENSES	3,555.	3,555.	
COMPUTER/NETWORK EXPENSE	20,156.	10,415.	9,741.
CONTINUING EDUCATION	145.	107.	38.
CUSTODIAN AND INV. MGMT FEES	147,740.	147,740.	
DELIVERIES	104.	94.	10.
DUES	75.	38.	37.
FISCAL AGENT EXPENSES	302.		302.
GRANTEE ASSISTANCE EXP	7,000.		7,000.
HUMAN RESOURCES OUTSOURCING	41,054.	10,824.	30,230.
OFFICE SUPPLIES & EXPENSE	7,196.	1,734.	5,462.
PARKING EXPENSE	65.		65.
POSTAGE	390.	58.	332.
REIMBURSED MILEAGE, PARKING	601.	61.	540.
SUBSCRIPTIONS & PUBLICATIONS	1,047.	934.	112.
TELEPHONE/INTERNET EXPENSE	8,321.	2,070.	6,251.
MISCELLANEOUS EXP/REIMBURSEMTS	1,388.	403.	995.
PORTFOLIO INV. REIMBURSEMENT	-18,613.	-18,613.	
OVERHEAD REIMBURSEMENT	-2,400.	-1,200.	-1,200.
ACAM EXPENSES-REIMBURSABLE	-287,434.		-287,434.
BOW RIVER CAP FND PORTF. DED.	46,664.	46,664.	
SENTINEL TECH. FUND-PORTF. DED	2,764.	2,764.	
SENTINEL TECH. FUND-OTHER DED FROM PASS-THRUS	29,416.	29,416.	
SENTINEL UNCOR. FUND-OTHER DED FROM PASS-THURS	45,129.	45,129.	

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
BA PTNRS BAIN CAP OTHER DEDUCT	23.	23.	
BA PVT EQ-BAIN CAP 06-PORT DED	6,926.	6,926.	
SENTINEL UNCOR. FD-PORT. DED.	23,472.	23,472.	
SENTILEL UNCOR. FD-PORT DEC. FROM PASS-THRUS	12.	12.	
BA PVT EQ-BLCKSTN-PORTF. DED.	7,578.	7,578.	
BA PVT EQ-BLACKSTN-OTHER DED. FROM PASS-THRUS	1,089.	1,089.	
PHOENIX 2010 PTNRS LP PORTF. DEDUCTIONS	7,307.	7,307.	
PHOENIX 2010 PTNRS-NON-DED.	15.		
SENTINEL UNCOR. FUND-NON-DED.	26.		
BA PVT EQUITY BLKSTONE NON-DED	91.		
BOW RIVER CAP FUND V NON-DED.	18.		
SENTINEL UNCOR. FUND-IDC	450.	450.	
SENTINEL UNC. FND-COST DEPL.	58.	58.	
SENT UNCORR-DEPL IN EXC. COST	24.	24.	
NET FUND I, LTD NON-DED. EXP.	2.		
EXPENDITURES AS AGENT FOR	468,174.		
	54.		
TOTALS	605,652.	351,727.	-217,245.

FORM 990PF, PART II - OTHER NOTES AND LOANS RECEIVABLE

BORROWER:	FOUNDATION PARTNERS, LLC. CREDIT FAC. #1
ORIGINAL AMOUNT:	600,000.
INTEREST RATE:	12.000000
DATE OF NOTE:	07/02/2004
MATURITY DATE:	07/23/2011
REPAYMENT TERMS:	PRINCIPAL PAYABLE AT MATURITY; EXTENDED TO 7/23/11
SECURITY PROVIDED:	NONE
PURPOSE OF LOAN:	PROVIDE FUNDS FOR FINANCING DEVELOPMENT PROJECT
DESCRIPTION AND FMV OF CONSIDERATION:	NONE 0.

BEGINNING BALANCE DUE .... 2,671,962.

ENDING BALANCE DUE .... 2,671,962.

ENDING FAIR MARKET VALUE .... 2,671,962.

BORROWER:	FOUNDATION PARTNERS, LLC CREDIT FAC. #2
ORIGINAL AMOUNT:	451,840.
INTEREST RATE:	12.000000
DATE OF NOTE:	03/23/2005
MATURITY DATE:	01/20/2011
REPAYMENT TERMS:	PRINCIPAL PAYABLE AT MATURITY; EXTENDED TO 1/20/11
SECURITY PROVIDED:	NONE
PURPOSE OF LOAN:	PROVIDE FUNDS FOR FINANCING DEVELOPMENT PROJECT
DESCRIPTION AND FMV OF CONSIDERATION:	NONE 0.

BEGINNING BALANCE DUE .... 442,671.

ENDING BALANCE DUE .... 442,671.

ENDING FAIR MARKET VALUE .... 442,671.

ATTACHMENT 7 (CONT'D)

BORROWER:	FOUNDATION PARTNERS, LLC CREDIT FAC #3
ORIGINAL AMOUNT:	347,840.
INTEREST RATE:	12.000000
DATE OF NOTE:	03/23/2005
MATURITY DATE:	01/20/2011
REPAYMENT TERMS:	PAYABLE IN FULL AT MATURITY; EXTENDED TO 1/20/11
SECURITY PROVIDED:	NONE
PURPOSE OF LOAN:	PROVIDE FUNDS FOR FINANCING DEVELOPMENT PROJECT
DESCRIPTION AND FMV OF CONSIDERATION:	NONE 0.

BEGINNING BALANCE DUE .... 1,061,840.

ENDING BALANCE DUE .... 1,111,840.

ENDING FAIR MARKET VALUE .... 1,111,840.

BORROWER:	HOUSTON COMMUNITY HEALTH CENTERS LOC
ORIGINAL AMOUNT:	75,000.
INTEREST RATE:	0.000000
DATE OF NOTE:	09/30/2009
MATURITY DATE:	01/31/2010
REPAYMENT TERMS:	DUE 1/31/10; IF UNPAID, INTEREST @ 10%
SECURITY PROVIDED:	NONE
PURPOSE OF LOAN:	WORKING CAPITAL LOAN UNTIL FUNDS RAISED
DESCRIPTION AND FMV OF CONSIDERATION:	NONE 0.

BEGINNING BALANCE DUE .... 175,000.

ENDING BALANCE DUE .... 54,547.

ENDING FAIR MARKET VALUE .... 54,547.

ATTACHMENT 7 (CONT'D)

BORROWER:	FOUNDATION PARTNERS LLC CR FAC #4
ORIGINAL AMOUNT:	168,589.
INTEREST RATE:	10.000000
DATE OF NOTE:	09/24/2009
MATURITY DATE:	09/24/2013
REPAYMENT TERMS:	PRINCIPAL PAYABLE AT MATURITY
SECURITY PROVIDED:	NONE
PURPOSE OF LOAN:	PROVIDE FUNDS FOR FINANCING DEVELOPMENT PROJECT
DESCRIPTION AND FMV OF CONSIDERATION:	NONE 0.

BEGINNING BALANCE DUE	168,589.
ENDING BALANCE DUE	273,957.
ENDING FAIR MARKET VALUE	273,957.
TOTAL BEGINNING OTHER NOTES AND LOANS RECEIVABLE	4,520,062.
TOTAL ENDING BOOK - OTHER NOTES AND LOANS RECEIVABLE	4,554,977.
TOTAL ENDING FMV - OTHER NOTES AND LOANS RECEIVABLE	4,554,977.

FORM 990PF, PART II - PREPAID EXPENSES AND DEFERRED CHARGES

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
PREPAID HEALTH INSURANCE	7,159.	4,404.	4,404.
TOTALS	7,159.	4,404.	4,404.

ATTACHMENT 9

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
ALCOA INC		98,868.	93,786.
AMERICAN INTERNATIONAL GROUP	239,490.	239,490.	12,964.
APACHE CORP	130,705.	130,705.	119,230.
AT&T	957,449.	957,449.	932,815.
BANK OF AMERICA	543,574.	543,574.	106,720.
BOEING CO	886,745.	958,135.	783,120.
CATERPILLAR INC	1,103,496.		
CHESAPEAKE ENERGY	226,200.	226,200.	103,640.
COLGATE PALMOLIVE	246,359.	246,359.	281,295.
EXXON MOBIL CORP	234,108.	517,081.	511,840.
FANNIE MAE	658,300.	658,300.	3,300.
FRONTIER COMMUNICATIONS		25,296.	35,028.
GENERAL ELECTRIC	494,312.	494,312.	548,700.
HOME DEPOT	245,685.		
ISTAR FINANCIAL	379,918.	379,918.	78,200.
JOHNSON & JOHNSON	2,148,005.	2,148,005.	1,855,500.
LEGG MASON	237,550.	237,550.	90,675.
LEHMAN BROTHERS HOLDINGS	236,810.	236,810.	161.
MARATHON OIL	239,465.	239,465.	174,041.
MICROSOFT	943,788.	943,788.	837,300.
NOBLE CORP		99,456.	85,848.
ROCKWELL LUMBER COMPANY	893,308.	893,308.	3,755,488.
SLM CORP	242,535.	242,535.	71,763.
SUNOCO INC	485,299.	485,299.	241,860.
TITANIUM METALS	195,494.		
UNISYS CORP	114,158.		
UNITED PARCEL SERVICE	527,555.	527,555.	544,350.
VERIZON COMMUNICATIONS	423,369.		
WASHINGTON MUTUAL	246,125.	246,125.	350.

ATTACHMENT 9 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
WELLS FARGO & CO	503,544.	503,544.	61,701.
XTO ENERGY INC	240,550.		
COVERED CALLS APA FEB 10 @ 115	-844.		
COVERED CALLS CHK JAN 10 @ 30	-516.		
COVERED CALLS HD JAN 10 @ 30	-1,615.		
COVERED CALLS MSFT JAN 10 @ 33	-3,651.		
COVERED CALLS TIE JAN 10 @ 15	-2,370.		
COVERED CALLS XTO JAN 10 @ 50	-2,070.		
AMER FDS FUNDAMENTAL INVESTORS		1,000,000.	1,002,458.
AMER FDS NEW ECONOMY FUND		1,006,808.	1,003,690.
AMER FDS WASHINGTON MUTUAL	2,500,000.		
ING GROWTH & INCOME FUND	901,305.	880,479.	593,437.
ISHARES RUSSELL 2000 IND	2,465,925.	2,465,925.	2,347,200.
AMER FDS SMALL CAP WORLD FUND		250,000.	252,272.
POWERSHARES DYNAMIC BASIC MATL		100,561.	124,040.
POWERSHARES QQQ TR SER 1		250,564.	315,868.
SPDR DOW JONES INDL AVG ETG	90,834.	90,834.	92,504.
STERLING BANCSHARES 8.3% PFD	500,000.	500,000.	501,000.
WESTERN CAPITAL LLC PFD	6,000,000.	6,000,000.	5,184,185.
SANTANDER FINANCE PFD 6.8%		48,268.	44,832.
ALLIANZ SE ADR	89,048.	135,294.	104,456.
ASTRAZENECA PLC SPONS ADR	46,413.	101,354.	115,475.
ATLAS COPCO AB SPONS ADR	39,625.		
AXA SA SPONS ADR	78,080.	88,540.	49,950.
BAE SYSTEMS PLC SPON ADR	56,612.	58,986.	41,700.
BANCO BRADESCO SPONS ADR	40,681.	40,078.	50,725.
BANK HAPOALIM B.M.-ILS	31,500.		
BARCLAYS	136,048.	135,621.	82,600.
BAYER AG SPONSORED ADR	33,060.	75,484.	73,360.

ROCKWELL FUND, INC.

74-60402

ATTACHMENT 9 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
BHP BILLITON LTD SPONS	38,846.	79,666.	92,920.
BNP PARIBAS	184,720.	174,571.	115,020.
BROOKFIELD PROPERTIES CORP	27,653.	25,342.	52,590.
CENTRICA PLC SPON ADR	38,269.	38,269.	34,778.
CNOOC LTD SPONS ADR	46,485.		
COMPASS GROUP PLC ADR NEW	74,908.		
CREDIT SUISSE GROUP ADR	175,880.	173,520.	129,312.
CSL LTD AUD	23,693.	23,693.	36,855.
DIAGEO PLC	109,800.	107,428.	111,495.
E ON AG SPONS ADR	25,280.	75,363.	76,025.
ELECTRIC PWR DEV CO LTD	80,685.	80,685.	66,300.
ENI SPA SPONS ADR	16,376.		
FAIRFAX FINANCIAL HOLDINGS	50,346.	50,346.	65,642.
FOMENTO ECONOMICO MEXICANO	36,777.	35,159.	44,736.
FRANCE TELECOM	64,568.	79,276.	63,240.
FUJITSU LTD ADR	48,395.	48,395.	49,028.
GLAXOSMITHKLINE PLC	81,500.	149,265.	137,270.
HANNOVER REINS CORP-EUR	93,850.	83,608.	106,800.
HOME RETAIL GROUP	61,071.		
HONDA MOTOR CO LTD ADR	50,528.	50,528.	75,050.
HONG KONG ELECTRIC HOLDINGS	74,981.	74,423.	81,250.
HOYA CORP SOINSORED ADR	37,394.		
HSBD HLDG PLC SP ADR NEW	63,401.	66,827.	40,322.
KB FINANCIAL GROUP INC ADR	74,126.	90,877.	79,335.
KEPPEL CORP LTD	24,905.	52,560.	105,900.
KOMATSU	127,367.	102,003.	121,880.
LUXOTTICA GROUP SPA	28,660.		
MAKITA CORP ADR	147,037.	151,081.	163,920.
MCQUARIE BK LTD ADR	36,576.	44,136.	37,500.

ATTACHMENT 9 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
MITSUBISHI CORP	41,803.	60,199.	58,905.
NATIONAL BK GREECE SA SPON ADR	117,352.	114,605.	21,840.
NEDBANK GROUP LTD	20,674.		
NESTLE SA	60,256.	45,192.	88,230.
NETEASE CO INC ADR	75,162.		
NIDEC CORPORATION SPON ADR	46,786.		
NIKON CORP ADR	28,821.		
NINTENDO CO LTD ADR NEW	106,649.	93,150.	50,499.
NIPPON STEEL CORP	57,756.	57,756.	56,880.
NIPPON TEL & TEL SPON ADR	50,712.	44,661.	45,880.
NOVO-NORDISK AS ADR	104,873.		
NTT DOCOMO INC SPONS ADR	20,779.		
OPEN TEXT CORP	43,936.		
PEARSON PLC SPONS ADR	33,771.	32,924.	55,615.
PETROLEUM GEO-SERVICES	150,452.	233,680.	200,320.
PORTUGAL TELECOM SPON ADR	36,196.		
RECKITT BENCKISER GROUP ADR	86,268.	86,268.	112,200.
ROYAL BANK OF CANADA	91,228.	105,141.	130,900.
ROYAL DUTCH SHELL PLC	151,291.	203,792.	207,018.
RWE AG	85,970.	277,485.	199,170.
SANOFI-AVENTIS	103,459.	123,088.	112,805.
SAP AG SPON ADR		47,644.	50,610.
SHINSEI BK LTD	27,115.		
SIEMENS AG SPONS ADR	23,259.		
SILICONWARE PRECISION INDS S	81,279.	123,184.	89,250.
SOLVAY SA USD	65,279.		
SOLVAY SA EUR		110,144.	106,569.
SUMITOMO FITSUI FINL GROUP ADR	40,068.	40,068.	39,105.
TAKEDA PHARMACEUTICAL CO	120,190.	110,136.	121,750.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
TNT NV SPON ADR	90,777.	91,331.	88,306.
TOTAL SA SPON ADR	182,576.	334,542.	294,140.
TOYOTA MOTOR ADR NEW	92,535.	92,535.	76,114.
UNILEVER SPONS ADR NEW	126,486.	181,978.	185,280.
UPM KYMMEME CORP SPON ADR	46,368.		
VERBUND AG ADR (FORMERLY OEST ELEKTRAZIS SPON ADR)	38,465.	38,465.	30,955.
VIVENDI SA SPONS ADR	40,809.	40,809.	40,605.
VODAFONE GROUP PLC NE	113,140.	150,415.	158,640.
VOLVO ATKIEBOLAGET ADR B	72,669.		
WIENERBERGER BAUSTOFFINDUSTRIE	33,948.		
FIRST TRUST GLBL ENGR & CONSTR		249,419.	301,793.
BLDRS EMERG MKTS 50 ADR INDEX		100,390.	105,930.
INDIA FUND	307,270.	299,344.	386,210.
BARCLAYS IPATH MSCI INDIA	207,818.	203,771.	302,874.
ISHARES MSCI AUSTRALIA	284,469.	284,469.	381,600.
ISHARES MSCI BRAZIL	225,323.	225,323.	270,900.
ISHARES MSCI CANADA	218,846.	218,846.	310,000.
ISHARES FTSE CHINA INDEX FD	198,815.	198,815.	250,880.
ISHARES MSCI EMERG MKTS INDES	99,758.	96,540.	142,926.
ISHARES MSCI FRANCE	280,593.	280,593.	226,382.
ISHARES MSCI GERMANY	189,315.	205,055.	227,430.
ISHARES MSCI HONG KONG INDEX	259,735.	238,720.	283,800.
ISHARES MSCI INDONESIA		15,033.	14,550.
ISHARES MSCI ISRAEL		32,231.	36,312.
ISHARES MSCI ITALY	123,689.	128,864.	81,900.
ISHARES MSCI JAPAN	1,044,620.	1,044,620.	872,800.
ISHARES MSCI MALAYSIA FREE	48,620.	48,620.	63,560.
ISHARES MSCI MEXICO	196,326.	151,337.	204,336.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
ISHARES MSCI NETHERLANDS	63,918.	68,136.	54,834.
ISHARES MSCI NEW ZEALAND		30,106.	29,381.
ISHARES MSCI PHILIPPINES		26,846.	24,930.
ISHARES MSCI SINGAPORE INDEX	215,458.	215,458.	277,000.
ISHARES MSCI SOUTH AFRICA	44,235.	37,386.	52,276.
ISHARES MSCI SOUTH KOREA	253,419.	218,074.	305,950.
ISHARES MSCI SPAIN INDEX FUND	230,545.	230,545.	183,700.
ISHARES MSCI SWITZERLAND	185,555.	185,555.	250,800.
ISHARES MSCI TAIWAN	181,551.	181,551.	260,854.
ISHARES MSCI THAILAND	81,600.	53,055.	96,915.
ISHARES MSCI TURKEY	108,644.	93,651.	125,799.
ISHARES UNITED KINGDOM	1,074,115.	1,062,243.	955,350.
POWERSHARES DWA EMERGING MKTS	1,006,790.	1,006,790.	789,695.
AMER FDS CAP WRLD GRWTH & INC	1,329,152.	1,287,436.	1,204,700.
AMER FDS EURO PACIFIC GROWTH	1,345,435.	1,232,234.	1,188,661.
AMER FDS INTL GROWTH & INC FD	1,000,000.	1,015,080.	1,061,405.
AMER FDS NEW PERFPECTIVE FUND		750,000.	752,894.
AMER FDS NEW WORLD FUND INC	1,274,655.	801,028.	1,025,497.
TEMPLETON FRONTIER FUND		100,535.	110,877.
AMER FDS CAPITAL WORLD BOND FD	1,220,033.	1,253,785.	1,357,600.
AMERICAN HIGH INCOME TRUST		820,329.	823,251.
TEMPLETON GLOBAL BOND FND CL A	1,113,433.	1,182,337.	1,354,608.
POWERSHARES EMERG MKTS SOV DBT	998,192.	996,796.	1,021,461.
FSP 303 EAST WACKER DRIVE CORP	464,369.	456,892.	495,000.
FSP 505 WATERFORD CORP	409,581.	398,152.	495,000.
FSP GALLERIA NORTH CORP	450,778.	450,778.	495,000.
FSP LAKESIDE CROSSING	500,000.	495,604.	500,000.
FSP MONUMENT CIRCLE CORP		980,000.	980,000.
FSP PHOENIX TOWER CORP	448,334.	434,115.	495,000.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
FSP 385 INTERLOCKEN DEV CORP	494,482.	494,482.	495,000.
FRANKLIN STREET PROPERTIES	4,780,767.	4,679,141.	4,880,625.
VERDE REALTY REIT	1,956,473.	1,956,473.	1,028,484.
ING GLOBAL REAL ESTATE FUND	283,864.	322,516.	298,322.
SCOLLARD ENERGY, INC.		97,750.	97,750.
TOTALS	56,875,770.	57,840,985.	55,850,983.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
ALBERTSONS INC 8% 5/1/31	943,471.	946,121.	750,000.
ALCOA 6.75% 7/15/18	90,319.	91,542.	109,121.
ALLEGHENY GEN 6.875% 9/1/23		101,233.	100,000.
ALLIANT TECH 6.75% 4/1/16		101,852.	104,125.
ALLTEL CORP 7.875% 7/1/32	547,353.	545,426.	643,941.
AMER INTL GRP 5.05% 10/1/15		87,183.	102,656.
AMERIGAS PTNRS 7.125% 5/20/16		93,340.	93,600.
ARAMARK CORP 5% 5/31/05	99,396.	101,719.	106,050.
BERRY PETROLEUM 8.25% 11/1/16		138,007.	139,318.
CHESAPEAKE ENERGY 6.5% 8/15/17	242,219.	243,240.	251,250.
CHIQUITA BRANDS 8.875% 12/1/15	168,866.	169,903.	178,610.
CITIZENS UTILITIES 7% 11/1/25	190,768.	191,351.	186,000.
COLUMBIA/HCA HEALTHCARE 7.05% 12/1/27	517,603.	524,959.	567,125.
DELUXE CO 5.125% 10/1/14	227,262.	232,043.	246,875.
DILLARD DPT 7.875% 1/1/23	296,251.	296,539.	289,500.
EL PASO CORP 7% 6/15/17		50,000.	53,016.
FORD MOTOR 8.875% 1/25/22		263,732.	275,678.
FORD MOTOR 7.125% 11/15/25		88,037.	100,000.
FORD MTR CREDIT 6% 10/20/10	82,594.		
FORD MTR CREDIT 7.5% 4/25/11	88,341.	90,417.	91,117.
FORD MTR CREDIT 7.35% 11/7/11	153,134.		
FORD MTR CREDIT 7.3% 1/23/12	71,318.	73,104.	77,241.
FORD MTR CREDIT 7% 8/15/12	71,829.	73,799.	77,434.
FORD MTR CREDIT 6.25% 12/20/13	117,704.		
FOREST OIL CORP 7.25% 6/15/19		99,532.	102,000.
GENERAL MOTORS 8.8% 3/1/21	1,970,122.	1,970,122.	680,000.
GOODYEAR TIRE 8.75% 8/15/20		100,000.	105,250.
HERTZ CRP 7.625% 6/1/12	251,986.	251,164.	256,250.

ATTACHMENT 10 (CONT'D)

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
INTERNATIONAL PAPER 7.95% 6/15/18	253,621.	253,193.	297,490.
LEUCADIA NATL 7.25% 3/15/17		150,000.	155,250.
NRG ENERGY CO 8.5% 6/15/19	143,211.	142,872.	145,250.
PEOBODY ENERGY CO 7.375% 11/1/16	96,798.	97,258.	111,500.
PIONEER NATL RESOURCES 7.2% 1/15/25		82,849.	91,350.
PLAINS EXPL & PROD 7.625% 4/1/20		253,111.	263,437.
SEARS ROEBUCK ACCEP CO 7.5% 12/15/12	252,920.	251,963.	258,437.
SLM CORP MD TRM 6% 6/15/18		117,766.	116,004.
SPRINT CAPITAL 6.875% 11/15/28		52,876.	52,800.
SUPERVALU INC 8% 5/1/16		102,546.	96,250.
TESORO CO 6.625% 11/1/15	91,250.	92,750.	102,000.
TESORO CO 6.5% 6/1/17	229,428.	232,202.	251,875.
TIMES MIRROR 7.25% 3/1/13	208,253.	208,253.	94,500.
UNION PACIFIC RES GROUP 7.875% 10/15/26		253,379.	275,607.
UNISYS CO 14.25% 9/15/15	224,708.	216,000.	208,688.
US STEEL CORP 7.375% 4/1/20		198,492.	199,875.
UNUM CORP 7.19% 2/1/28	149,820.	149,775.	133,769.
WENDYS INTL 7% 12/15/25	244,623.	244,960.	217,500.
WEINGARTEN RLTY 8.1% 9/15/19	250,000.	250,000.	285,625.
WINDSTREAM CORP 7% 3/15/19		96,853.	99,000.
ABN AMRO NON INVERSION 7.5% 10/3/20	249,108.		
BARCLAYS BNK RV CNV HAL 8.5%		97,681.	100,600.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
3/30/11			
ROYAL BANK OF CANACA RV CNV	100,000.		
FTO 15% 2/26/10			
WEST VIRGINIA GAMING LLC	142,178.	75,329.	75,329.
SEC NT 12% 11/10/11			
ARCELORMITTAL SA LUXEMBOURG	107,792.	106,962.	126,382.
9.85% 6/1/19			
TOTALS	8,874,246.	10,651,435.	9,444,675.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
NET FUND I, LTD	1,856,947.	1,817,356.	1,428,390.
PHOENIX 2010 PARTNERS, LP		745,995.	789,612.
BA PRTN FUND IV BUYOUT LTD	469,000.	482,400.	521,145.
BA PRTN FUND IV INTERNAT'L LTD	598,500.	598,500.	525,961.
BA PRTN FUND IV VENTURE LTD	458,850.	532,000.	524,004.
BA PRVT EQTY BAIN CAPITAL 06	264,071.	282,137.	261,806.
BA PRVT EQTY BLACKSTONE CAP 06	385,488.	418,156.	403,260.
BOW RIVER CAPITAL FUND IV, LTD	952,908.	1,046,803.	1,439,561.
BANK OF AMERICA HEDGE FUND	700,000.	73,403.	79,627.
SENTINEL TECHNOLOGY FUND	3,056,168.	2,818,579.	3,225,842.
SENTINEL UNCORRELATED FUND	2,313,098.	1,772,955.	1,824,761.
TOTALS	11,055,030.	10,588,284.	11,023,969.

ATTACHMENT 12

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
COMPUTER SOFTWARE, NET OF AMORTIZATION	8,217.	1,914.	1,914.
SUNDRY ASSETS	3.	3.	3.
DEPOSITS	6,722.	6,722.	6,722.
RECEIVABLE FROM IRS	3,357.	99.	99.
PREPAID FEDERAL EXCISE TAX	8,593.	5,385.	5,385.
PREPAID FEDERAL INCOME TAX	1,769.	1,801.	1,801.
REIMBURSABLE EXPENSES-ACAM	10,288.	26,902.	26,902.
OTHER REIMBURSABLE FUNDS	45.		
FUNDS IN TRANSIT TO/FROM CUSTODIAN FOR ASSET SALES	1,525,016.		
ACCRUED INTEREST PURCHASED		1,171.	1,171.
TOTALS	1,564,010.	43,997.	43,997.

ROCKWELL FUND, INC.

74-6040258

ATTACHMENT 13

FORM 990PF, PART II - OTHER LIABILITIES

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE
ADVANCE AS AGENT	250.	70.
TOTALS	250.	70.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
SENTINEL UNCORRELATED FUND PERCENTAGE DEPLETION BOOK/TAX DIFFERENCE	24.
PRIOR YEAR ADJUSTMENT TO FED. EXCISE TAX	139.
TOTAL	163.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
PFIC INCOME-VEGA CAPITAL, LTD	47.
PFIC INCOME-BLACKSTONE SPECIAL FUNDING	352.
TOTAL	399.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 16

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
R. TERRY BELL 770 S. POST OAK LANE, STE. 525 HOUSTON, TX 77056-6660	PRESIDENT, TRUSTEE 35.00	357,780.	60,361.	0.
BARBARA B. BELLATTI 770 S. POST OAK LANE, STE. 525 HOUSTON, TX 77056-6660	SECRETARY, TRUSTEE 3.00	18,500.	0.	0.
BENNIE GREEN 770 S. POST OAK LANE, STE. 525 HOUSTON, TX 77056-6660	ASST. TREASURER, TRUSTEE 3.00	18,500.	0.	0.
MARGARET E. MCCONN 770 S. POST OAK LANE, STE. 525 HOUSTON, TX 77056-6660	VP, CFO, TRUSTEE 35.00	306,755.	43,383.	0.
SHARON L. EDWARDS 770 S. POST OAK LANE, SUITE 525 HOUSTON, TX 77056-6660	TRUSTEE 3.00	18,500.	0.	0.
DOMINGO BARRIOS 770 S. POST OAK LANE, SUITE 525 HOUSTON, TX 77056-6660 RESIGNED EFFECTIVE 6/30/2010.	ASST. SECRETARY, TRUSTEE 3.00	9,500.	0.	0.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 16 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
WHITNEY RANDOLPH 770 S. POST OAK LANE, SUITE 525 HOUSTON, TX 77056-6660	TREASURER,TRUSTEE 3.00	18,500.	0.	0.
	GRAND TOTALS	748,035.	103,744.	0.

ROCKWELL FUND, INC. 74-6040[illegible]

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES

ATTACHMENT 17

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
SHARON ZACHARY-HEYLIGER 770 S. POST OAK LANE, STE. 525 HOUSTON, TX 77056-6660	ACAM EXEC. DIRECTOR 35.00	103,467.	15,975.	0.
JANA M. MULLINS 770 S .POST OAK LANE, STE. 525 HOUSTON, TX 77056-6660	PROGRAM OFFICER 35.00	85,133.	22,997.	0.
QUYNH-ANH MCMAHAN 770 S. POST OAK LANE, STE. 525 HOUSTON, TX 77056-6660	RSRCH & EVAL MANAGER 35.00	66,649.	21,383.	0.
VALERIE E. ELLIS 770 S. POST OAK LANE, STE. 525 HOUSTON, TX 77056-6660	ASST. DIRECTOR ACAM 35.00	60,673.	18,392.	0.
JUDY A. AHLGRIM 770 S. POST OAK LANE, STE. 525 HOUSTON, TX 77056-6660	GRNTS ADMIN/OFF MGR 35.00	57,000.	18,129.	0.
	TOTAL COMPENSATION	372,922.	96,876.	0.

ATTACHMENT 18

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

R. TERRY BELL
770 S. POST OAK LN., STE. 525
HOUSTON, TX 77056-6660
713-629-9022

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

STATEMENT OF PURPOSE OF GRANT; STATUS OF PRIOR GRANTS, IF ANY; COPY OF IRS EXEMPTION LETTER; COMPLETED APPLICATION (AVAILABLE BY DOWNLOAD FROM WEBSITE WWW.ROCKFUND.ORG)

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

PREFERENCE GIVEN TO HOUSTON, THEN TEXAS; LIMITED OUT OF STATE; NO GRANTS TO INDIVIDUALS.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 21

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ALLEY THEATRE 615 TEXAS AVE. HOUSTON, TX 77002-2795	NONE NOT PRIVATE FOUNDATION	GENERAL OPERATING SUPPORT	25,000.
ASIAN AMERICAN HEALTH COALITION OF GREATER HOUSTON 7001 CORPORATE AVE., STE. 120 HOUSTON, TX 77036	NONE NOT PRIVATE FOUNDATION	SEED PROGRAM SUPPORT FOR THE DEVELOPMENT AND IMPLEMENTATION OF THE "HOPE FOR TOMORROW, PRENATAL PROGRAM"	40,000.
BIG BROTHERS BIG SISTERS OF GREATER HOUSTON 6437 HIGH STAR DR. HOUSTON, TX 77074	NONE NOT PRIVATE FOUNDATION	LITTLE STEPS BIG FUTURES PROGRAM	75,000.
BOAT PEOPLE SOS, INC 11360 BELLAIRE BLVD., STE. 910 HOUSTON, TX 77072	NONE NOT PRIVATE FOUNDATION	GENERAL OPERATING SUPPORT	15,000.
BRIDGES TO LIFE P.O. BOX 19039 HOUSTON, TX 77224-9039	NONE NOT PRIVATE FOUNDATION	GENERAL OPERATING SUPPORT	25,000.
CATHOLIC CHARITIES OF THE ARCHDIOCESE OF GALV-HOUS P.O. BOX 66508 HOUSTON, TX 77266	NONE NOT PRIVATE FOUNDATION	GENERAL OPERATING SUPPORT	25,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 21 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CENTER FOR FAITH AND HEALTH INITIATIVES 14610 WIND LAWN DR. HOUSTON, TX 77040-2209	NONE NOT PRIVATE FOUNDATION	GENERAL OPERATING SUPPORT	22,000.
CENTER FOR PUBLIC POLICY PRIORITIES 900 LYDIA ST. AUSTIN, TX 78702-2625	NONE NOT PRIVATE FOUNDATION	GENERAL OPERATING SUPPORT	25,000.
CHILDBUILDERS 2425 FOUNTAIN VIEW, STE. 210 HOUSTON, TX 77056	NONE NOT PRIVATE FOUNDATION	CHALLENGE GRANT FOR GENERAL OPERATING SUPPORT	40,000.
COLLABORATIVE FOR CHILDREN 3800 BUFFALO SPEEDWAY, STE. 300 HOUSTON, TX 77098	NONE NOT PRIVATE FOUNDATION	GENERAL OPERATING SUPPORT	50,000.
COMMUNITIES IN SCHOOLS HOUSTON, INC. 1235 NORTH LOOP WEST, STE. 300 HOUSTON, TX 77008	NONE NOT PRIVATE FOUNDATION	GENERAL OPERATING SUPPORT	50,000.
CONFERENCE OF SOUTHWEST FOUNDATIONS, INC. 624 N. GOOD-LATIMER EXPRESSWAY, STE. 100 DALLAS, TX 75204	NONE NOT PRIVATE FOUNDATION	GRANT IN LIEU OF MEMBERSHIP DUES	3,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 21 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
DEPRESSION AND BIPOLAR SUPPORT ALLIANCE GRTR HOUST 3800 BUFFALO SPDWY., STE. 300 HOUSTON, TX 77098-3706	NONE NOT PRIVATE FOUNDATION	GENERAL OPERATING SUPPORT	50,000.
DUCHESNE ACADEMY OF THE SACRED HEART 10202 MEMORIAL DR. HOUSTON, TX 77024-3229	NONE NOT PRIVATE FOUNDATION	TO PROVIDE AN INCOMING 9TH GRADE STUDENT FROM AN ECONOMICALLY DISADVANTAGED FAMILY WITH FOUR YEAR TUITION SCHOLARSHIP	18,685.
EL CENTRO DE CORAZON 5001 NAVIGATION BLVD. HOUSTON, TX 77081	NONE NOT PRIVATE FOUNDATION	GENERAL OPERATING SUPPORT	37,500.
EYE CARE FOR KIDS FOUNDATION 9660 HILLCROFT, STE. 325 HOUSTON, TX 77096	NONE NOT PRIVATE FOUNDATION	GENERAL OPERATING SUPPORT	22,000.
FORGE FOR FAMILIES, INC. 3150 YELLOWSTONE BLVD. HOUSTON, TX 77054	NONE NOT PRIVATE FOUNDATION	GENERAL OPERATING SUPPORT	25,000.
FOURTH WARD CLINIC 190 HEIGHTS BLVD. HOUSTON, TX 77007	NONE NOT PRIVATE FOUNDATION	GENERAL OPERATING SUPPORT	40,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 21 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
FRIENDS OF THE SEADRIFT LIBRARY P.O. BOX 264 SEADRIFT, TX 77983	NONE NOT PRIVATE FOUNDATION	RENOVATION OF A FORMER ELEMENTARY SCHOOL TO REPLACE THE CURRENT LIBRARY	25,000.
GENESYS WORKS 601 JEFFERSON ST., STE. 3760 HOUSTON, TX 77002	NONE NOT PRIVATE FOUNDATION	GENERAL OPERATING SUPPORT	50,000.
GRANTMAKERS IN HEALTH 1100 CONNECTICUT AVE., NW, STE. 1200 WASHINGTON, DC 20036-4110	NONE NOT PRIVATE FOUNDATION	GENERAL OPERATING SUPPORT	2,500.
GREATER HOUSTON COMMUNITY FOUNDATION (FOR ACAM) 4550 POST OAK PLACE, STE 100 HOUSTON, TX 77027	NONE NOT PRIVATE FOUNDATION	GENERAL OPERATING SUPPORT FOR ALLIANCE FOR COMMUNITY ASSISTANCEMINISTRIES OF THE GULF COAST.	250,000.
HARRIS COUNTY HEALTHCARE ALLIANCE 1310 PRAIRIE ST., STE 1080 HOUSTON, TX 77002	NONE NOT PRIVATE FOUNDATION	TO PARTIALLY SUPPORT THE SALARY, TRAINING, TECHNICAL ASSIST. FOR A PRIMARY CARE ACCESS PROJECT MANAGER	100,000.
HEALTHCARE FOR THE HOMELESS-HOUSTON P.O. BOX 66690 HOUSTON, TX 77266	NONE NOT PRIVATE FOUNDATION	GENERAL OPERATING SUPPORT	40,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HOUSTON BALLET FOUNDATION P.O. BOX 130487 HOUSTON, TX 77219-0487	NONE NOT PRIVATE FOUNDATION	GENERAL OPERATING SUPPORT	25,000.
HOUSTON COMMUNITY HEALTH CENTERS, INC. 424 HAHLO HOUSTON, TX 77020	NONE NOT PRIVATE FOUNDATION	CONSTRUCTION OF FACILITY EXPANSION	100,000.
HOUSTON DOWNTOWN PARK CONSERVANCY 1500 MCKINNEY HOUSTON, TX 77010	NONE NOT PRIVATE FOUNDATION	CREATING A PARK IN DOWNTOWN HOUSTON	100,000.
HOUSTON FOOD BANK 3811 EASTEX FRWY. HOUSTON, TX 77026	NONE NOT PRIVATE FOUNDATION	PURCHASE OF A NEW WAREHOUSE AND OPERATIONS FACILITY	50,000.
HOUSTON GALVESTON INSTITUTE 3316 MOUNT VERNON ST. HOUSTON, TX 77006	NONE NOT PRIVATE FOUNDATION	GENERAL OPERATING SUPPORT	30,000.
HOUSTON GRAND OPERA ASSOCIATION, INC. 510 PRESTON ST., STE. 500 HOUSTON, TX 77002-1594	NONE NOT PRIVATE FOUNDATION	GENERAL OPERATING SUPPORT	25,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 21 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HOUSTON MUSEUM OF NATURAL SCIENCE ONE HERMANN CIRCLE DR. HOUSTON, TX 77030-1799	NONE NOT PRIVATE FOUNDATION	GENERAL OPERATING SUPPORT	25,000.
IBN SINA FOUNDATION, INC. 9888 BISSONNET, STE 150-M HOUSTON, TX 77036	NONE NOT PRIVATE FOUNDATION	EXPANSION OF THE AFTERHOURS CLINIC PROGRAM	40,000.
JESUITS OF THE NEW ORLEANS PROVINCE 710 BARONNE ST., STE. B NEW ORLEANS, LA 70113-1064	NONE NOT PRIVATE FOUNDATION	SEED MONEY FOR THE LAUNCH OF THE HOUSTON CRISTO REY PROJECT	25,000.
KIPP, INC. 10711 KIPP WAY HOUSTON, TX 77099	NONE NOT PRIVATE FOUNDATION	CONTRACT COUNSELING AND MENTAL HEALTH SERVICES FOR THE 2010-2011 STUDENT SUPPORT SERVICES PROGRAM IN KIPP SCHOOLS IN NORTH HOUSTON, NORTHEAST HOUSTON, AND GALVESTON, AND ADMINISTRATION EXPENSES	50,000.
KRIST SAMARITAN CENTER FOR COUNSELING & EDUCATION 17555 EL CAMINO REAL HOUSTON, TX 77058	NONE NOT PRIVATE FOUNDATION	COUNSELING ASSISTANCE FUND	22,000.
LOCAL INITIATIVES SUPPORT CORPORATION 1111 N. LOOP W., STE. 740 HOUSTON, TX 77008	NONE NOT PRIVATE FOUNDATION	GENERAL OPERATING SUPPORT	50,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 21 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MEMORIAL ASSISTANCE MINISTRIES, INC. 1625 BLALOCK RD. HOUSTON, TX 77080	NONE NOT PRIVATE FOUNDATION	GENERAL OPERATING SUPPORT	
NAMI GULF COAST P.O. BOX 4096 ALVIN, TX 77512	NONE NOT PRIVATE FOUNDATION	GENERAL OPERATING SUPPORT	20,000.
NEIGHBORHOOD CENTERS, INC. P.O. BOX 271389 HOUSTON, TX 77277-1389	NONE NOT PRIVATE FOUNDATION	CAPITAL CAMPAIGN SUPPORT FOR THE NCI COMMUNITY DEVELOPMENT CREDIT UNION	100,000.
NEW HOPE HOUSING, INC. 1117 TEXAS AVE. HOUSTON, TX 77002	NONE NOT PRIVATE FOUNDATION	GENERAL OPERATING SUPPORT	50,000.
PARTNERSHIP FOR ADVANCEMENT/IMMERSION OF REFUGEES 6440 HILLCROFT AVE., STE. 210 HOUSTON, TX 77081	NONE NOT PRIVATE FOUNDATION	GENERAL OPERATING SUPPORT	30,000.
THE PHILANTHROPY ROUNDTABLE 1150 17TH ST., NW, STE. 503 WASHINGTON, DC 20036	NONE NOT PRIVATE FOUNDATION	INSTITUTIONAL BASIC CONTRIBUTION	500.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 21 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PROJECT YES, INC. 6201 BONHOMME, STE 168N HOUSTON, TX 77036	NONE NOT PRIVATE FOUNDATION	GENERAL OPERATING SUPPORT	100,000.
PROJECT YES, INC. 6201 BONHOMME, STE 168N HOUSTON, TX 77036	NONE NOT PRIVATE FOUNDATION	YES NORTHEAST CAPITAL PROJECT	100,000.
PRO-VISION MINISTRIES, INC. 4590 WILMINGTON ST. HOUSTON, TX 77051	NONE NOT PRIVATE FOUNDATION	GENERAL OPERATING SUPPORT	30,000.
THE ROSE 12700 N. FEATHERWOOD, STE. 260 HOUSTON, TX 77034	NONE NOT PRIVATE FOUNDATION	CAPACITY BUILDING ULTRASOUND EXPANSION PROGRAM	22,000.
SKILLS FOR LIVING, INC. 7600 WOODWAY DR., STE. 200 ONE MAIN ST., STE. N-813 HOUSTON, TX 77063	NONE NOT PRIVATE FOUNDATION	GENERAL OPERATING SUPPORT	50,000.
SOCIETY FOR THE PERFORMING ARTS 615 LOUISIANA ST., STE. 100 HOUSTON, TX 77002-2715	NONE NOT PRIVATE FOUNDATION	GENERAL OPERATING SUPPORT	12,500.

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SOUTH TEXAS COLLEGE OF LAW 1301 SAN JACINTO ST. HOUSTON, TX 77002-7000	NONE NOT PRIVATE FOUNDATION	GENERAL CIVIL CLINIC'S BATTERED AND HOMELESS WOMEN'S PROGRAM	220,600.
SPRINC BRANCH COMMUNITY HEALTH CENTER 1615 HILLENDAHL, STE. 100 HOUSTON, TX 77055	NONE NOT PRIVATE FOUNDATION	EXPANSION OF THE PRENATAL SERVICES AT THE PITNER CLINIC	40,000.
TEEN HEALTH CENTER, INC. PO BOX 925 GALVESTON, TX 77553	NONE NOT PRIVATE FOUNDATION	CONTINUED MENTAL HEALTH SERVICES FOR CHILDREN, YOUTH AND THEIR IMMEDIATE FAMILIES	53,000.
TEXAS APPLESEED 1609 SHOAL CREEK, STE. 201 AUSTIN, TX 78701	NONE NOT PRIVATE FOUNDATION	GENERAL OPERATING SUPPORT	75,000.
TEXAS CAMPAIGN TO PREVENT TEEN PREGNANCY, INC. 1101-D THORPE LN., STE. 155 SAN MARCOS, TX 78666	NONE NOT PRIVATE FOUNDATION	GENERAL OPERATING SUPPORT	200.
TEXAS CAMPAIGN TO PREVENT TEEN PREGNANCY, INC. 1101-D THORPE LN., STE. 155 SAN MARCOS, TX 78666	NONE NOT PRIVATE FOUNDATION	SEED FUNDING TO HIRE A FULL OR PART-TIME EXECUTIVE DIRECTOR	25,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 21 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
TEXAS ONE VOICE 4550 POST OAK PLACE DRIVE, STE. 100 HOUSTON, TX 77027	NONE NOT PRIVATE FOUNDATION	GENERAL OPERATING SUPPORT	25,000.
TEXAS TECH FOUNDATION, INC. P.O. BOX 41162 LUBBOCK, TX 79409	NONE NOT PRIVATE FOUNDATION	ROCKWELL PROFESSORSHIPS IN THE COLLEGE OF HUMAN SCIENCES AND THE COLLEGE OF AGRICULTURAL SCIENCE AND NATURAL RESOURCES	75,000.
THEATRE UNDER THE STARS, INC. 800 BAGBY, STE. 200 HOUSTON, TX 77002-2525	NONE NOT PRIVATE FOUNDATION	GENERAL OPERATING SUPPORT	12,500.
UNIVERSITY OF HOUSTON - DOWNTOWN ONE MAIN ST., STE. 990-S HOUSTON, TX 77002-1001	NONE NOT PRIVATE FOUNDATION	CAPITAL SUPPORT TO DOUBLE THE SIZE OF THE W.I. DYKES LIBRARY	100,000.
UNIVERSITY OF TEXAS MEDICAL BRANCH AT GALVESTON 301 UNIVERSITY BLVD. GALVESTON, TX 77555-0129	NONE NOT PRIVATE FOUNDATION	SEED MONEY FOR CIRRICULUM DEVELOPMENT AND IMPLEMENTATION OF A NONPROFIT CFO CERTIFICATION PROGRAM	42,521.
WILLIAM MARSH RICE UNIVERSITY SCHOOL OF CONTINUING STUDIES P.O. BOX 1892 HOUSTON, TX 77251-1892	NONE NOT PRIVATE FOUNDATION	SEED FUNDING FOR THE DEVELOPMENT OF CURRICULUM FOR A NONPROFIT CFO CERTIFICATION PROGRAM	50,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 21 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
YMCA OF GREATER HOUSTON AREA 1600 LOUISIANA HOUSTON, TX 77002	NONE NOT PRIVATE FOUNDATION	ON-SITE LICENSED INFANT/TODDLER CHILD CARE CENTER LOCATED ON THE LEE HIGH SCHOOL CAMPUS	50,000.
BA PRIVATE EQUITY BLACKSTONE CAP 2006 LP PASS-THRU	NOT PRIVATE FOUNDATION	501(C)(3) PURPOSE	8.
SENTINEL UNCORRELATED FUND PASS-THUR	NONE NOT PRIVATE FOUNDATION	501(C)(3) PURPOSE	3.
		TOTAL CONTRIBUTIONS PAID	2,881,517.

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 22

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GREATER HOUSTON COMMUNITY FDN FOR ACAM HOUSTON, TX	NONE NOT PRIVATE FOUNDATION	CHALLENGE GRANT FOR GENERAL OPERATING SUPPORT	100,000.
EVERGREEN URBAN FARMS HOUSTON, TX	NONE NOT PRIVATE FOUNDATION	START-UP FUNDING FOR THE AQUAPONIC GREENHOUSE PROJECT	100,000.
WILLIAM MARSH RICE UNIVERSITY	NONE NOT PRIVATE FOUNDATION	SCHOLARSHIP SUPPORT FOR NONPROFIT CFO CERTIFICATION PROGRAM	50,000.
SOUTH TEXAS COLLEGE OF LAW 1303 SAN JACINTO ST. HOUSTON, TX 77002-7000	NONE NOT PRIVATE FOUNDATION	GENERAL CIVIL CLINIC'S BETTERED AND HOMELESS WOMEN'S PROGRAM	150,000.
		TOTAL CONTRIBUTIONS APPROVED	400,000.

FEDERAL CAPITAL GAIN DIVIDENDS

ATTACHMENT 23

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS		
FRANKLIN STREET PROPERTIES	1,258.	
TEMPLETON FRONTIER MARKETS	192.	
INTL GRTH & INC FD CL A	5,998.	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		7,448.
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		7,448.

ROCKWELL FUND, INC.
Supplement to Form 4797 Part I Detail

74-6040[illegible]8
ATTACHMENT 25

Description	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed or Allowable	Cost or Other Basis	Gain or (Loss) for entire year
BA PVT EQ-BAIN	VAR	VAR			1.	-1.
BA PVT EQ-BLACKSTONE	VAR	VAR	1.			1.
SENTINEL UNCOR FUND	VAR	VAR			1,239.	-1,239.
Totals						-1,239.

JSA
0XA258 1 000

ROCKWELL FUND 74-6040258

ATTACHMENT 26

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FORM 8886 PARTICIPATED IN TRANSACTION THROUGH ANOTHER ENTITY

TRANSACTION NAME: SEC 988 LOSS FROM TRADING ACTIVITY

NAME AND EIN OF OTHER ENTITY	TYPE OF ENTITY	DATE K-1 RECEIVED
SENTINEL UNCORRELATED FUND*** 76-6168570	PARTNERSHIP	08/29 /2011

***SENTINEL UNCORRELATED FUND PARTICIPATED IN TRANSACTION THROUGH OTHER ENTITIES, AS FOLLOWS:

NAME AND EIN OF OTHER ENTITY	TYPE OF ENTITY	DATE K-1 RECEIVED BY SENTINEL UNCORRELATED FUND
ARROWGRASS PARTNERSHIP, LP 98-0567642	PARTNERSHIP	04/21/2011
COMMON SENSE PARTNERS, LP 93-1044193	PARTNERSHIP	07/25/2011
LAZARD EMERGING INCOME LP 20-0461086	PARTNERSHIP	03/29/2011
STARK INVESTMENTS LIMITED PARTNERSHIP 39-1800791	PARTNERSHIP	03/29/2011
STARK SELECT ASSET FUND LLC 26-4370703	PARTNERSHIP	03/29/2011
WESLEY CAPITAL QP, LP 52-2280945	PARTNERSHIP	03/29/2011

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FORM 8886

TAXPAYER IS A PARTNER IN A PARTNERSHIP LISTED ON FORM 8886, PAGE 1, QUESTION 5, WHICH IN TURN IS A PARTNER IN SEVERAL FUNDS ("FUNDS"). THESE FUNDS (AND CERTAIN FUNDS IN WHICH THEY HAVE INVESTED) TRADE IN VARIOUS STOCKS, SECURITIES, FUTURES, FOREIGN EXCHANGE CONTRACTS, OPTIONS ON FUTURES, AND RELATED FINANCIAL INSTRUMENTS FOR THEIR OWN ACCOUNT. THE REALIZED LOSS ON IRC SECTION 988 TRANSACTIONS IS IN CONNECTION WITH THE FUNDS' REGULAR TRADING ACTIVITIES AND THEREFORE, NOT CARRIED OUT AS PART OF ANY PLAN TO ACHIEVE TAX BENEFITS. AS A RESULT, THERE ARE NOT ANY EXPECTED TAX BENEFITS. THE PARTNER'S SHARE OF THE SECTION 988 LOSS REFERRED TO ABOVE IS NETTED WITH THE OVERALL SECTION 988 GAIN OR LOSS REPORTED ON 2010 SCHEDULE K-1 WHICH IS AVAILABLE TO BE CLAIMED ON 2010 TAX RETURNS. IT IS NOT EXPECTED THAT THESE SECTION 988 TRANSACTIONS WILL GENERATE ANY PRIOR OR FUTURE TAX BENEFITS.

ROCKWELL FUND, INC. 74-6040258

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					7,448.	ATCH 23
		10000 CATERPILLAR INC PROPERTY TYPE: SECURITIES				P	07/20/2007	12/17/2010
902,348.		794,111.					108,237.	
		1000 CATERPILLAR INC PROPERTY TYPE: SECURITIES				P	07/30/2006	12/17/2010
90,235.		77,005.					13,230.	
		3000 CATERPILLAR INC PROPERTY TYPE: SECURITIES				P	09/14/2007	12/17/2010
270,704.		232,380.					38,324.	
		15000 VERIZON COMMUNICATIONS PROPERTY TYPE: SECURITIES				P	10/27/2008	09/17/2010
450,100.		397,115.					52,985.	
		8200 HOME DEPOT INC PROPERTY TYPE: SECURITIES				P	04/11/2008	03/10/2010
248,611.		244,186.					4,425.	
		7400 ALCOA INC PROPERTY TYPE: SECURITIES				P	10/29/2010	12/06/2010
103,103.		99,456.					3,647.	
		3600 TITANIUM METALS CORP PROPERTY TYPE: SECURITIES				P	11/07/2007	04/16/2010
58,224.		95,022.					-36,798.	
		10000 TITANIUM METALS CORP PROPERTY TYPE: SECURITIES				P	06/03/2009	04/16/2010
161,732.		100,472.					61,260.	
		5625 UNISYS CORP PROPERTY TYPE: SECURITIES				P	02/04/2010	05/18/2006
190,679.		114,158.					76,521.	
		88.162 SH AES CORP PROPERTY TYPE: SECURITIES				P	03/25/2010	05/27/2010
848.		1,132.					-284.	
		.5959 FRONTIER COMMUNICATIONS PROPERTY TYPE: SECURITIES				P	10/27/2008	07/02/2010
4.		4.						
		4500 CONOCOPHILLIPS				P	07/30/2010	10/15/2010

ROCKWELL FUND, INC. 74-6040258

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

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Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		PROPERTY TYPE: SECURITIES						
270,384.		249,619.					20,765.	
		40 CALL CHK JAN 10 @ 30 CHESAPEAKE ENERG				P	11/25/2009	01/19/2010
		PROPERTY TYPE: SECURITIES						
516.							516.	
		7 CALL XTO JAN 10 @ 55 XTO ENERGY INC				P	11/25/2009	01/19/2010
		PROPERTY TYPE: SECURITIES						
134.							134.	
		43 CALL XTO JAN 10 @ 50 XTO ENERGY INC				P	12/13/2009	01/19/2010
		PROPERTY TYPE: SECURITIES						
1,936.							1,936.	
		82 CALL HD JAN 10 @ 30 HOME DEPOT INC				P	12/01/2009	01/19/2010
		PROPERTY TYPE: SECURITIES						
1,614.							1,614.	
		100 CALL MSFT FEB 10 @ 33 MICROSOFT CORP				P	12/21/2009	02/22/2010
		PROPERTY TYPE: SECURITIES						
3,651.							3,651.	
		10 CALL APA FEB 10 @ 115 APACHE CORP				P	12/22/2009	02/22/2010
		PROPERTY TYPE: SECURITIES						
844.							844.	
		14 CALL TIE FEB 10 @ 15 TITANIUM METALS				P	12/22/2009	02/22/2010
		PROPERTY TYPE: SECURITIES						
224.							224.	
		67 CALL TIE FEB 10 @ 15 TITANIUM METALS				P	12/23/2009	02/22/2010
		PROPERTY TYPE: SECURITIES						
1,184.							1,184.	
		55 CALL TIE FEB 10 @ 15 TITANIUM METALS				P	12/24/2009	02/22/2010
		PROPERTY TYPE: SECURITIES						
962.							962.	
		25 CALL LM FEB 10 @ 34 LEGG MASON INC				P	01/07/2010	02/22/2010
		PROPERTY TYPE: SECURITIES						
869.							869.	
		60 CALL SUN FEB 10 @ 32 SUNOCO INC				P	01/07/2010	02/22/2010
		PROPERTY TYPE: SECURITIES						
1,889.							1,889.	

ROCKWELL FUND, INC. 74-6040258

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		47 CALL MRO FEB 10 @ 34 MARATHON OIL COR PROPERTY TYPE: SECURITIES				P	01/20/2010	02/22/2010
840.							840.	
		57 CALL SLM FEB 10 @ 13 SLM CORP PROPERTY TYPE: SECURITIES				P	01/20/2010	02/22/2010
1,020.							1,020.	
		40 CALL CHK FEB 10 @ 31 CHESAPEAKE ENERG PROPERTY TYPE: SECURITIES				P	01/21/2010	02/22/2010
1,110.							1,110.	
		35 CALL CL FEB 10 @ 85 COLGATE PALMOLIVE PROPERTY TYPE: SECURITIES				P	01/21/2010	02/22/2010
939.							939.	
		136 CALL TIE MAR 10 @ 15 TITANIUM METALS PROPERTY TYPE: SECURITIES				P	03/05/2010	03/22/2010
1,218.							1,218.	
		46 CALL SLM MAR 10 @ 13 SLM CORP PROPERTY TYPE: SECURITIES				P	03/09/2010	03/22/2010
284.							284.	
		11 CALL SLM MAR 10 @ 13 SLM CORP PROPERTY TYPE: SECURITIES				P	03/11/2010	03/22/2010
63.							63.	
		1 CALL MRO APR 10 @ 35 MARATHON OIL CORP PROPERTY TYPE: SECURITIES				P	03/18/2010	04/19/2010
13.							13.	
		35 CALL CL MAY 10 @ 90 COLGATE PALMOLIVE PROPERTY TYPE: SECURITIES				P	03/23/2010	05/24/2010
1,569.							1,569.	
		57 CALL SLM APR 10 @ 13 SLM CORP PROPERTY TYPE: SECURITIES				P	03/24/2010	04/19/2010
661.							661.	
		40 CALL BA JUN 10 @ 85 BOEING CO PROPERTY TYPE: SECURITIES				P	04/22/2010	06/21/2010
1,182.							1,182.	
		57 CALL SLM MAY 10 @ 15 SLM CORP PROPERTY TYPE: SECURITIES				P	04/22/2010	05/24/2010
917.							917.	

ROCKWELL FUND, INC. 74-6040258

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		10 CALL APA MA 10 @ 120 APACHE CORP PROPERTY TYPE: SECURITIES				P	04/23/2010	05/24/2010
264.							264.	
		140 CALL CAT AUG 10 @ 65 CATERPILLAR INC PROPERTY TYPE: SECURITIES				P	04/29/2010	08/23/2010
9,794.							9,794.	
		75 CALL UPS JUL 10 @ 75 UNITED PARCEL SE PROPERTY TYPE: SECURITIES				P	04/29/2010	07/29/2010
4,569.							4,569.	
		35 CALL CL AUG 10 @ 85 COLGATE PALMOLIVE PROPERTY TYPE: SECURITIES				P	06/21/2010	06/23/2010
1,919.							1,919.	
		40 CALL BA AUG 10 @ 80 BOEING CO PROPERTY TYPE: SECURITIES				P	06/24/2010	08/23/2010
1,002.							1,002.	
		47 CALL MRO SEP 10 @ 36 MARATHON OIL COR PROPERTY TYPE: SECURITIES				P	07/20/2010	09/20/2010
840.							840.	
		30 CALL FTR SEP 10 @ 8 FRONTIER COMMUNIC PROPERTY TYPE: SECURITIES				P	07/27/2010	08/20/2010
318.							318.	
		22 CALL CL NOV 10 80 COLGATE PALMOLIVE PROPERTY TYPE: SECURITIES				P	10/22/2010	11/22/2010
1,424.							1,424.	
		58 CALL QQQQ NOV 10 @ 53 POWERSHARES QQQ PROPERTY TYPE: SECURITIES				P	10/25/2010	11/23/2010
2,685.							2,685.	
		1319.2722 ING CORE EQUITY RESEARCH FUND PROPERTY TYPE: SECURITIES				P	12/19/2008	11/02/2010
14,420.		13,230.					1,190.	
		585.9978 ING CORE EQUITY RESEARCH FUND PROPERTY TYPE: SECURITIES				P	12/19/2008	11/02/2010
6,405.		5,877.					528.	
		244.454 ING CORE EQUITY RESEARCH FUND PROPERTY TYPE: SECURITIES				P	07/02/2009	11/02/2010
2,672.		2,137.					535.	

ROCKWELL FUND, INC. 74-6040258

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		158.475 ING CORE EQUITY RESEARCH FUND PROPERTY TYPE: SECURITIES				P	12/16/2009	11/02/2010
1,732.		1,616.					116.	
		19.461 ING CORE EQUITY RESEARCH FUND PROPERTY TYPE: SECURITIES				P	01/05/2010	11/02/2010
213.		202.					11.	
		42.473 ING CORE EQUITY RESEARCH FUND PROPERTY TYPE: SECURITIES				P	07/20/2010	11/02/2010
464.		399.					65.	
		36805.3 WASHINGTON MUTUAL INVESTORS FUND PROPERTY TYPE: SECURITIES				P	12/22/2009	12/27/2010
1,000,000.		910,195.					89,805.	
		36805.3 WASHINGTON MUTUAL INVESTORS FUND PROPERTY TYPE: SECURITIES				P	12/22/2009	12/27/2010
1,000,000.		910,195.					89,805.	
		27481.191 WASHINGTON MUTUAL INVESTORS FU PROPERTY TYPE: SECURITIES				P	12/22/2009	12/28/2010
747,763.		679,610.					68,153.	
		597.94 WASHINGTON MUTUAL INVESTORS FUND PROPERTY TYPE: SECURITIES				P	03/22/2010	12/28/2010
16,270.		15,164.					1,106.	
		626.168 WASHINGTON MUTUAL INVESTORS FUND PROPERTY TYPE: SECURITIES				P	06/21/2010	12/26/2010
17,038.		15,253.					1,785.	
		604.466 WASHINGTON MUTUAL INVESTORS FUND PROPERTY TYPE: SECURITIES				P	09/27/2010	12/28/2010
16,448.		15,347.					1,101.	
		838.3 WASHINGTON MUTUAL INVESTORS FUND C PROPERTY TYPE: SECURITIES				P	12/20/2010	12/28/2010
22,810.		22,642.					168.	
		85000 FORD MTR CR 6% 10/20/10 PROPERTY TYPE: SECURITIES				P	05/12/2006	04/20/2010
85,000.		85,000.						
		160000 FORD MTR CR 7.35 11/7/11 PROPERTY TYPE: SECURITIES				P	05/12/2006	05/07/2010
160,000.		160,000.						

ROCKWELL FUND, INC. 74-6040258

FORM 990-PF - PART IV
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		133000 FORD MTR CR 6.25% 12/20/13 PROPERTY TYPE: SECURITIES				P	05/12/2006	12/20/2010
133,000.		121,441.					11,559.	
		100000 RBC LKD TO FTO 15% 2/26/10 PROPERTY TYPE: SECURITIES				P	11/23/2009	02/26/2010
100,000.		100,000.						
		100000 BARCLAYS BK RV CNV OXY 9% 10/29/1 PROPERTY TYPE: SECURITIES				P	02/02/2010	10/29/2010
100,000.		100,000.						
		100000 BARCLAYS BK RV CNV NE 9.14% 12/28 PROPERTY TYPE: SECURITIES				P	02/11/2010	12/30/2010
100,000.		100,000.						
		100000 BARCLAYS BK RV CNV AES 10.5% 5/26 PROPERTY TYPE: SECURITIES				P	03/25/2010	05/26/2010
100,000.		100,000.						
		100000 BARCLAYS BK RV CNV CHK 9% 6/28/10 PROPERTY TYPE: SECURITIES				P	03/25/2010	06/28/2010
100,000.		100,000.						
		100000 RBC RV CNV AA 10.75% 10/29/10 PROPERTY TYPE: SECURITIES				P	04/30/2010	10/29/2010
100,000.		100,000.						
		100000 BARCLAYS BK RV CNV OXY 9% 11/16/1 PROPERTY TYPE: SECURITIES				P	05/12/2010	11/26/2010
100,000.		100,000.						
		250000 ABN AMRO BK 7.5% 10/3/20 PROPERTY TYPE: SECURITIES				P	10/05/2005	01/04/2010
250,000.		250,000.						
		50 HOME DEPOT INC PROPERTY TYPE: SECURITIES				P	04/11/2008	03/11/2010
1,579.		1,499.					80.	
		23.65 NOBLE CORP PROPERTY TYPE: SECURITIES				P	02/11/2010	12/30/2010
1,948.		544.					1,404.	
		100000 RBC RV CNV AA 10.75% 10/29/10 PROPERTY TYPE: SECURITIES				P	04/30/2010	10/29/2010
100,000.		100,000.						

ROCKWELL FUND, INC. 74-6040258

FORM 990-PF - PART IV
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Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		40.48 ALCOA PROPERTY TYPE: SECURITIES				P	10/29/2010	10/29/2010
521.		544.					-23.	
		5379.28 AMERIQUEST 03-1MV3 FLT RATE 2/25 PROPERTY TYPE: SECURITIES				P	10/30/2006	01/25/2010
		4,965.					-4,965.	
		10583.61 AMERIQUEST 03-1MV3 FLT RATE 2/2					12/31/2006	03/01/2010
		9,769.					-9,769.	
		13728.36 AMERIQUEST 03-1MV3 FLT RATE 2/2 PROPERTY TYPE: SECURITIES				P	10/30/2006	04/26/2010
		9,769.					-9,769.	
		5976.46 AMERIQUEST 03-1MV FLT RATE 2/25/ PROPERTY TYPE: SECURITIES				P	10/30/2006	07/19/2010
		5,555.					-5,555.	
		15683.4 AMERIQUEST 03-1MV3 FLT RATE 2/25 PROPERTY TYPE: SECURITIES				P	10/30/2006	12/29/2010
		14,597.					-14,597.	
		7061.46 CONTIMORTGAGE 98-1B 7.86% 4/15/2 PROPERTY TYPE: SECURITIES				P	03/21/2000	04/19/2010
		6,951.					-6,951.	
		1829.9 CONTIMORTGAGE 98-1B 7.86% 4/15/29 PROPERTY TYPE: SECURITIES				P	03/21/2000	06/03/2010
		1,802.					-1,802.	
		1319.33 CONTIMORTGAGE 98-1B 7.86% 4/15/2 PROPERTY TYPE: SECURITIES				P	03/21/2000	06/15/2010
1,319.		1,319.						
		4753.99 CONTIMORTGGE 98-1B 7.86% 4/15/29 PROPERTY TYPE: SECURITIES				P	03/21/2000	07/15/2010
4,754.		4,754.						
		3053.33 CONTIMORTGAGE 98-1B 7.86% 4/15/2 PROPERTY TYPE: SECURITIES				P	03/21/2000	08/15/2010
3,053.		3,053.						
		1988.82 CONTIMORTGAGE 98-1B 7.86% 4/15/2 PROPERTY TYPE: SECURITIES				P	03/21/2000	09/15/2010
1,989.		1,989.						

ROCKWELL FUND, INC. 74-6040258

FORM 990-PF - PART IV
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Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		8425.69 CONTIMORTGAGE 98-1B 7.86% 4/15/2 PROPERTY TYPE: SECURITIES				P	03/21/2000	10/18/2010
8,426.		8,426.						
		5260.22 CONTIMORTGGE 98-1B 7.86% 4/15/29 PROPERTY TYPE: SECURITIES				P	03/21/2000	11/16/2010
5,260.		5,260.						
		5348.8 CONTIMORTGGE 98-1B 7.86% 4/15/29 PROPERTY TYPE: SECURITIES				P	03/21/2000	12/16/2010
5,349.		5,349.						
		1252.03 CONTIMORTGAGE 98-1B 7.86% 4/15/2 PROPERTY TYPE: SECURITIES				P	03/21/2000	12/27/2010
		1,233.					-1,233.	
		2169.94 COUNTRYWIDE 03-22CB B4 5.55315% PROPERTY TYPE: SECURITIES				P	05/03/2005	01/27/2010
1,694.		1,694.						
		32639.77 COUNTRYWIDE 03-22CB B4 5.55315% PROPERTY TYPE: SECURITIES				P	05/03/2005	03/02/2010
		25,447.					-25,447.	
		2074.01 COUNTRYWIDE 03-22CB B4 5.55315% PROPERTY TYPE: SECURITIES				P	05/03/2005	03/02/2010
2,074.		2,074.						
		88089.66 COUNTRYWIDE 03-22CB B4 5.55315% PROPERTY TYPE: SECURITIES				P	05/03/2005	03/02/2010
		68,847.					-68,847.	
		1753.01 COUNTRYWIDE 03-22CB B4 5.55315% PROPERTY TYPE: SECURITIES				P	05/03/2005	03/29/2010
1,753.		1,753.						
		1224.88 COUNTRYWIDE 03-22CB B4 5.55315% PROPERTY TYPE: SECURITIES				P	05/03/2005	03/29/2010
		957.					-957.	
		1519.89 COUNTRYWIDE 03-22CB B4 5.55315% PROPERTY TYPE: SECURITIES				P	05/03/2005	04/25/2010
1,520.		1,520.						
		36598.61 COUNTRYWIDE 03-22CB B4 5.55315% PROPERTY TYPE: SECURITIES				P	05/03/2005	04/28/2010
		28,632.					-28,632.	

ROCKWELL FUND, INC. 74-6040258

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Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		209688.35 COUNTRYWIDE 03-22CB B4 5.53515 PROPERTY TYPE: SECURITIES				P	05/03/2005	05/28/2010
		164,255.					-164,255.	
		1012.22 COUNTRYWIDE 03-22CB B4 5.55315% PROPERTY TYPE: SECURITIES				P	05/03/2005	04/25/2010
1,012.		1,012.						
		189.65 COUNTRYWIDE 03-22CB B4 5.55315% 1 PROPERTY TYPE: SECURITIES				P	05/03/2005	06/25/2010
190.		190.						
		4072.35 COUNTRYWIDE 03-22CB B4 5.55315% PROPERTY TYPE: SECURITIES				P	05/03/2005	06/29/2010
		3,194.					-3,194.	
		257.28 COUNTRYWIDE 03-22CB B4 5.55315% 1 PROPERTY TYPE: SECURITIES				P	05/03/2005	07/25/2010
257.		257.						
		33648.46 COUNTRYWIDE 03-22CB B4 5.55315% PROPERTY TYPE: SECURITIES				P	05/03/2005	07/27/2010
		26,452.					-26,452.	
		8488.88 COUNTRYWIDE 03-22CB B4 5.55315% PROPERTY TYPE: SECURITIES				P	05/03/2005	09/03/2010
		6,688.					-6,688.	
		7638.89 COUNTRYWIDE 03-22CB B4 5.55315% PROPERTY TYPE: SECURITIES				P	05/03/2005	10/14/2010
		6,024.					-6,024.	
		55703.64 COUNTRYWIDE 03-22CB B4 5.55315% PROPERTY TYPE: SECURITIES				P	05/03/2005	11/03/2010
		43,974.					-43,974.	
		54659.22 COUNTRYWIDE 03-22CB B4 5.55315% PROPERTY TYPE: SECURITIES				P	05/03/2005	11/30/2010
		43,150.					-43,150.	
		124572 COUNTRYWIDE 03-22CB B4 5.55315% 1 PROPERTY TYPE: SECURITIES				P	05/03/2005	12/30/2010
		98,441.					-98,441.	
		2806.99 COUNTRYWIDE 04-5CB B3 FLT 3/25/3 PROPERTY TYPE: SECURITIES				P	04/01/2004	01/25/2010
2,807.		2,807.						

ROCKWELL FUND, INC. 74-6040258

FORM 990-PF - PART IV
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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		2839.89 COUNTRYWIDE 04-5CB B3 FLT 3/25/2 PROPERTY TYPE: SECURITIES				P	04/01/2004	03/01/2010
2,840.		2,840.						
		2848.23 COUNTRYWIDE 04-5CB FLT 3/25/34 PROPERTY TYPE: SECURITIES				P	04/01/2004	03/29/2010
2,848.		2,848.						
		2875.71 COUNTRYWIDE 04-5CB B3 FLT 3/25/3 PROPERTY TYPE: SECURITIES				P	04/01/2004	04/25/2010
2,876.		2,876.						
		2219.79 COUNTRYWIDE 04-5CB B3 FLT 3/25/3 PROPERTY TYPE: SECURITIES				P	04/01/2004	05/27/2010
2,220.		2,220.						
		2163.92 COUNTRYWIDE 04-5CB B3 FLT 3/25/3 PROPERTY TYPE: SECURITIES				P	04/01/2004	06/25/2010
2,164.		2,164.						
		2123.52 COUNTRYWIDE 04-5CB B3 FLT 3/25/3 PROPERTY TYPE: SECURITIES				P	04/01/2004	07/25/2010
2,124.		2,124.						
		2114.2 COUNTRYWIDE 04-5CB B3 FLT 3/25/34 PROPERTY TYPE: SECURITIES				P	04/01/2004	08/25/2010
2,114.		2,114.						
		2091.13 COUNTRYWIDE 04-5CB B3 FLT 3/25/3 PROPERTY TYPE: SECURITIES				P	04/01/2004	09/25/2010
2,091.		2,091.						
		10515.66 COUNTRYWIDE 04-5CB B3 FLT 3/25/ PROPERTY TYPE: SECURITIES				P	04/01/2004	09/29/2010
		9,833.					-9,833.	
		921.24 COUNTRYWIDE 04-5CB B3 FLT 3/25/34 PROPERTY TYPE: SECURITIES				P	04/01/2004	10/27/2010
921.		921.						
		40830.7 COUNTRYWIDE 04-5CB B3 FLT 3/25/3 PROPERTY TYPE: SECURITIES				P	04/01/2004	10/27/2010
		38,207.					-38,207.	
		949.71 COUNTRYWIDE 04-5CB B3 FLT 3/25/34 PROPERTY TYPE: SECURITIES				P	04/01/2004	10/25/2010
950.		950.						

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		3874.54 COUNTRYWIDE 04-5CB B3 FLT 3/25/3 PROPERTY TYPE: SECURITIES				P	04/01/2004	11/30/2004
		3,628.					-3,628.	
		936.79 COUNTRYWIDE 04-5CB B3 FLT 3/25/34 PROPERTY TYPE: SECURITIES				P	04/01/2004	12/29/2010
937.		937.						
		4320.21 COUNTRYWIDE 04-5CB B3 FLT 3/25/3 PROPERTY TYPE: SECURITIES				P	04/01/2004	12/29/2010
		4,048.					-4,048.	
		585.1 COUNTRYWIDE 05-J2 B3 FLT 4/25/35 PROPERTY TYPE: SECURITIES				P	01/08/2007	01/25/2010
585.		585.						
		237.2 COUNTRYWIDE 05-J2 B3 FLT 4/25/35 PROPERTY TYPE: SECURITIES				P	01/08/2007	03/01/2010
237.		237.						
		18716.7 COUNTRYWIDE 05-J2 B3 FLT 4/25/35 PROPERTY TYPE: SECURITIES				P	01/08/2007	05/26/2010
		14,825.					-14,825.	
		77751.54 COUNTRYWIDE 05-J2 B3 FLT 4/25/3 PROPERTY TYPE: SECURITIES				P	01/08/2007	06/30/2010
		61,638.					-61,638.	
		22197.12 COUNTRYWIDE 05-J2 B3 FLT 4/25/3 PROPERTY TYPE: SECURITIES				P	01/08/2007	08/11/2010
		17,628.					-17,628.	
		1959.68 COUNTRYWIDE 05-J2 B3 FLT 4/25/35 PROPERTY TYPE: SECURITIES				P	01/08/2007	09/14/2010
		1,558.					-1,558.	
		1848.87 COUNTRYWIDE 05-J2 B3 FLT 4/25/35 PROPERTY TYPE: SECURITIES				P	01/08/2007	10/14/2010
		1,471.					-1,471.	
		156742.79 COUNTRYWIDE 05-J2 B3 FLT 4/25/ PROPERTY TYPE: SECURITIES				P	01/08/2007	11/15/2010
		124,803.					-124,803.	
		116946.14 COUNTRYWIDE 05-J2 B3 FLT 4/25/ PROPERTY TYPE: SECURITIES				P	01/08/2007	12/20/2010
		93,197.					-93,197.	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		58958.5 COUNTRYWIDE 05-J2 B3 FLT 4/25/35				P	01/08/2007	12/29/2010
		PROPERTY TYPE: SECURITIES						
		46,985.					-46,985.	
		131584.9 COUNTRYWIDE 05-18CB B4 FLT 5/25				P	08/31/2005	02/03/2010
		PROPERTY TYPE: SECURITIES						
		95,259.					-95,259.	
		161848.1 COUNTRYWIDE 05-18CB B4 FLT 5/25				P	08/31/2005	03/02/2010
		PROPERTY TYPE: SECURITIES						
		116,836.					-116,836.	
		94471.55 COUNTRYWIDE 05-18CB B4 FLT 5/25				P	08/31/2005	04/22/2010
		PROPERTY TYPE: SECURITIES						
		68,460.					-68,460.	
		288502.58 COUNTRYWIDE 05-18CB B4 FLT 5/2				P	08/31/2005	04/30/2010
		PROPERTY TYPE: SECURITIES						
		209,066.					-209,066.	
		73336.78 COUNTRYWIDE 05-18CB B4 FLT 5/25				P	08/31/2005	06/30/2010
		PROPERTY TYPE: SECURITIES						
		53,378.					-53,378.	
		182168.17 COUNTRYWIDE 05-18CB B4 FLT 5/2				P	08/31/2005	08/25/2010
		PROPERTY TYPE: SECURITIES						
		132,987.					-132,987.	
		13187.86 FNMA WHOLE LN 04-W3 B4 5.6521%				P	02/03/2005	01/25/2010
		PROPERTY TYPE: SECURITIES						
13,188.		13,188.						
		63075.72 FNMA WHOLE LN 04-W3 B4 5.6521%				P	02/03/2005	01/27/2010
		PROPERTY TYPE: SECURITIES						
		44,980.					-44,980.	
		8456.54 FNMA WHOLE LN 04-W3 B4 5.6521% 5				P	02/03/2005	03/19/2010
		PROPERTY TYPE: SECURITIES						
8,457.		8,457.						
		4270.68 FNMA WHOLE LN 04-W3 B4 5.6521% 5				P	02/03/2005	03/19/2010
		PROPERTY TYPE: SECURITIES						
		3,054.					-3,054.	
		9987.16 FNMA WHOLE LN 04-W3 B4 5.6521% 5				P	02/03/2005	03/29/2010
		PROPERTY TYPE: SECURITIES						
9,987.		9,987.						

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		55883.12 FNMA WHOLE LN 04-W3 B4 5.6521%				P	02/03/2005	03/29/2010
		PROPERTY TYPE: SECURITIES						
		39,960.					-39,960.	
		12064.25 FNMA WHOLE LN 04-W3 B4 5.6521%				P	02/03/2005	05/06/2010
		PROPERTY TYPE: SECURITIES						
12,064.		12,064.						
		174445.9 FNMA WHOLE LN 04-W3 B4 5.6521%				P	02/03/2005	05/06/2010
		PROPERTY TYPE: SECURITIES						
		125,082.					-125,082.	
		9506.21 FNMA WHOLE LN 04-W3 B4 5.6521% 5				P	02/03/2005	05/27/2010
		PROPERTY TYPE: SECURITIES						
9,506.		9,506.						
		6014.43 FNMA WHOLE LN 04-W3 B4 5.6521% 5				P	02/03/2005	06/25/2010
		PROPERTY TYPE: SECURITIES						
6,014.		6,014.						
		133565.56 FNMA WHOLE LN 04-W3 B4 6.6521%				P	02/03/2005	06/30/2010
		PROPERTY TYPE: SECURITIES						
		95,900.					-95,900.	
		92280.31 FNMA WHOLE LN 04-W3 B4 5.6521%				P	02/03/2005	06/30/2010
		PROPERTY TYPE: SECURITIES						
		66,257.					-66,257.	
		5374.9 FNMA WHOLE LN 04-W3 B4 5.6521% 5/				P	02/03/2005	07/25/2010
		PROPERTY TYPE: SECURITIES						
5,375.		5,375.						
		126333.41 FNMA WHOLE LN 04-W3 B4 5.6521%				P	02/03/2005	07/28/2010
		PROPERTY TYPE: SECURITIES						
		90,831.					-90,831.	
		10625.58 FNMA WHOLE LN 04-W3 B4 5.6521%				P	02/03/2005	08/25/2010
		PROPERTY TYPE: SECURITIES						
10,626.		10,626.						
		152852 FNMA WHOLE LN 04-W3 B4 5.6521% 5/				P	02/03/2005	09/15/2010
		PROPERTY TYPE: SECURITIES						
		110,197.					-110,197.	
		7371.04 FNMA WHOLE LN 04-W3 B4 5.6521% 5				P	02/03/2005	09/25/2010
		PROPERTY TYPE: SECURITIES						
7,371.		7,371.						

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		211727.25 FNMA WHOLE LN 04-W3 B4 5.6521% PROPERTY TYPE: SECURITIES				P	02/03/2005	10/15/2010
		152,851.					-152,851.	
		9997.84 FNMA WHOLE LN 04-W3 B4 5.6521% 5 PROPERTY TYPE: SECURITIES				P	02/03/2005	10/25/2010
9,998.		9,998.						
		519159.59 FNMA WHOLE LN 04-W3 B4 5.6521% PROPERTY TYPE: SECURITIES				P	02/03/2005	10/28/2010
		374,793.					-374,793.	
		5615.79 FNMA WHOLE LN 04-W3 B4 5.6521% 5 PROPERTY TYPE: SECURITIES				P	02/03/2005	12/02/2010
5,616.		5,616.						
		264469.28 FNMA WHOLE LN 04-W3 B4 5.6521% PROPERTY TYPE: SECURITIES				P	02/03/2005	12/03/2010
		191,444.					-191,444.	
		76939.82 FNMA WHOLE LN 04-W3 B4 5.6521% PROPERTY TYPE: SECURITIES				P	02/03/2005	12/30/2010
		55,695.					-55,695.	
		5483.19 FNMA WHOLE LN 04-W3 B4 5.6521% 5 PROPERTY TYPE: SECURITIES				P	02/03/2005	12/30/2010
5,483.		5,483.						
		17644.38 FNMA WHOLE LN 04-W3 B3 5.6521% PROPERTY TYPE: SECURITIES				P	02/04/2005	01/25/2010
17,644.		17,644.						
		10182.41 FNMA WHOLE LN 04-W3 B3 5.6521% PROPERTY TYPE: SECURITIES				P	02/04/2005	02/25/2010
10,182.		10,182.						
		13689.51 FNMA WHOLE LN 04-W3 B3 5.6521% PROPERTY TYPE: SECURITIES				P	02/04/2005	03/26/2010
13,690.		13,690.						
		16882.5 FNMA WHOLE LN 04-W3 B3 5.6521% 5 PROPERTY TYPE: SECURITIES				P	02/04/2005	04/25/2010
16,883.		16,883.						
		20105.5 FNMA WHOLE LN 04-W3 B3 5.6521% 5 PROPERTY TYPE: SECURITIES				P	02/04/2005	05/27/2010
20,106.		20,106.						

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Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		13262 FNMA WHOLE LN 04-W3 B3 5.6521% 5/2 PROPERTY TYPE: SECURITIES				P	02/04/2005	06/25/2010
13,262.		13,262.						
		10451.45 FNMA WHOLE LN 04-W3 B3 5.6521% PROPERTY TYPE: SECURITIES				P	02/04/2005	07/28/2010
10,451.		10,451.						
		18503.19 FNMA WHOLE LN 04-S3 B3 5.6521% PROPERTY TYPE: SECURITIES				P	02/04/2005	08/25/2010
18,503.		18,503.						
		13842.49 FNMA WHOLE LN 04-W3 B3 5.6521%					02/04/2005	09/25/2010
13,842.		13,842.						
		21073.96 FNMA WHOLE LN 04-W3 B3 5.6521% PROPERTY TYPE: SECURITIES				P	02/04/2005	10/25/2005
21,074.		21,074.						
		16956.29 FNMA WHOLE LN 04-W3 B3 5.6521% PROPERTY TYPE: SECURITIES				P	02/04/2005	11/25/2010
16,956.		16,956.						
		21261.9 FNMA WOLE 04-W3 B3 5.6521% 5/25/ PROPERTY TYPE: SECURITIES				P	02/04/2005	12/30/2010
21,262.		21,262.						
		972.02 IMC HM EQUITY 97-3B 7.87% 8/20/28 PROPERTY TYPE: SECURITIES				P	11/16/1998	04/08/2010
		3,844.					-3,844.	
		7292.32 IMC HM EQ 97-3B 7.87% 8/20/28 PROPERTY TYPE: SECURITIES				P	11/16/1998	04/21/2010
		28,840.					-28,840.	
		1390.16 IMC HM EQUITY 97-3B 7.87% 8/20/2 PROPERTY TYPE: SECURITIES				P	11/16/1998	07/26/2010
		5,441.					-5,441.	
		222013.33 JP MORGAN 05-R1 FLT 7/28/34 PROPERTY TYPE: SECURITIES				P	06/21/2005	01/05/2010
		167,346.					-167,346.	
		48802.62 JP MORGAN 05-R1 FLT 7/28/34 PROPERTY TYPE: SECURITIES				P	06/21/2005	01/28/2010
		36,786.					-36,786.	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		71292.07 JP MORGAN 05-R1 FLT 7/28/34				P	06/21/2005	03/03/2010
		PROPERTY TYPE: SECURITIES						
		53,856.					-53,856.	
		108928.73 JP MORGAN 05-R1 FLT 7/28/34				P	06/21/2005	04/01/2010
		PROPERTY TYPE: SECURITIES						
		82,380.					-82,380.	
		322206.27 JP MORGAN 05-RL FLT 7/28/34				P	06/21/2005	04/30/2010
		PROPERTY TYPE: SECURITIES						
		243,675.					-243,675.	
		92585.34 JP MORGAN 05-R1 FLT 7/28/34				P	06/21/2005	06/03/2010
		PROPERTY TYPE: SECURITIES						
		70,174.					-70,174.	
		195613.18 JP MORGAN 05-R1 FLT 7/28/34				P	06/21/2005	07/08/2010
		PROPERTY TYPE: SECURITIES						
		148,426.					-148,426.	
		245954.72 JP MORGAN 05-R1 FLT 7/28/34				P	06/21/2005	08/05/2010
		PROPERTY TYPE: SECURITIES						
		186,830.					-186,830.	
		202741.99 JP MORGAN 05-R1 FLT 7/28/34				P	06/21/2005	09/03/2010
		PROPERTY TYPE: SECURITIES						
		154,174.					-154,174.	
		271737.68 JP MORGAN 05-R1 FLT 7/28/34				P		
		PROPERTY TYPE: SECURITIES						
		207,095.					-207,095.	
		109939.58 JP MORGAN 05-R1 FLT 7/28/34				P	06/21/2005	11/19/2010
		PROPERTY TYPE: SECURITIES						
		83,810.					-83,810.	
		188822.1 JPMORGAN 05-R1 7/28/34				P	06/21/2005	12/03/2010
		PROPERTY TYPE: SECURITIES						
		144,062.					-144,062.	
		192400.65 JP MORGAN 05-R3 FLT 7/28/34				P	06/21/2005	12/31/2010
		PROPERTY TYPE: SECURITIES						
		146,792.					-146,792.	
		1570.32 RES ACCEP 2003-A6 B4 5.5% 7/25/3				P	02/19/2004	01/25/2010
		PROPERTY TYPE: SECURITIES						
1,570.		1,570.						

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		723.82 RES ACCEP 03-A6 B4 5.5% 7/25/33 PROPERTY TYPE: SECURITIES				P	02/19/2004	02/25/2010
724.		724.						
		812.14 RES ACCEP 03-A6 B4 5.5% 7/25/33 PROPERTY TYPE: SECURITIES				P	02/19/2004	03/29/2010
812.		812.						
		1931.34 RES ACCEP 03-A6 B4 5.5% 7/25/33 PROPERTY TYPE: SECURITIES				P	02/19/2004	04/25/2010
1,931.		1,931.						
		1319.38 RES ACCEP 03-A6 B4 5.5% 7/25/33 PROPERTY TYPE: SECURITIES				P	02/19/2004	05/28/2010
1,319.		1,319.						
		2738.06 RES ACCEP 03-A6 B4 5.5% 7/25/33 PROPERTY TYPE: SECURITIES				P	02/19/2004	06/25/2010
2,738.		2,738.						
		2953 RES ACCEP 2003-A6 B4 5.5% 7/25/33 PROPERTY TYPE: SECURITIES				P	02/19/2004	07/28/2004
2,953.		2,953.						
		3265.04 RES ACCEP 03-A6 B4 5.5% 7/25/33 PROPERTY TYPE: SECURITIES				P	02/19/2004	07/28/2010
3,265.		3,265.						
		2258.44 RES ACCEP 03-A6 B4 5.5% 7/28/33 PROPERTY TYPE: SECURITIES				P	02/19/2004	09/25/2010
2,258.		2,258.						
		4824.1 RES ACCEP 03-A6 B4 5.5% 7/25/33 PROPERTY TYPE: SECURITIES				P	02/19/2004	10/25/2010
4,824.		4,824.						
		4264.84 RES ACCEP 03-A6 B4 5.5% 7/25/33 PROPERTY TYPE: SECURITIES				P	02/19/2004	11/30/2010
4,265.		4,265.						
		47371.88 RES ACCEP 03-A6 B4 5.5% 7/25/33 PROPERTY TYPE: SECURITIES				P	02/19/2004	12/29/2010
47,372.		47,372.						
		5488.16 RES ASSET 03-A6 B3 5.5% 5/25/33 PROPERTY TYPE: SECURITIES				P	03/25/2004	01/25/2010
5,488.		5,488.						

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Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		2529.71 RES ASSET 03-A6 B3 5.5% 5/25/33 PROPERTY TYPE: SECURITIES				P	03/25/2004	02/25/2010
2,530.		2,530.						
		2838.38 RES ASSET 03-A6 B3 5.5% 5/25/33 PROPERTY TYPE: SECURITIES				P	03/25/2004	03/25/2010
2,838.		2,838.						
		6749.92 RES ASSET 03-A6 B3 5.5% 5/25/33 PROPERTY TYPE: SECURITIES				P	03/25/2004	04/25/2010
6,750.		6,750.						
		4611.14 RES ASSET 03-A6 B3 5.5% 5/25/33 PROPERTY TYPE: SECURITIES				P	03/25/2004	05/25/2010
4,611.		4,611.						
		9569.39 RES ASSET 03-A6 B3 5.5% 5/25/33 PROPERTY TYPE: SECURITIES				P	03/25/2004	06/25/2010
9,569.		9,569.						
		10320.6 RES ASSET 03-A6 B3 5.5% 5/25/33 PROPERTY TYPE: SECURITIES				P	03/25/2004	07/28/2010
10,321.		10,321.						
		11411.14 RES ASSET 03-A6 B 3 5.5% 5/25/3 PROPERTY TYPE: SECURITIES				P	03/25/2004	08/25/2010
11,411.		11,411.						
		7893.16 RES ASSET 03-A6 B3 5.5% 5/25/33 PROPERTY TYPE: SECURITIES				P	03/25/2004	09/25/2010
7,893.		7,893.						
		16859.96 RES ASSET 03-A6 B3 5.5% 5/25/33 PROPERTY TYPE: SECURITIES				P	03/25/2004	10/25/2010
16,860.		16,860.						
		14905.42 RES ASSET 03-A6 B3 5.5% 5/25/33 PROPERTY TYPE: SECURITIES				P	03/25/2004	11/25/2010
14,905.		14,905.						
		165562.32 RES ASSET 03-A6 B3 5.5% 5/25/3 PROPERTY TYPE: SECURITIES				P	03/24/2004	12/25/2010
165,562.		165,562.						
		15971.67 WEST VIRGINIA GAMING I LLC 12% PROPERTY TYPE: SECURITIES				P	10/12/2007	01/15/2010
15,972.		15,972.						

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		16455.63 WEST VIRGINIA GAMING I LLC 12% PROPERTY TYPE: SECURITIES				P	10/12/2007	04/13/2010
16,456.		16,456.						
		16954.25 WEST VIRGINIA GAMING I LLC 12% PROPERTY TYPE: SECURITIES				P	10/12/2007	07/12/2010
16,954.		16,954.						
		17467.98 WEST VIRGINIA GAMING I LLC 12% PROPERTY TYPE: SECURITIES				P	10/12/2007	10/12/2010
17,468.		17,468.						
		50000 HOUSTON COMMUNITY HEALTH CENTERS L PROPERTY TYPE: SECURITIES				P	09/30/2009	02/03/2010
50,000.		50,000.						
		25000 HOUSTON COMMUNITY HEALTH CENTERS L PROPERTY TYPE: SECURITIES				P	09/30/2009	04/01/2010
25,000.		25,000.						
		25000 HOUSTON COMMUNITY HEALTH CENTERS L PROPERTY TYPE: SECURITIES				P	09/30/2009	05/04/2010
25,000.		25,000.						
		5087.16 HOUSTON COMMUNITY HEALTH CENTERS PROPERTY TYPE: SECURITIES				P	09/30/2009	09/23/2010
5,087.		5,087.						
		5076.61 HOUSTON COMMUNITY HEALTH CENTERS PROPERTY TYPE: SECURITIES				P	09/30/2009	10/27/2010
5,077.		5,077.						
		5142.10 HOUSTON COMMUNITY HEALTH CENTERS PROPERTY TYPE: SECURITIES				P	09/30/2009	11/22/2010
5,142.		5,142.						
		5147.20 HOUSTON COMMUNITY HEALTH CENTERS PROPERTY TYPE: SECURITIES				P	09/30/2009	12/22/2010
5,147.		5,147.						
		1000 ALLIANZ SE ADR PROPERTY TYPE: SECURITIES				P	01/22/2009	10/21/2010
12,384.		8,250.					4,134.	
		200 ALLIANZ SE ADR PROPERTY TYPE: SECURITIES				P	01/22/2009	11/02/2010
2,436.		1,650.					786.	

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Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		2500 ATLAS COPCO AB SPONS ADR PROPERTY TYPE: SECURITIES				P	08/27/2007	11/02/2010
48,518.		39,625.					8,893.	
		125 BNP PARIBAS SPON ADR PROPERTY TYPE: SECURITIES				P	05/21/2009	01/05/2010
5,119.		3,904.					1,215.	
		200 BNP PARIBAS SPON ADR PROPERTY TYPE: SECURITIES				P	05/21/2009	11/08/2010
7,479.		6,246.					1,233.	
		700 BARCLAYS PLC ADR PROPERTY TYPE: SECURITIES				P	11/21/2008	11/05/2010
12,907.		5,679.					7,228.	
		800 BHP BILLITON LTD SPONS ADR PROPERTY TYPE: SECURITIES				P	12/02/2005	10/15/2010
64,149.		26,624.					37,525.	
		200 BHP BILLITON LTD SPONS ADR PROPERTY TYPE: SECURITIES				P	07/24/2009	10/15/2010
16,037.		12,222.					3,815.	
		200 CNOOC LTD SPONS ADR PROPERTY TYPE: SECURITIES				P	03/18/2008	10/15/2010
40,248.		29,860.					10,388.	
		100 CNOOC LTD SPONS ADR PROPERTY TYPE: SECURITIES				P	11/17/2009	10/15/2010
20,124.		16,626.					3,498.	
		300 CNOOC LTD SPONS ADR PROPERTY TYPE: SECURITIES				P	01/26/2010	10/15/2010
60,372.		42,433.					17,939.	
		9200 COMPASS GROUP PLC ADR NEW PROPERTY TYPE: SECURITIES				P	12/20/2007	68258
68,258.		59,708.					8,550.	
		2500 COMPASS GROUP PLC ADR NEW PROPERTY TYPE: SECURITIES				P	09/17/2009	03/08/2010
18,548.		15,200.					3,348.	
		49 CREDIT SUISSE GROUP ADR PROPERTY TYPE: SECURITIES				P	07/24/2009	01/05/2010
2,544.		2,360.					184.	

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Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		53 DIAGEO PLC SPON ADR NEW PROPERTY TYPE: SECURITIES				P	03/26/2009	04/15/2010
3,677.		2,372.					1,305.	
		500 E.ON AG SPONS ADR PROPERTY TYPE: SECURITIES				P	12/22/2004	03/04/2010
18,075.		14,366.					3,709.	
		200 E.ON AG SPONS ADR PROPERTY TYPE: SECURITIES				P	06/18/2007	03/04/2010
7,230.		10,914.					-3,684.	
		40 FOMENTO ECONOMICO MEXICANO SAB DE CV PROPERTY TYPE: SECURITIES				P	03/18/2008	09/14/2010
1,959.		1,618.					341.	
		600 HANNOVER REINS CORP-EUR ADR PROPERTY TYPE: SECURITIES				P	06/16/2006	07/29/2010
14,408.		10,242.					4,166.	
		382 KOMATSU LTD ADR NEW PROPERTY TYPE: SECURITIES				P	06/16/2006	01/05/2010
32,540.		28,677.					3,863.	
		500 KOMATSU LTD ADR NEW PROPERTY TYPE: SECURITIES				P	10/05/2006	11/08/2010
13,849.		8,963.					4,886.	
		1000 KOMATSU LTD ADR NEW PROPERTY TYPE: SECURITIES				P	04/06/2010	09/14/2010
22,284.		21,386.					898.	
		5000 MAKITA CORP ADR-USD PROPERTY TYPE: SECURITIES				P	03/18/2008	11/08/2010
18,544.		15,875.					2,669.	
		872 NATIONAL BK GREECE SA SPONS ADR PROPERTY TYPE: SECURITIES				P	01/22/2009	01/05/2010
4,653.		2,747.					1,906.	
		13000 RIGHTS NATIONAL BK GREECE SA PROPERTY TYPE: SECURITIES				P	09/23/2010	09/23/2010
3,744.							3,744.	
		500 NESTLE SA SPONSORED ADR PROPERTY TYPE: SECURITIES				P	06/16/2006	07/29/2010
24,599.		15,064.					9,535.	

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Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		400 NINTENDO CO LTD ADR NEW PROPERTY TYPE: SECURITIES				P	09/17/2009	04/27/2010
16,668.		13,500.					3,168.	
		260 NOVO-NORDISK A S ADR PROPERTY TYPE: SECURITIES				P	02/26/2008	09/17/2010
23,541.		17,938.					5,603.	
		400 NOVO-NORSIDK A S ADR PROPERTY TYPE: SECURITIES				P	03/18/2008	09/17/2010
36,217.		27,308.					8,909.	
		1040 NOVO-NORDISK A S ADR PROPERTY TYPE: SECURITIES				P	08/26/2008	09/17/2010
94,163.		59,626.					34,537.	
		.02694 ROYAL DUTCH SHELL PLC ADR PROPERTY TYPE: SECURITIES				P	12/17/2010	12/22/2010
2.		2.						
		59 SOLVAY SA SPONS ADR - USD PROPERTY TYPE: SECURITIES				P	06/16/2006	01/05/2010
6,389.		6,376.					13.	
		.76923 TNT NV SPONS ADR -USD PROPERTY TYPE: SECURITIES				P	05/06/2010	05/12/2010
18.		20.					-2.	
		40 TNT NV SPONSORED ADR - USD PROPERTY TYPE: SECURITIES				P	05/21/2009	01/05/2010
1,236.		776.					460.	
		400 ENI SPA SPONSORED ADR PROPERTY TYPE: SECURITIES				P	11/21/2008	01/26/2010
19,354.		16,376.					2,978.	
		1400 NTT DOCOMO INC SPONS ADR PROPERTY TYPE: SECURITIES				P	03/26/2009	01/26/2010
21,319.		20,779.					540.	
		1000 SHINSEI BK LTD-JPY SPONS ADR PROPERTY TYPE: SECURITIES				P	08/26/2008	03/04/2010
2,163.		6,850.					-4,687.	
		7000 SHINSEI BK LTD-JPY SPONS ADR PROPERTY TYPE: SECURITIES				P	11/21/2008	03/04/2010
15,141.		20,265.					-5,124.	

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		41 BANCO BRADESCO SPONS ADR (NEW) PROPERTY TYPE: SECURITIES				P	08/26/2008	09/20/2010
694.		604.					90.	
		2000 PETROLEUM GEO-SERVICES ASA-SPONSORE PROPERTY TYPE: SECURITIES				P	03/26/2009	11/05/2010
27,794.		9,920.					17,874.	
		1200 PETROLEUM GEO-SERVICES ASA-SPONSORE PROPERTY TYPE: SECURITIES				P	11/17/2009	12/03/2010
16,626.		13,020.					3,606.	
		3180 VOLVO AKTIEBOLAGET ADR B PROPERTY TYPE: SECURITIES				P	07/16/2007	01/26/2010
26,642.		72,669.					-46,027.	
		2500 NETEASE.COM INC ADR PROPERTY TYPE: SECURITIES				P	07/01/2008	03/19/2010
101,115.		53,662.					47,453.	
		800 NETEASE.COM INC ADR PROPERTY TYPE: SECURITIES				P	08/26/2008	03/19/2010
32,357.		21,500.					10,857.	
		50 ROYAL BANK OF CANADA - CAD PROPERTY TYPE: SECURITIES				P	03/26/2009	10/25/2010
2,601.		1,524.					1,077.	
		60 NIKON CORP ADR PROPERTY TYPE: SECURITIES				P	11/21/2008	03/04/2010
12,893.		6,606.					6,287.	
		150 NIKON CORP ADR PROPERTY TYPE: SECURITIES				P	05/21/2009	03/04/2010
32,233.		22,215.					10,018.	
		1000 TAKEDA PHARMACEUTICAL CO PROPERTY TYPE: SECURITIES				P	03/26/2009	09/14/2010
23,764.		19,081.					4,683.	
		100 HONG-KONG ELECTRIC HLDGS SPONS ADR PROPERTY TYPE: SECURITIES				P	11/21/2008	11/08/2010
576.		558.					18.	
		100 PEARSON PLC SPONSORED ADR PROPERTY TYPE: SECURITIES				P	11/21/2008	09/20/2010
1,484.		847.					637.	

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Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		2800 PORTUGAL TELECOM SPON ADR PROPERTY TYPE: SECURITIES				P	01/22/2009	04/15/2010
31,808.		22,825.					8,983.	
		1300 PORTUGAL TELECOM SPON ADR PROPERTY TYPE: SECURITIES				P	07/24/2009	04/15/2010
14,768.		13,371.					1,397.	
		1100 NEDBANK GROUP LTD SPONSORED ADR PROPERTY TYPE: SECURITIES				P	03/26/2009	03/04/2010
37,339.		20,674.					16,665.	
		320 SIEMENS AG SPONS ADR PROPERTY TYPE: SECURITIES				P	05/21/2009	01/26/2010
29,651.		23,259.					6,392.	
		70 BROOKFIELD PROPERTIES CORP - CAD PROPERTY TYPE: SECURITIES				P	07/24/2009	10/25/2010
1,144.		601.					543.	
		1100 HOYA CORP SPONSORED ADR USD PROPERTY TYPE: SECURITIES				P	07/24/2009	01/07/2010
29,673.		24,585.					5,088.	
		500 HOYA CORP SPONSORED ADR USD PROPERTY TYPE: SECURITIES				P	11/17/2009	01/07/2010
13,488.		12,809.					679.	
		4000 BANK HAPOALIM B.M.-ILS PROPERTY TYPE: SECURITIES				P	09/17/2009	11/03/2010
18,073.		14,000.					4,073.	
		5000 BANK HAPOALIM B.M.-ILS PROPERTY TYPE: SECURITIES				P	09/17/2009	12/09/2010
24,540.		17,500.					7,040.	
		1100 LUXOTTICA GROUP SPA SP ADR PROPERTY TYPE: SECURITIES				P	09/17/2009	01/05/2010
28,807.		28,660.					147.	
		300 NIDEC CORPORATION SPON ADR PROPERTY TYPE: SECURITIES				P	09/17/2009	09/14/2010
6,701.		6,103.					598.	
		2000 NIDEC CORPORATION SPON ADR PROPERTY TYPE: SECURITIES				P	09/17/2009	12/09/2010
51,953.		40,683.					11,270.	

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		2830 HOME RETAIL GROUP PROPERTY TYPE: SECURITIES				P	11/17/2009	01/07/2010
50,117.		61,071.					-10,954.	
		1160 OPEN TEXT CORP PROPERTY TYPE: SECURITIES				P	11/17/2009	03/08/2010
55,432.		43,936.					11,496.	
		3600 UPM KYMMENE CORP SPN ADR PROPERTY TYPE: SECURITIES				P	11/17/2009	04/15/2010
51,117.		46,368.					4,749.	
		9000 WIENERGERGER BAUSTOFFINDUSTRIE AG-E PROPERTY TYPE: SECURITIES				P	11/17/2009	04/20/2010
36,572.		33,948.					2,624.	
		13 CALL AZN JUL 10 @ 50 ASTRAZENECA PLC PROPERTY TYPE: SECURITIES				P	06/29/2010	07/19/2010
212.							212.	
		1 CALL AZN OCT 10 @ 55 ASTRAZENECA PLC S PROPERTY TYPE: SECURITIES				P	07/22/2010	10/18/2010
34.							34.	
		12 ASTRAZENECA PLC SPON ADR PROPERTY TYPE: SECURITIES				P	07/26/2010	10/18/2010
474.							474.	
		10 CALL BHP SEP 10 @ 80 BHP BILLITON LTD PROPERTY TYPE: SECURITIES				P	07/23/2010	09/20/2010
666.							666.	
		8 CALL FMX AUG 10 @ 50 FOMENTO EXONOMICO PROPERTY TYPE: SECURITIES				P	07/29/2010	08/23/2010
128.							128.	
		17 CALL NVO AUG 10 @ 90 NOVO-NORDISK A S PROPERTY TYPE: SECURITIES				P	08/03/2010	08/23/2010
3,139.							3,139.	
		8 CALL FMX OCT 10 @ 55 FOMENTO ECONOMICO PROPERTY TYPE: SECURITIES				P	08/30/2010	10/18/2010
162.							162.	
		8 CALL FMX DEC 10 @ 60 FOMENTO ECONOMICO PROPERTY TYPE: SECURITIES				P	11/04/2010	12/20/2010
354.							354.	

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		200 HSBC HLDG PLC SP ADR NEW PROPERTY TYPE: SECURITIES				P	03/23/2010	11/08/2010
11,026.		10,228.					798.	
		23 MITSUBISHI CORP SPONS ADR PROPERTY TYPE: SECURITIES				P	06/16/2006	01/05/2010
1,187.		918.					269.	
		300 NIPPON TEL & TEL SPONS ADR PROPERTY TYPE: SECURITIES				P	03/26/2009	04/15/2010
6,222.		6,051.					171.	
		300 INDIA FUND INC PROPERTY TYPE: SECURITIES				P	08/28/2009	09/14/2010
10,526.		7,926.					2,600.	
		213 ISHARES MSCI ITALY INDEX FUND PROPERTY TYPE: SECURITIES				P	01/29/2009	01/05/2010
4,224.		3,003.					1,221.	
		1061 ISHARES MSCI UNITED KINGDOM INDEX F PROPERTY TYPE: SECURITIES				P	01/29/2009	01/05/2010
17,450.		11,873.					5,577.	
		1000 ISHARES MSCI SOUTH KOREA INDEX FUND PROPERTY TYPE: SECURITIES				P	05/26/2009	09/14/2010
51,436.		35,345.					16,091.	
		30 ISHARES INC MSCI SOUTH AFRICA INDEX F PROPERTY TYPE: SECURITIES					08/26/2008	01/05/2010
1,744.		1,583.					161.	
		100 ISHARES INC MSCI SOUTH AFRICA INDEX				P	08/26/2008	09/20/2010
6,320.		5,266.					1,054.	
		500 ISHARES MSCI GERMANY INDEX FD PROPERTY TYPE: SECURITIES				P	04/01/2009	11/05/2010
12,214.		7,594.					4,620.	
		300 ISHARES MSCI MEXICO INVEST MKT INDEX PROPERTY TYPE: SECURITIES				P	11/24/2008	09/20/2010
15,510.		8,361.					7,149.	
		500 ISHARES MSCI MEXICO INVEST MKT INDEX PROPERTY TYPE: SECURITIES				P	11/24/2008	10/25/2010
28,455.		13,935.					14,520.	

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		300 ISHARES MSCI MEXICO INVEST MKT INDEX PROPERTY TYPE: SECURITIES				P	11/24/2008	12/09/2010
18,143.		8,361.					9,782.	
		400 ISHARES MSCI MEXICO INVEST MKT INDEX PROPERTY TYPE: SECURITIES				P	12/02/2005	12/17/2010
24,496.		14,332.					10,164.	
		1372 ISHARES MSCI HONG KONG INDEX FUND PROPERTY TYPE: SECURITIES				P	07/27/2009	01/05/2010
22,046.		21,015.					1,031.	
		40 IPATH MSCI INDIA ETN PROPERTY TYPE: SECURITIES				P	01/29/2009	09/14/2010
2,785.		1,176.					1,609.	
		60 IPATH MSCI INDIA ETN PROPERTY TYPE: SECURITIES				P	05/26/2009	09/14/2010
4,177.		2,871.					1,306.	
		600 ISHARES MSCI TURKEY PROPERTY TYPE: SECURITIES				P	01/29/2009	07/30/2010
36,493.		14,993.					21,500.	
		400 ISHARES MSCI THAILAND INDEX FUND ETF				P	05/26/2009	07/30/2010
19,714.		12,504.					7,210.	
		100 ISHARES MSCI THAILAND INDEX FUND ETF PROPERTY TYPE: SECURITIES				P	05/26/2009	09/20/2010
5,646.		3,126.					2,520.	
		300 ISHARES MSCI THAILAND INDEX FUND ETF PROPERTY TYPE: SECURITIES				P	05/26/2009	10/25/2010
19,281.		9,378.					9,903.	
		100 ISHARES MSCI THAILAND INDEX FUND ETF PROPERTY TYPE: SECURITIES				P	07/29/2009	11/08/2010
6,749.		3,537.					3,212.	
		100 ISHARES MSCI EMERGING MKTS INDEX FD PROPERTY TYPE: SECURITIES				P	05/26/2009	11/05/2010
4,729.		3,218.					1,511.	
		40 CALL INP AUG 10 @ 67 IPATH MSCI INDIA PROPERTY TYPE: SECURITIES				P	07/22/2010	08/23/2010
4,594.							4,594.	

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		13 CALL IFN AUG 10 @ 35 INDIA FUND INC PROPERTY TYPE: SECURITIES				P	07/23/2010	08/23/2010
158.							158.	
		31 CALL EEM AUG 10 @ 43 ISHARES MSCI EME PROPERTY TYPE: SECURITIES				P	08/02/2010	08/23/2010
1,431.							1,431.	
		4000 POWERSHARES II GLOBAL PROGRESSIVE B PROPERTY TYPE: SECURITIES				P	03/03/2010	12/21/2010
102,335.		100,598.					1,737.	
		3500 POWERSHARES GLOBAL PROGRESSIVE TRAN PROPERTY TYPE: SECURITIES				P	04/06/2010	12/21/2010
105,225.		99,651.					5,574.	
		243.125 CAP WRLD GRTH & INC FD CL A PROPERTY TYPE: SECURITIES				P	09/25/2008	12/27/2010
8,641.		8,381.					260.	
		380.239 CAP WRLD GRTH & INC FD CL A PROPERTY TYPE: SECURITIES				P	12/18/2008	12/27/2010
13,514.		10,130.					3,384.	
		219.915 CAP WRLD GRTH & INC FD CL A PROPERTY TYPE: SECURITIES				P	03/28/2009	12/27/2010
7,816.		5,122.					2,694.	
		495.893 CAP WRLD GRTH & INC FD CL A PROPERTY TYPE: SECURITIES				P	06/23/2009	12/27/2010
17,624.		13,746.					3,878.	
		160.948 CAP WRLD GRTH & INC FD CL A PROPERTY TYPE: SECURITIES				P	09/30/2009	12/27/2010
5,720.		5,229.					491.	
		185.194 CAP WRLD GRTH & INC FD CL A PROPERTY TYPE: SECURITIES				P	12/17/2009	12/27/2010
6,582.		6,304.					278.	
		156.292 CAP WRLD GRTH & INC FD CL A PROPERTY TYPE: SECURITIES				P	03/22/2010	12/27/2010
5,555.		5,281.					274.	
		451.5 CAP WRLD GRTH & INC FD CL A PROPERTY TYPE: SECURITIES				P	06/21/2010	12/27/2010
16,046.		14,146.					1,900.	

ROCKWELL FUND, INC. 74-6040258

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		161.233 CAP WRLD GRTH & INC FD CL A PROPERTY TYPE: SECURITIES				P	09/20/2010	12/27/2010
5,730.		5,372.					358.	
		30 EUROPACIFIC GRTH FD CL A PROPERTY TYPE: SECURITIES				P	12/24/2008	12/27/2010
1,229.		810.					419.	
		1482.264 EUROPACIFIC GRTH FD CL A PROPERTY TYPE: SECURITIES				P	12/24/2008	12/27/2010
60,714.		40,036.					20,678.	
		817.173 EUROPACIFIC GRTH FD CL A PROPERTY TYPE: SECURITIES				P	12/24/2008	12/27/2010
33,471.		22,072.					11,399.	
		775.562 EUROPACIFIC GRTH FD CL A PROPERTY TYPE: SECURITIES				P	12/29/2005	12/27/2010
31,767.		31,705.					62.	
		421.17 EUROPACIFIC GRTH FD CL A PROPERTY TYPE: SECURITIES				P	12/29/2005	12/27/2010
17,251.		17,217.					34.	
		514.968 EUROPACIFIC GRTH FD CL A PROPERTY TYPE: SECURITIES				P	12/28/2009	12/27/2010
21,093.		19,785.					1,308.	
		502.627 NEW WORLD FUND CL A PROPERTY TYPE: SECURITIES				P	12/24/2008	12/27/2010
27,132.		15,411.					11,721.	
		490.255 NEW WORLD FUND CL A PROPERTY TYPE: SECURITIES				P	12/29/2005	12/27/2010
26,464.		18,855.					7,609.	
		12009.292 NEW WORLD FUND CL A PROPERTY TYPE: SECURITIES				P	12/02/2005	12/28/2010
648,141.		463,679.					184,462.	
		141.52 INTL GRTH & INC FD CL A PROPERTY TYPE: SECURITIES				P	03/17/2010	12/27/2010
4,387.		4,190.					197.	
		400.185 INTL GRTH & INC FD CL A PROPERTY TYPE: SECURITIES				P	06/16/2010	12/27/2010
12,406.		10,941.					1,465.	

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FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

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Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		207.16 INTL GRTH & INC FD CL A PROPERTY TYPE: SECURITIES				P	09/15/2010	12/27/2010
6,422.		6,064.					358.	
		482.878 CAP WLRD BOND FD CL A PROPERTY TYPE: SECURITIES				P	06/21/2006	12/27/2010
9,759.		8,851.					908.	
		620.326 CAP WRLD BOND FD CL A PROPERTY TYPE: SECURITIES				P	03/23/2009	12/27/2010
12,537.		11,240.					1,297.	
		349.96 BA MULTI STRAT HEDGE FUND PROPERTY TYPE: SECURITIES				P	03/29/2004	03/31/2010
470,870.		399,973.					70,897.	
		160.15 BA MULTI STRAT HEDGE FUND PROPERTY TYPE: SECURITIES				P	03/29/2004	06/30/2010
211,892.		184,096.					27,796.	
		37 BA MULTI STRAT HEDGE FUND PROPERTY TYPE: SECURITIES				P	03/29/2004	10/01/2010
47,926.		42,528.					5,398.	
		299.61 SENTINEL TECHNOLOGY FUND PROPERTY TYPE: SECURITIES				P	04/21/2004	01/29/2010
495,000.		457,433.					37,567.	
		387.839 SENTINEL UNCORRELATED FUND PROPERTY TYPE: SECURITIES				P	04/21/2004	01/29/2001
575,000.		568,133.					6,867.	
		RECOVERY FROM BAYOU FUND-SENTINEL UNCORR PROPERTY TYPE: SECURITIES				P	04/21/2004	05/25/2010
3,890.		3,890.						
		BOW RIVER CAPITAL FUND V, LTD. SHORT-TER PROPERTY TYPE: SECURITIES				P	VAR	VAR
		135.					-135.	
		BOW RIVER CAPITAL FUND V, LTD. LONG-TERM PROPERTY TYPE: SECURITIES				P	VAR	VAR
		58,494.					-58,494.	
		SENTINENTAL UNCORRELATED FUND CAP SHORT- PROPERTY TYPE: SECURITIES				P	VAR	VAR
		16,115.					-16,115.	

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FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property / Description	P or D	Date acquired	Date sold	Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)
SENTINEL UNCORRELATED FUND LONG-TERM CAP PROPERTY TYPE: SECURITIES	P	VAR	VAR			17,048.				-17,048.
SENTINEL TECHNOLOGY FUND SHORT-TERM CAP PROPERTY TYPE: SECURITIES	P	VAR	VAR	26,100.						26,100.
SENTINEL TECHNOLOGY FUND LONG-TERM CAP L PROPERTY TYPE: SECURITIES	P	VAR	VAR	151,068.						151,068.
BA PRIVATE EQUITY-BAIN CAPITAL 2006 SHOR PROPERTY TYPE: SECURITIES	P	VAR	VAR	731.						731.
BA PRIVATE EQUITY-BAIN CAPITAL 2006 LONG PROPERTY TYPE: SECURITIES	P	VAR	VAR	7,201.						7,201.
BA PRIVATE EQUITY-BLACKSTONE CAPITAL 200 PROPERTY TYPE: SECURITIES	P	VAR	VAR	240.						240.
BA PRIVATE EQUITY-BLACKSTONE CAPITAL 200 PROPERTY TYPE: SECURITIES	P	VAR	VAR	3,079.						3,079.
SHORT TERM CAPITAL GAIN FROM FORM 6781 PROPERTY TYPE: SECURITIES	P	VAR	VAR			3,902.				-3,902.
LONG TERM CAPITAL GAIN FROM FORM 6781 PROPERTY TYPE: SECURITIES	P	VAR	VAR			2,601.				-2,601.
TOTAL GAIN(LOSS)										-3162925.

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