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: WILLIAM M. FULLER FOUNDATION

A Employer identification number: 75-2335552

Number and street (or P O box number if mail is not delivered to street address): 1010 WEST WALL

Room/suite

B Telephone number (see page 10 of the instructions): (432) 683-5661

City or town, state, and ZIP code: MIDLAND, TX 79701

C If exemption application is pending, check here ▶ [ ]

D 1 Foreign organizations, check here ▶ [ ]

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 4,958,785.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) ______ (Part I, column (d) must be on cash basis)

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	0.			
	2 Check ▶ [ ] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	80.	80.		ATCH 1
	4 Dividends and interest from securities	64,874.	64,874.		ATCH 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-70,732.			
	b Gross sales price for all assets on line 6a 785,284.				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain			-1,087.	
	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)	-3,840.	-3,840.		ATCH 3
	12 **Total.** Add lines 1 through 11	-9,618.	61,114.	-1,087.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) ATCH 4	1,397.	936.	0.	461.
	b Accounting fees (attach schedule) ATCH 5	5,900.	3,953.	0.	1,947.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)**	300.	300.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 7	37,935.	37,776.		159.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	45,532.	42,965.	0.	2,567.
	25 Contributions, gifts, grants paid	161,503.			161,503.
	26 Total expenses and disbursements Add lines 24 and 25	207,035.	42,965.	0.	164,070.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-216,653.			
	b **Net investment income** (if negative, enter -0-)		18,149.		
	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	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	29,592.	91,412.	91,412.
	2	Savings and temporary cash investments	294,288.	60,224.	60,224.
	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) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)			
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) ATCH 8	3,993,349.	4,133,035.	4,807,149.
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶ ATCH 9)	2,694.	2,694.	
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	4,319,923.	4,287,365.	4,958,785.
Liabilities	17	Accounts payable and accrued expenses	25.	516.	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	25.	516.	
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	4,319,898.	4,286,849.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	4,319,898.	4,286,849.	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	4,319,923.	4,287,365.	

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	4,319,898.
2	Enter amount from Part I, line 27a	2	-216,653.
3	Other increases not included in line 2 (itemize) ▶ ATTACHMENT 10	3	183,841.
4	Add lines 1, 2, and 3	4	4,287,086.
5	Decreases not included in line 2 (itemize) ▶ ATTACHMENT 11	5	237.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,286,849.

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	-70,733.
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	-1,087.

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	289,534.	3,953,742.	0.073230
2008	283,320.	5,676,793.	0.049908
2007	253,227.	5,768,873.	0.043895
2006	284,340.	5,455,063.	0.052124
2005	278,156.	5,569,828.	0.049940

2 Total of line 1, column (d)	2	0.269097
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	0.053819
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	4,431,801.
5 Multiply line 4 by line 3	5	238,515.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	181.
7 Add lines 5 and 6	7	238,696.
8 Enter qualifying distributions from Part XII, line 4	8	164,070.

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	363.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	363.
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	363.
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a		
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	0.
8	Enter any **penalty** for underpayment of estimated tax Check here ☒ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	363.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶ 0. **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		
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 ▶ N/A

14 The books are in care of ▶ ROYCE L. FORT Telephone no ▶ 432-683-5661

Located at ▶ 1010 W WALL, MIDLAND, TEXAS MIDLAND, TX ZIP + 4 ▶ 79701

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		
	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		X
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**
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** No: X
If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** No: X

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 12		-0-	-0-	-0-

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

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

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

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 ANNUAL GIFTS TO QUALIFYING 501(C)(3) ORGANIZATIONS FOURTEEN QUALIFYING ORGANIZATIONS RECEIVED CONTRIBUTIONS DURING THE CALENDAR YEAR 2010	161,503.
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 ▶	

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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	4,315,695.
b	Average of monthly cash balances	1b	181,235.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	2,360.
d	**Total** (add lines 1a, b, and c)	1d	4,499,290.
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	4,499,290.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	67,489.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,431,801.
6	**Minimum investment return.** Enter 5% of line 5	6	221,590.

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	221,590.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	363.		
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	363.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	221,227.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	221,227.
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	221,227.

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	164,070.
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	164,070.
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	164,070.

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				221,227.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			160,746.	
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 ▶ $ 164,070.				
a Applied to 2009, but not more than line 2a			160,746.	
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				3,324.
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				217,903.
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.				

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

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

1 ***Information Regarding Foundation Managers:***

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

N/A

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

N/A

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

Check here ▶ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see 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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATTACHMENT 13				
Total ▶ 3a				161,503.
b *Approved for future payment*				
Total ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	80.	
4 Dividends and interest from securities			14	64,874.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			16	-3,840.	
8 Gain or (loss) from sales of assets other than inventory			18	-70,732.	
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)				-9,618.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 -9,618.

(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: 6/6/11 Title: Pres.

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	[signature] CPA	[illegible]		P00051789

Firm's name ▶ WEAVER & TIDWELL, L.L.P. Firm's EIN ▶ 75-0786316

Firm's address ▶ 400 W. ILLINOIS, SUITE 1550 MIDLAND, TX 79701 Phone no 432.683.5226

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
JP MORGAN CHASE BANK - CUSTODIAL	40.	40.
GOLDMAN SACHS & CO.	40.	40.
TOTAL	80.	80.

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
JP MORGAN CHASE BANK - CUSTODIAL		40,582.	40,582.
GOLDMAN SACHS & CO.		24,282.	24,282.
LAZARD, LTD		10.	10.
	TOTAL	64,874.	64,874.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OIL & GAS ROYALTY INCOME	472.	472.
APOGEE FUND, LP	-4,372.	-4,372.
GOLDMAN SACHS & CO. - MISC. INCOME	60.	60.
TOTALS	-3,840.	-3,840.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
KELLY HART & HALLMAN		1,397.	936.		461.
	TOTALS	1,397.	936.	0.	461.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
WEAVER & TIDWELL, LLP	5,900.	3,953.		1,947.
TOTALS	5,900.	3,953.	0.	1,947.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	300.	300.
TOTALS	300.	300.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
ADVERTISING	56.		56.
BANK CHARGES	205.	102.	103.
INVESTMENT FEES	37,674.	37,674.	
TOTALS	37,935.	37,776.	159.

ATTACHMENT 8

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
MINERAL INTEREST	571.	571.	2,360.
ACCUM. DEPLETION-MINERAL INT.	-571.	-571.	
APOGEE FUND	1,033,382.	1,112,956.	1,112,956.
JPM CHASE/LUTHER KING	2,326,420.	2,203,308.	2,719,654.
GOLDMAN SACHS	633,547.	815,532.	970,940.
LAZARD, LTD	0.	1,239.	1,239.
TOTALS	3,993,349.	4,133,035.	4,807,149.

ATTACHMENT 9

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE
ORGANIZATION COSTS	2,694.	2,694.
TOTALS	2,694.	2,694.

ATTACHMENT 10

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

DESCRIPTION		AMOUNT
UNREALIZED GAINS-APOGEE FUND, LP		183,841.
	TOTAL	183,841.

ATTACHMENT 11

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

DESCRIPTION		AMOUNT
2009 EXCISE TAXES		237.
	TOTAL	237.

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 SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					-51,547.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					-47,576.	
		SEE STMT JPMORGAN ACCT 66-00-7					VAR	VAR
462,557.		473,716.					-11,159.	
		SEE STMT JPMORGAN ACCT 66-00-7					VAR	VAR
30,435.		26,689.					3,746.	
		SEE STMT GSACHS ACCT 20173-7					VAR	VAR
131,765.		118,130.					13,635.	
		SEE STMT GSACHS ACCT 20173-7					VAR	VAR
15,084.		11,627.					3,457.	
		SEE STMT GSACHS ACCT 20174-5					VAR	VAR
51,231.		44,196.					7,035.	
		SEE STMT GSACHS ACCT 20174-5					VAR	VAR
12,046.		11,500.					546.	
		SEE STMT GSACHS ACCT 20175-2					VAR	VAR
24,466.		20,761.					3,705.	
		SEE STMT GSACHS ACCT 20175-2					VAR	VAR
19,672.		16,679.					2,993.	
		SEE STMT GSACHS ACCT 20601-7					VAR	VAR
31,608.		25,624.					5,984.	
		SEE STMT GSACHS ACCT 20601-7					VAR	VAR
6,390.		7,942.					-1,552.	
TOTAL GAIN (LOSS)							-70,733.	

WILLIAM M. FULLER FOUNDATION 75-2335552

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

ATTACHMENT 12

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION
MARCIA F. FRENCH POST OFFICE BOX 11327 MIDLAND, TX 79702	PRES/TREAS
L.R. FRENCH, JR. POST OFFICE BOX 11327 MIDLAND, TX 79702	VICE-PRES
WILLIAM FULLER K. FRENCH POST OFFICE BOX 11327 MIDLAND, TX 79702	SECRETARY
DEE J. KELLY 201 MAIN STREET, SUITE 2500 FORT WORTH, TX 76102	DIRECTOR
	GRAND TOTALS

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

ATTACHMENT 13

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CITY OF FORT WORTH PARKS & RECREATION DEPT 1000 THROCKMORTON STREET FORT WORTH, TX 76102	N/A 501(C)(3)		88,703.
EISENHOWER MEDICAL CENTER 3900 BOB HOPE DRIVE RANCHO MIRAGE, CA 92270	N/A 501(C)(3)		25,000.
TEXAS CHRISTIAN UNIVERSITY COLLEGE OF FINE ARTS TCU BOX 29704 FORT WORTH, TX 76129	N/A 501(C)(3)		1,300.
FORT WORTH SYMPHONY ORCHESTRA 4401 TRAIL LAKE DRIVE FORT WORTH, TX 76109	N/A 501(C)(3)		1,000
FORT WORTH MUSEUM OF SCIENCE & HISTORY 1501 MONTGOMERY STREET FORT WORTH, TX 76107	N/A 501(C)(3)		5,000.
TEXAS CHRISTIAN UNIVERSITY TCU BOX 297011 FORT WORTH, TX 76129	N/A 501(C)(3)		20,000

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
ELLEN NOEL ART MUSEUM 4909 UNIVERSITY BLVD ODESSA, TX 79762	N/A 501(C)(3)		1,000
KIMBELL ART MUSEUM 3333 CAMP BOWIE BOULEVARD FORT WORTH, TX 76107	N/A 501(C)(3)		5,000
FORT WORTH ZOO ASSOCIATION 1989 COLONIAL PKWY FORT WORTH, TX 76110	N/A 501(C)(3)		5,000.
THE UNIVERSITY OF TEXAS-MD ANDERSON CANCER CENTER PO BOX 4486 HOUSTON, TX 77210-4486	N/A 501(C)(3)		1,000.
HOSPICE OF MIDLAND, INC PO BOX 2621 MIDLAND, TX 79702	N/A 501(C)(3)		1,000
VAN CLIBURN FOUNDATION 2525 RIDGMAR BLVD, SUITE 307 FORT WORTH, TX 76116	N/A 501(C)(3)		2,500

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

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
LONE STAR SANCTUARY FOR ANIMALS PO BOX 50426 MIDLAND, TX 79710	N/A 501(C)(3)		4,000
DESERT COMMUNITY FOUNDATION 75-105 MERLE STREET, SUITE 300 PALM DESERT, CA 92211	N/A 501(C)(3)		1,000.
		TOTAL CONTRIBUTIONS PAID	161,503.

SCHEDULE D (Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2010

Name of estate or trust	Employer identification number
WILLIAM M. FULLER FOUNDATION	75-2335552

Note: *Form 5227 filers need to complete* ***only*** *Parts I and II*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	19,200.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	-51,547.
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2009 Capital Loss Carryover Worksheet	4	( )
5 **Net short-term gain or (loss).** Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ▶	5	-32,347.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	9,190.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	-47,576.
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2009 Capital Loss Carryover Worksheet	11	( )
12 **Net long-term gain or (loss).** Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back ▶	12	-38,386.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D (Form 1041) 2010**

Part III **Summary of Parts I and II**
Caution: *Read the instructions* ***before*** *completing this part.*

			(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			-32,347.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			-38,386.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			-70,733.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and* ***do not*** *complete Part IV If line 15, column (3), is a net loss, complete Part IV and the* ***Capital Loss Carryover Worksheet****, as necessary*

Part IV **Capital Loss Limitation**

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of
a The loss on line 15, column (3) **or** b $3,000 . . . 16 (3,000.)

Note: *If the loss on line 15, column (3), is more than $3,000,* ***or*** *if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* ***Capital Loss Carryover Worksheet*** *on page 7 of the instructions to figure your capital loss carryover*

Part V **Tax Computation Using Maximum Capital Gains Rates**

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero

Caution: *Skip this part and complete the worksheet on page 8 of the instructions if*
- *Either line 14b, col (2) or line 14c, col (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col. (2) or line 14c, col (2) is more than zero

17 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . . 17

18 Enter the **smaller** of line 14a or 15 in column (2) but not less than zero . . . 18

19 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . . 19

20 Add lines 18 and 19 . . . 20

21 If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- . . ▶ 21

22 Subtract line 21 from line 20 If zero or less, enter -0- . . . 22

23 Subtract line 22 from line 17 If zero or less, enter -0- . . . 23

24 Enter the **smaller** of the amount on line 17 or $2,300 . . . 24

25 Is the amount on line 23 equal to or more than the amount on line 24?
☐ **Yes.** Skip lines 25 and 26, go to line 27 and check the "No" box
☐ **No.** Enter the amount from line 23 . . . 25

26 Subtract line 25 from line 24 . . . 26

27 Are the amounts on lines 22 and 26 the same?
☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the smaller of line 17 or line 22 . . . 27

28 Enter the amount from line 26 (If line 26 is blank, enter -0-) . . . 28

29 Subtract line 28 from line 27 . . . 29

30 Multiply line 29 by 15% (15) . . . 30

31 Figure the tax on the amount on line 23. Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . 31

32 Add lines 30 and 31 . . . 32

33 Figure the tax on the amount on line 17 Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . 33

34 **Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) . . . 34

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2010

Name of estate or trust: WILLIAM M. FULLER FOUNDATION

Employer identification number: 75-2335552

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a SEE STMT JPMORGAN ACCT 66-00-7			462,557.	473,716.	-11,159.
SEE STMT GSACHS ACCT 20173-7			131,765.	118,130.	13,635.
SEE STMT GSACHS ACCT 20174-5			51,231.	44,196.	7,035.
SEE STMT GSACHS ACCT 20175-2			24,466.	20,761.	3,705.
SEE STMT GSACHS ACCT 20601-7			31,608.	25,624.	5,984.

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b . . . . 19,200.

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side	Employer identification number

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a SEE STMT JPMORGAN ACCT 66-00-7			30,435.	26,689.	3,746.
SEE STMT GSACHS ACCT 20173-7			15,084.	11,627.	3,457.
SEE STMT GSACHS ACCT 20174-5			12,046.	11,500.	546.
SEE STMT GSACHS ACCT 20175-2			19,672.	16,679.	2,993.
SEE STMT GSACHS ACCT 20601-7			6,390.	7,942.	-1,552.

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . . 9,190.

J.P.Morgan

WILLIAM M FULLER FOUNDATION CUSTODY
Account Number: W 03366-00-7

Capital Gain and Loss Schedule

Transactions

Note: **S** indicates Short Term Realized Gain/Loss
L indicates Long Term Realized Gain/Loss
F indicates Foreign Exchange Gain/Loss on Capital Transactions
O indicates Ordinary Income Gain

Security Description	Units	Acq Date	Sold Date	Net Proceeds	Tax Cost	Total Gain/Loss
AOL INC CASH IN LIEU OF FRACTIONAL SHARES	0.270	00/00/00	01/06/10	6.34	.00	L 6.34
FOMENTO ECONOMICO MEXICANO S A DE CV SPONSORED A/D/R @ 43.8665 13,159.95 BROKERAGE 12.00 TAX &/OR SEC .17	300.000	08/14/06	01/12/10	13,147.78	9,005.00	L 4,142.78
CENOVUS ENERGY INC @ 24 1447 9,657.88 BROKERAGE 16 00 TAX &/OR SEC .13 JEFFERIES & COMPANY	400.000	03/25/09	01/20/10	9,641.75	8,396.42	S 1,245.33
FOMENTO ECONOMICO MEXICANO S A DE CV SPONSORED A/D/R @ 42.5207 12,756.21 BROKERAGE 12.00 TAX &/OR SEC .17	300.000	08/14/06	01/25/10	12,744.04	9,005.00	L 3,739.04

WILLIAM M FULLER FOUNDATION CUSTODY
Account Number W 03366-00-7

Capital Gain and Loss Schedule

Transactions

Note: **S** indicates Short Term Realized Gain/Loss
L indicates Long Term Realized Gain/Loss
F indicates Foreign Exchange Gain/Loss on Capital Transactions
O indicates Ordinary Income Gain

Security Description	Units	Acq Date	Sold Date	Net Proceeds	Tax Cost	Total Gain/Loss
BURLINGTON NORTHERN SANTA FE CORPORATION MERGER EXCHANGE - EXP 2/9/2010 MERGER ELECTION - FOR EVERY SHARE HELD OF CUSIP 12189T104, HOLDERS	400.000	08/14/06	02/18/10	3,100.42	.02	L 3,100.40
ENRON CORP REPRESENTS PRO RATA SHARE OF THE NET SETTLEMENT FROM THE ENRON CORP CLASS ACTION. DUE W03366007 WILLIAM M FULLER FOUNDATION CUSTODY ACQ	0.000	00/00/00	00/00/00	5,261.07	.00	L 5,261.07
BERKSHIRE HATHAWAY INC DEL CL B CASH IN LIEU OF FRACTIONAL SHARES	0.540	00/00/00	02/24/10	24.20	.00	L 24.20
HAEMONETICS CORP MASS @ 53.9787 21,591.48 BROKERAGE 16.00 TAX &/OR SEC .28 JEFFERIES & COMPANY	400.000	12/10/07	03/03/10	21,575.20	23,878 80	L -2,303.60

WILLIAM M FULLER FOUNDATION CUSTODY
Account Number W 03366-00-7

Capital Gain and Loss Schedule

Transactions

Note: **S** indicates Short Term Realized Gain/Loss
L indicates Long Term Realized Gain/Loss
F indicates Foreign Exchange Gain/Loss on Capital Transactions
O indicates Ordinary Income Gain

Security Description	Units	Acq Date	Sold Date	Net Proceeds	Tax Cost	Total Gain/Loss
HAEMONETICS CORP MASS	350.000	05/14/08	03/04/10	18,804.07	20,015.33	L -1,211.26
@ 53.7666 18,818 31						
BROKERAGE 14.00						
TAX &/OR SEC .24						
JEFFERIES & COMPANY						
DENBURY RES INC	0.000	00/00/00	03/22/10	13.15	00	L 13.15
CASH IN LIEU OF FRACTIONAL SHARES						
ALCON INC	500.000	12/09/08	04/23/10	78,605.17	47,612.00	L 30,993.17
@ 157.253 78,626.50						
BROKERAGE 20.00						
TAX &/OR SEC 1.33						
INSTINET						
ITRON INC	82 000	07/28/08	04/23/10	6,334.87	7,721.48	L -1,386.61
@ 77.2958 6,338 26						
BROKERAGE 3 28						
TAX &/OR SEC .11						
KNIGHT SECURITIES BROADCORT CAP						

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05740700270010000114

WILLIAM M FULLER FOUNDATION CUSTODY
Account Number: W 03366-00-7

Capital Gain and Loss Schedule

Transactions

Note: **S** indicates Short Term Realized Gain/Loss
L indicates Long Term Realized Gain/Loss
F indicates Foreign Exchange Gain/Loss on Capital Transactions
O indicates Ordinary Income Gain

Security Description		Units	Acq Date	Sold Date	Net Proceeds	Tax Cost	Total Gain/Loss
ITRON INC		89.000	07/28/08	04/23/10	6,878.26	8,380.63	L -1,502.37
@ 77.3252	6,881.94						
BROKERAGE	3.56						
TAX &/OR SEC	.12						
J.P. MORGAN SECURITIES INC.							
XTO ENERGY CORP		750.000	08/13/07	04/23/10	35,984.39	29,770.00	L 6,214.39
@ 48.02	48,020.00	250.000	07/20/09	04/23/10	11,994.80	9,978.78	S 2,016.02
BROKERAGE	40.00						
TAX &/OR SEC	.82						
INSTINET							
ITRON INC		48.000	07/28/08	04/26/10	3,678.89	4,519.89	L -841 00
@ 76 685	3,680.88						
BROKERAGE	1.92						
TAX &/OR SEC	07						
J P. MORGAN SECURITIES INC.							

J.P. Morgan

WILLIAM M FULLER FOUNDATION CUSTODY
Account Number: W 03366-00-7

Capital Gain and Loss Schedule

Transactions

Note **S** indicates Short Term Realized Gain/Loss
L indicates Long Term Realized Gain/Loss
F indicates Foreign Exchange Gain/Loss on Capital Transactions
O indicates Ordinary Income Gain

Security Description		Units	Acq Date	Sold Date	Net Proceeds	Tax Cost	Total Gain/Loss
ITRON INC		81.000	07/28/08	04/26/10	6,206.29	7,627.32	L -1,421.03
@ 76.6472	6,208.42						
BROKERAGE	2.03						
TAX &/OR SEC	.10						
KNIGHT SECURITIES BROADCORT CAP							
RESMED INC		500.000	08/21/06	07/20/10	31,847.96	22,372 25	L 9,475.71
@ 63.737	31,868.50						
BROKERAGE	20.00						
TAX &/OR SEC	.54						
CANACCORD ADAMS, INC							
LKCM FUND		18,549 550	12/30/08	10/05/10	148,025.78	245,210.17	L -97,184.39
		1,102.590	01/04/10	10/05/10	8,798.71	8,313.57	S 485.14
INTERNATIONAL FUND							
GENERAL ELECTRIC CO		825.000	09/23/09	10/18/10	13,286 40	14,225.31	L -938.91
@ 16.145	13,319.63						
BROKERAGE	33 00						
TAX &/OR SEC	.23						
SANFORD C. BERNSTEIN & CO.INC.(SCB							

J.P.Morgan

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WILLIAM M FULLER FOUNDATION CUSTODY
Account Number: W 03366-00-7

Capital Gain and Loss Schedule

Transactions

Note: **S** indicates Short Term Realized Gain/Loss
L indicates Long Term Realized Gain/Loss
F indicates Foreign Exchange Gain/Loss on Capital Transactions
O indicates Ordinary Income Gain

Security Description		Units	Acq Date	Sold Date	Net Proceeds	Tax Cost	Total Gain/Loss
AKAMAI TECHNOLOGIES INC							
@ 46.5985	57,083.16	1,225 000	09/29/09	11/15/10	57,033.19	24,372.94	L 32,660.25
BROKERAGE	49 00						
TAX &/OR SEC	.97						
JMP SECURITIES							
Total Gain/Loss					**462,557.47**	**473,716.14**	**L -11,158.67**
					30,435.26	**26,688.77**	**S 3,746.49**

Note: Your capital gain and loss schedule will show an N/A for the gain or loss for sales where we have incomplete or missing tax cost. Please consult your tax advisor for appropriate tax reporting on these sales

J.P.Morgan

REALIZED GAIN AND LOSS SUMMARY

Net Short Term Gains (Losses)	13,635 27	Net Long Term Gains (Losses)	3,457 34	Net Ordinary Gains (Losses)	0 00
Net Miscellaneous Short Term Gains (Losses)	0 00	Net Miscellaneous Long Term Gains (Losses)	0 00	Net Miscellaneous Ordinary Gains (Losses)	0 00
Net Regulated Futures Contract Short Term Gains (Losses)	0 00	Net Regulated Futures Contract Long Term Gains (Losses)	0 00	-	
Total Short Term Gains (Losses)	**13,635 27**	**Total Long Term Gains (Losses)**	**3,457 34**	**Total Ordinary Gains (Losses)**	**0 00**

SHORT TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
FEDERAL RLTY INVT TR SBI CMN (313747206)	07/29/2009	01/04/2010	15 00	1,010 18	0 00	827 70	182 48
FEDERAL RLTY INVT TR SBI CMN (313747206)	10/06/2009	01/04/2010	3 00	202 04	0 00	183 09	18 95
UNITED STATES STEEL CORP CMN (912909108)	08/07/2009	01/14/2010	18 00	1,140 99	0 00	814 26	326 73
CORE LABORATORIES N V CMN (N22717107)	08/13/2009	01/15/2010	9 00	1,116 43	0 00	835 18	281 25
CORE LABORATORIES N V CMN (N22717107)	10/06/2009	01/15/2010	1 00	124 05	0 00	103 15	20 90
HUNTSMAN CORPORATION CMN (447011107)	09/25/2009	01/15/2010	82 00	1,007 80	0 00	730 02	277 78
OIL STS INTL INC CMN (678026105)	09/10/2009	01/15/2010	20 00	811 49	0 00	638 01	173 48
NV ENERGY INC CMN (67073Y106)	11/03/2009	01/21/2010	94 00	1,160 48	0 00	1,063 87	96 61
NV ENERGY INC CMN (67073Y106)	01/19/2010	01/21/2010	16 00	197 53	0 00	196 48	1 05
UNITED STATES STEEL CORP CMN (912909108)	08/17/2009	01/25/2010	16 00	894 21	0 00	688 67	205 54
UNITED STATES STEEL CORP CMN (912909108)	10/06/2009	01/25/2010	8 00	447 11	0 00	345 12	101 99
UNITED STATES STEEL CORP CMN (912909108)	01/19/2010	01/25/2010	4 00	223 55	0 00	257 24	(33 69)
EDWARDS LIFESCIENCES CORP CMN (28176E108)	07/29/2009	01/26/2010	9 00	827 79	0 00	601 20	226 59
CLOROX CO (THE) (DELAWARE) CMN (189054109)	07/29/2009	01/27/2010	20 00	1,186 06	0 00	1,208 60	(22 54)
CLOROX CO (THE) (DELAWARE) CMN (189054109)	10/06/2009	01/27/2010	5 00	296 52	0 00	286 90	9 62
CLOROX CO (THE) (DELAWARE) CMN (189054109)	01/19/2010	01/27/2010	4 00	237 21	0 00	247 60	(10 39)
CORRECTIONS CORP OF AMERICA CMN (22025Y407)	10/14/2009	01/27/2010	44 00	852 32	0 00	1,055 86	(203 55)
CORRECTIONS CORP OF AMERICA CMN (22025Y407)	01/19/2010	01/27/2010	7 00	135 60	0 00	162 82	(27 23)
ARCH CAPITAL GROUP LTD CMN (G0450A105)	07/29/2009	01/29/2010	18 00	1,292 18	0 00	1,113 66	178 52
ARCH CAPITAL GROUP LTD CMN (G0450A105)	10/06/2009	01/29/2010	4 00	287 15	0 00	273 96	13 19
ARCH CAPITAL GROUP LTD CMN (G0450A105)	01/19/2010	01/29/2010	3 00	215 36	0 00	214 65	0 71

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

Goldman Sachs

SHORT TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds 5	Total Accretion (Amortization)	Cost Basis 4	Total Gain (Loss)
JOHNSON CONTROLS INC CMN (478366107)	07/29/2009	02/03/2010	30 00	894 48	0 00	721 50	172 98
OIL STS INTL INC CMN (678026105)	09/10/2009	02/09/2010	6 00	210 01	0 00	191 40	18 61
OIL STS INTL INC CMN (678026105)	10/06/2009	02/09/2010	6 00	210 01	0 00	214 80	(4 79)
OIL STS INTL INC CMN (678026105)	10/12/2009	02/09/2010	18 00	630 03	0 00	663 96	(33 93)
OIL STS INTL INC CMN (678026105)	01/19/2010	02/09/2010	4 00	140 01	0 00	165 88	(25 87)
ATLAS ENERGY INC CMN (049298102)	10/27/2009	02/12/2010	36 00	1,087 34	0 00	1,034 04	53 30
ATLAS ENERGY INC CMN (049298102)	01/19/2010	02/12/2010	6 00	181 22	0 00	184 14	(2 92)
STARWOOD HOTELS & RESORTS CMN (85590A401)	07/29/2009	02/16/2010	34 00	1,258 84	0 00	765 00	493 84
STARWOOD HOTELS & RESORTS CMN (85590A401)	10/06/2009	02/16/2010	7 00	259 17	0 00	227 08	32 09
STARWOOD HOTELS & RESORTS CMN (85590A401)	01/19/2010	02/16/2010	7 00	259 17	0 00	271 67	(12 50)
TERRA INDUSTRIES INC CMN (880915103)	08/07/2009	02/19/2010	29 00	1,197 73	0 00	874 64	323 09
TERRA INDUSTRIES INC CMN (880915103)	01/19/2010	02/19/2010	12 00	495 61	0 00	413 16	82 45
NEWFIELD EXPLORATION CO CMN (651290108)	07/29/2009	02/24/2010	18 00	881 16	0 00	674 46	206 70
EDWARDS LIFESCIENCES CORP CMN (28176E108)	07/29/2009	03/01/2010	8 00	739 89	0 00	534 40	205 49
EDWARDS LIFESCIENCES CORP CMN (28176E108)	10/06/2009	03/01/2010	5 00	462 43	0 00	346 45	115 98
EDWARDS LIFESCIENCES CORP CMN (28176E108)	01/19/2010	03/01/2010	3 00	277 46	0 00	278 85	(1 39)
IAC/INTERACTIVECORP CMN (44919P508)	07/29/2009	03/02/2010	38 00	877 70	0 00	685 90	191 80
TJX COMPANIES INC (NEW) CMN (872540109)	07/29/2009	03/02/2010	32 00	1,311 52	0 00	1,160 00	151 52
TJX COMPANIES INC (NEW) CMN (872540109)	10/06/2009	03/02/2010	7 00	286 90	0 00	269 15	17 75
TJX COMPANIES INC (NEW) CMN (872540109)	01/19/2010	03/02/2010	7 00	286 90	0 00	262 47	24 43
HUNTSMAN CORPORATION CMN (447011107)	09/25/2009	03/04/2010	11 00	146 96	0 00	97 93	49 03
HUNTSMAN CORPORATION CMN (447011107)	10/06/2009	03/04/2010	21 00	280 56	0 00	185 85	94 71
HUNTSMAN CORPORATION CMN (447011107)	11/10/2009	03/04/2010	27 00	360 72	0 00	221 27	139 45
PROGRESSIVE CORPORATION (THE) CMN (743315103)	07/29/2009	03/10/2010	49 00	838 61	0 00	763 42	75 19
CLIFFS NATURAL RESOURCES INC CMN (18683K101)	07/29/2009	03/11/2010	4 00	239 26	0 00	99 72	139 54
CLIFFS NATURAL RESOURCES INC CMN (18683K101)	09/14/2009	03/11/2010	14 00	837 42	0 00	416 41	421 01
CLIFFS NATURAL RESOURCES INC CMN (18683K101)	10/06/2009	03/11/2010	11 00	657 98	0 00	363 55	294 43

4 Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

5 Sale Proceeds may have been adjusted by an option premium due to an option assignment

Goldman Sachs

SHORT TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
QLOGIC CORP CMN (747277101)	12/16/2009	03/12/2010	59 00	1,170 96	0 00	1,097 66	73 30
QLOGIC CORP CMN (747277101)	01/19/2010	03/12/2010	9 00	178 62	0 00	176 67	1 95
URBAN OUTFITTERS INC CMN (917047102)	07/29/2009	03/17/2010	34 00	1,225 59	0 00	771 46	454 13
URBAN OUTFITTERS INC CMN (917047102)	10/06/2009	03/17/2010	9 00	324 42	0 00	280 35	44 07
URBAN OUTFITTERS INC CMN (917047102)	01/19/2010	03/17/2010	7 00	252 33	0 00	228 48	23 85
EXCO RESOURCES INC CMN (269279402)	12/21/2009	03/24/2010	51 00	948 85	0 00	1,101 35	(152 50)
EXCO RESOURCES INC CMN (269279402)	01/19/2010	03/24/2010	7 00	130 23	0 00	140 42	(10 19)
NEWFIELD EXPLORATION CO CMN (651290108)	07/29/2009	03/24/2010	18 00	905 68	0 00	674 46	231 22
HUNTSMAN CORPORATION CMN (447011107)	11/10/2009	03/30/2010	53 00	654 53	0 00	434 34	220 19
KINETIC CONCEPTS INC CMN (49460W208)	07/29/2009	03/30/2010	25 00	1,202 40	0 00	786 00	416 40
KINETIC CONCEPTS INC CMN (49460W208)	10/06/2009	03/30/2010	6 00	288 58	0 00	221 70	66 88
KINETIC CONCEPTS INC CMN (49460W208)	01/19/2010	03/30/2010	5 00	240 48	0 00	205 30	35 18
JOHNSON CONTROLS INC CMN (478366107)	07/29/2009	04/07/2010	21 00	683 90	0 00	505 05	178 85
JOHNSON CONTROLS INC CMN (478366107)	10/06/2009	04/07/2010	11 00	358 23	0 00	279 62	78 61
JOHNSON CONTROLS INC CMN (478366107)	01/19/2010	04/07/2010	10 00	325 66	0 00	294 91	30 75
RAYMOND JAMES FINANCIAL INC CMN (754730109)	10/30/2009	04/07/2010	42 00	1,183 51	0 00	1,005 79	177 72
RAYMOND JAMES FINANCIAL INC CMN (754730109)	01/19/2010	04/07/2010	7 00	197 25	0 00	175 56	21 69
HOST HOTELS & RESORTS INC CMN (44107P104)	09/11/2009	04/16/2010	66 00	973 00	0 00	695 64	277 36
QUESTAR CORPORATION CMN (748356102)	01/06/2010	04/22/2010	25 00	1,238 48	0 00	1,118 34	120 14
QUESTAR CORPORATION CMN (748356102)	01/19/2010	04/22/2010	5 00	247 70	0 00	227 25	20 45
QUESTAR CORPORATION CMN (748356102)	01/21/2010	04/22/2010	7 00	346 77	0 00	317 73	29 04
COMERICA INCORPORATED CMN (200340107)	09/29/2009	04/27/2010	22 00	915 90	0 00	653 41	262 49
MARSHALL & ILSLEY CORPORATION CMN (571837103)	02/08/2010	04/27/2010	89 00	823 23	0 00	564 50	258 73
HUNTSMAN CORPORATION CMN (447011107)	11/10/2009	04/28/2010	9 00	101 04	0 00	73 76	27 28
HUNTSMAN CORPORATION CMN (447011107)	01/19/2010	04/28/2010	20 00	224 53	0 00	248 40	(23 87)
HUNTSMAN CORPORATION CMN (447011107)	01/26/2010	04/28/2010	83 00	931 81	0 00	1,033 61	(101 80)
CLIFFS NATURAL RESOURCES INC CMN (18683K101)	12/04/2009	04/30/2010	19 00	1,227 31	0 00	790 65	436 66

4 Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

5 Sale Proceeds may have been adjusted by an option premium due to an option assignment

0008688-0116-0142-0010390---2622-18

REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

SHORT TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds[5]	Total Accretion (Amortization)	Cost Basis[4]	Total Gain (Loss)
CLIFFS NATURAL RESOURCES INC CMN (18683K101)	01/19/2010	04/30/2010	8 00	516 76	0 00	404 08	112 68
CLIFFS NATURAL RESOURCES INC CMN (18683K101)	02/23/2010	04/30/2010	12 00	775 14	0 00	634 63	140 51
BJ'S WHOLESALE CLUB INC CMN (05548J106)	09/24/2009	05/05/2010	23 00	875 13	0 00	827 14	47 99
BJ'S WHOLESALE CLUB INC CMN (05548J106)	10/06/2009	05/05/2010	6 00	228 30	0 00	218 16	10 14
BJ'S WHOLESALE CLUB INC CMN (05548J106)	01/19/2010	05/05/2010	5 00	190 25	0 00	169 05	21 20
COMMSCOPE, INC CMN (203372107)	08/05/2009	05/05/2010	19 00	584 76	0 00	484 26	100 50
COMMSCOPE, INC CMN (203372107)	09/11/2009	05/05/2010	11 00	338 55	0 00	325 44	13 10
PARAMETRIC TECHNOLOGY CORP CMN CLASS (699173209)	07/29/2009	05/05/2010	59 00	1,059 74	0 00	738 09	321 65
PARAMETRIC TECHNOLOGY CORP CMN CLASS (699173209)	07/30/2009	05/05/2010	35 00	628 66	0 00	455 21	173 45
PARAMETRIC TECHNOLOGY CORP CMN CLASS (699173209)	10/06/2009	05/05/2010	20 00	359 23	0 00	276 40	82 83
PARAMETRIC TECHNOLOGY CORP CMN CLASS (699173209)	01/19/2010	05/05/2010	19 00	341 27	0 00	316 16	25 11
DRIL-QUIP, INC CMN (262037104)	07/29/2009	05/07/2010	13 00	734 49	0 00	524 68	209 81
CUMMINS INC COMMON STOCK (231021106)	07/29/2009	05/10/2010	9 00	644 66	0 00	359 01	285 65
WHITING PETROLEUM CORPORATION CMN (966387102)	07/29/2009	05/10/2010	12 00	997 66	0 00	506 16	491 50
CONCHO RESOURCES INC CMN (20605P101)	11/02/2009	05/11/2010	28 00	1,517 85	0 00	1,042 31	475 54
CONCHO RESOURCES INC CMN (20605P101)	01/19/2010	05/11/2010	4 00	216 84	0 00	180 56	36 28
ESSEX PROPERTY TRUST INC CMN (297178105)	01/04/2010	05/11/2010	14 00	1,539 83	0 00	1,163 09	376 74
ESSEX PROPERTY TRUST INC CMN (297178105)	01/19/2010	05/11/2010	2 00	219 98	0 00	170 54	49 44
FIFTH THIRD BANCORP CMN (316773100)	01/29/2010	05/12/2010	62 00	919 13	0 00	763 80	155 33
CBS CORPORATION CMN CLASS B (124857202)	09/16/2009	05/13/2010	63 00	960 82	0 00	794 52	166 30
DISH NETWORK CORPORATION CMN CLASS A (25470M109)	07/29/2009	05/13/2010	40 00	885 55	0 00	672 40	213 15
WHITING PETROLEUM CORPORATION CMN (966387102)	07/29/2009	05/19/2010	13 00	1,010 42	0 00	548 34	462 08
HOST HOTELS & RESORTS INC CMN (44107P104)	09/11/2009	05/20/2010	14 00	193 43	0 00	147 56	45 87
HOST HOTELS & RESORTS INC CMN (44107P104)	10/06/2009	05/20/2010	17 00	234 88	0 00	198 73	36 15
HOST HOTELS & RESORTS INC CMN (44107P104)	12/18/2009	05/20/2010	2 00	27 63	0 00	22 62	5 01
HOST HOTELS & RESORTS INC CMN (44107P104)	12/30/2009	05/20/2010	56 00	773 71	0 00	662 97	110 74
HOST HOTELS & RESORTS INC CMN (44107P104)	01/19/2010	05/20/2010	26 00	359 22	0 00	321 10	38 12

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[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment.

SHORT TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds[5]	Total Accretion (Amortization)	Cost Basis[4]	Total Gain (Loss)
FLUOR CORPORATION CMN (343412102)	05/05/2010	05/24/2010	28 00	1,284 69	0 00	1,423 88	(139 19)
AVALONBAY COMMUNITIES INC CMN (053484101)	12/30/2009	05/25/2010	16 00	1,488 24	0 00	1,340 81	147 43
AVALONBAY COMMUNITIES INC CMN (053484101)	01/19/2010	05/25/2010	2 00	186 03	0 00	160 82	25 21
ABERCROMBIE & FITCH CO CLASS A COMMON STOCK (002896207)	04/06/2010	05/27/2010	30 00	1,059 33	0 00	1,432 83	(373 50)
OCEANEERING INTL INC CMN (675232102)	04/16/2010	05/28/2010	23 00	1,107 07	0 00	1,447 64	(340 57)
DRIL-QUIP, INC CMN (262037104)	07/29/2009	06/02/2010	12 00	508 43	0 00	484 32	24 11
DRIL-QUIP, INC CMN (262037104)	10/06/2009	06/02/2010	4 00	169 48	0 00	203 76	(34 28)
DRIL-QUIP, INC CMN (262037104)	01/19/2010	06/02/2010	5 00	211 84	0 00	282 80	(70 96)
DRIL-QUIP, INC CMN (262037104)	02/23/2010	06/02/2010	14 00	593 17	0 00	776 33	(183 17)
MOLSON COORS BREWING CO CMN CLASS B (60871R209)	07/29/2009	06/02/2010	16 00	660 85	0 00	713 92	(53 07)
MOLSON COORS BREWING CO CMN CLASS B (60871R209)	10/02/2009	06/02/2010	12 00	495 64	0 00	574 16	(78 52)
MOLSON COORS BREWING CO CMN CLASS B (60871R209)	10/06/2009	06/02/2010	6 00	247 82	0 00	296 16	(48 34)
MOLSON COORS BREWING CO CMN CLASS B (60871R209)	01/19/2010	06/02/2010	6 00	247 82	0 00	268 68	(20 86)
DIGITAL REALTY TRUST, INC CMN (253868103)	10/06/2009	06/09/2010	15 00	907 81	0 00	690 36	217 45
COMMSCOPE, INC CMN (203372107)	09/11/2009	06/15/2010	8 00	209 40	0 00	236 69	(27 29)
COMMSCOPE, INC CMN (203372107)	10/06/2009	06/15/2010	15 00	392 62	0 00	417 75	(25 13)
COMMSCOPE, INC CMN (203372107)	10/14/2009	06/15/2010	23 00	602 02	0 00	671 70	(69 68)
COMMSCOPE, INC CMN (203372107)	01/19/2010	06/15/2010	11 00	287 92	0 00	320 65	(32 73)
CUMMINS INC COMMON STOCK (231021106)	07/29/2009	06/18/2010	11 00	820 01	0 00	438 79	381 22
CUMMINS INC COMMON STOCK (231021106)	10/06/2009	06/18/2010	4 00	298 19	0 00	181 00	117 19
CUMMINS INC COMMON STOCK (231021106)	01/19/2010	06/18/2010	4 00	298 19	0 00	211 60	86 59
FMC CORPORATION CMN (302491303)	09/09/2009	06/18/2010	16 00	1,000 95	0 00	830 18	170 77
UNITED STATES STEEL CORP CMN (912909108)	03/08/2010	06/24/2010	24 00	1,016 61	0 00	1,461 29	(444 68)
RANGE RESOURCES CORPORATION CMN (75281A109)	07/29/2009	06/25/2010	15 00	653 06	0 00	664 05	(10 99)
PACTIV CORPORATION CMN (695257105)	07/30/2009	06/30/2010	29 00	812 77	0 00	752 29	60 48
PACTIV CORPORATION CMN (695257105)	10/06/2009	06/30/2010	7 00	196 19	0 00	184 38	11 81
PACTIV CORPORATION CMN (695257105)	01/19/2010	06/30/2010	6 00	168 16	0 00	147 90	20 26

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[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

SHORT TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds[5]	Total Accretion (Amortization)	Cost Basis[4]	Total Gain (Loss)
VULCAN MATERIALS CO CMN (929160109)	07/29/2009	06/30/2010	7 00	312 13	0 00	323 47	(11 34)
VULCAN MATERIALS CO CMN (929160109)	08/03/2009	06/30/2010	9 00	401 31	0 00	433 20	(31 89)
VULCAN MATERIALS CO CMN (929160109)	10/06/2009	06/30/2010	3 00	133 77	0 00	156 42	(22 65)
VULCAN MATERIALS CO CMN (929160109)	01/19/2010	06/30/2010	4 00	178 36	0 00	205 84	(27 48)
CAMDEN PROPERTY TRUST CMN (133131102)	05/14/2010	07/01/2010	28 00	1,141 87	0 00	1,406 28	(264 41)
J C PENNEY CO INC (HLDNG CO) CMN (708160106)	07/29/2009	07/02/2010	12 00	253 71	0 00	346 80	(93 09)
J C PENNEY CO INC (HLDNG CO) CMN (708160106)	10/06/2009	07/02/2010	29 00	613 12	0 00	1,021 74	(408 62)
J C PENNEY CO INC (HLDNG CO) CMN (708160106)	01/19/2010	07/02/2010	7 00	148 00	0 00	182 91	(34 92)
J C PENNEY CO INC (HLDNG CO) CMN (708160106)	03/01/2010	07/02/2010	31 00	655 41	0 00	856 43	(201 02)
QUESTAR CORPORATION CMN (748356102)	01/21/2010	07/06/2010	11 00	170 10	0 00	162 73	7 36
QUESTAR CORPORATION CMN (748356102)	01/25/2010	07/06/2010	28 00	432 97	0 00	403 93	29 04
WHITING PETROLEUM CORPORATION CMN (966387102)	07/29/2009	07/08/2010	8 00	620 65	0 00	337 44	283 21
WHITING PETROLEUM CORPORATION CMN (966387102)	10/06/2009	07/08/2010	6 00	465 49	0 00	347 88	117 61
WHITING PETROLEUM CORPORATION CMN (966387102)	01/19/2010	07/08/2010	6 00	465 49	0 00	435 60	29 89
HARLEY-DAVIDSON INC CMN (412822108)	11/24/2009	07/12/2010	22 00	521 46	0 00	624 63	(103 17)
NBTY, INC CMN (628782104)	05/05/2010	07/15/2010	35 00	1,878 43	0 00	1,383 53	494 90
PENN NATIONAL GAMING INC CMN (707569109)	03/26/2010	07/20/2010	51 00	1,179 53	0 00	1,405 53	(226 00)
SPRINT NEXTEL CORPORATION CMN (852061100)	07/29/2009	07/23/2010	140 00	656 73	0 00	567 00	89 73
HARLEY-DAVIDSON INC CMN (412822108)	11/24/2009	08/12/2010	15 00	383 89	0 00	425 89	(42 00)
HARLEY-DAVIDSON INC CMN (412822108)	12/10/2009	08/12/2010	28 00	716 59	0 00	769 98	(53 39)
HARLEY-DAVIDSON INC CMN (412822108)	01/19/2010	08/12/2010	11 00	281 52	0 00	270 16	11 36
IAC/INTERACTIVECORP CMN (44919P508)	10/06/2009	08/12/2010	10 00	242 65	0 00	195 00	47 65
IAC/INTERACTIVECORP CMN (44919P508)	10/19/2009	08/12/2010	49 00	1,188 99	0 00	932 86	256 13
IAC/INTERACTIVECORP CMN (44919P508)	01/19/2010	08/12/2010	16 00	388 24	0 00	340 64	47 60
FMC CORPORATION CMN (302491303)	10/06/2009	08/18/2010	3 00	187 69	0 00	164 22	23 47
FMC CORPORATION CMN (302491303)	10/08/2009	08/18/2010	13 00	813 33	0 00	711 93	101 40
FMC CORPORATION CMN (302491303)	01/19/2010	08/18/2010	5 00	312 82	0 00	269 55	43 27

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[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

SHORT TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
SNAP-ON INC CMN (833034101)	10/06/2009	08/18/2010	4 00	168 11	0 00	138 64	29 47
SNAP-ON INC CMN (833034101)	01/19/2010	08/18/2010	4 00	168 11	0 00	175 24	(7 13)
MCAFEE, INC CMN (579064106)	07/08/2010	08/19/2010	40 00	1,892 36	0 00	1,277 09	615 27
SAFEWAY INC CMN (786514208)	03/01/2010	08/20/2010	52 00	1,035 80	0 00	1,299 48	(263 68)
SAFEWAY INC CMN (786514208)	03/19/2010	08/20/2010	38 00	756 93	0 00	922 58	(165 65)
MARSHALL & ILSLEY CORPORATION CMN (571837103)	02/08/2010	08/23/2010	102 00	647 11	0 00	646 96	0 15
CBS CORPORATION CMN CLASS B (124857202)	09/16/2009	08/26/2010	4 00	54 69	0 00	50 45	4 25
CBS CORPORATION CMN CLASS B (124857202)	10/06/2009	08/26/2010	15 00	205 10	0 00	182 10	23 00
CBS CORPORATION CMN CLASS B (124857202)	11/10/2009	08/26/2010	6 00	82 04	0 00	79 52	2 52
CBS CORPORATION CMN CLASS B (124857202)	11/10/2009	08/27/2010	49 00	671 44	0 00	649 44	22 00
CBS CORPORATION CMN CLASS B (124857202)	01/19/2010	08/27/2010	9 00	123 33	0 00	120 33	3 00
LINCOLN NATL CORP INC CMN (534187109)	01/15/2010	08/27/2010	41 00	956 06	0 00	1,105 28	(149 22)
LINCOLN NATL CORP INC CMN (534187109)	01/19/2010	08/27/2010	7 00	163 23	0 00	190 40	(27 17)
HORMEL FOODS CORP CMN (440452100)	05/21/2010	09/02/2010	32 00	1,394 80	0 00	1,268 81	125 99
INTERNATIONAL PAPER CO CMN (460146103)	10/16/2009	09/03/2010	44 00	998 89	0 00	1,070 50	(71 61)
INTERNATIONAL PAPER CO CMN (460146103)	01/19/2010	09/03/2010	8 00	181 62	0 00	213 92	(32 30)
TERADYNE INC CMN (880770102)	10/06/2009	09/03/2010	21 00	207 08	0 00	199 71	7 37
TERADYNE INC CMN (880770102)	01/19/2010	09/03/2010	19 00	187 36	0 00	197 79	(10 43)
EQUIFAX INC CMN (294429105)	03/26/2010	09/13/2010	38 00	1,146 59	0 00	1,364 10	(217 51)
CF INDUSTRIES HOLDINGS, INC CMN (125269100)	06/28/2010	09/14/2010	14 00	1,374 46	0 00	929 12	445 34
FIRSTENERGY CORP CMN (337932107)	10/06/2009	10/06/2010	3 00	115 04	0 00	138 09	(23 05)
FIRSTENERGY CORP CMN (337932107)	01/19/2010	10/06/2010	3 00	115 04	0 00	139 63	(24 59)
RANGE RESOURCES CORPORATION CMN (75281A109)	10/06/2009	10/06/2010	9 00	341 97	0 00	449 10	(107 13)
RANGE RESOURCES CORPORATION CMN (75281A109)	01/15/2010	10/06/2010	3 00	113 99	0 00	157 96	(43 97)
RANGE RESOURCES CORPORATION CMN (75281A109)	01/19/2010	10/06/2010	7 00	265 98	0 00	368 26	(102 28)
RANGE RESOURCES CORPORATION CMN (75281A109)	01/19/2010	10/13/2010	13 00	473 77	0 00	683 90	(210 14)
RANGE RESOURCES CORPORATION CMN (75281A109)	02/24/2010	10/13/2010	9 00	327 99	0 00	451 64	(123 64)

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Realized and unrealized gains and loss values do not include securities for which cost basis is unavailable The recognition of any loss reflected herein may be disallowed or deferred by the application of capital loss limitations, wash sale rules or other special tax rules, and you are strongly urged to consult your own outside tax and other advisors about this and all tax-related matters addressed in any way herein All information regarding the cost basis and acquisition dates of securities that you acquired elsewhere and that were subsequently delivered into your Goldman Sachs account(s) were provided by you and/or a third party and Goldman Sachs makes no representation as to the accuracy and completeness of such information and it should not be relied upon as such New tax legislation effective 1/1/2011 will govern the manner in which we report tax basis information to you The information in this statement is not yet determined pursuant to such new legislation

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REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

SHORT TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds[5]	Total Accretion (Amortization)	Cost Basis[4]	Total Gain (Loss)
FOSSIL INC CMN (349882100)	02/09/2010	10/15/2010	37 00	2,000 90	0 00	1,213 06	787 84
CF INDUSTRIES HOLDINGS, INC CMN (125269100)	06/28/2010	10/20/2010	6 00	695 07	0 00	398 20	296 87
CF INDUSTRIES HOLDINGS, INC CMN (125269100)	08/13/2010	10/20/2010	3 00	347 53	0 00	251 51	96 02
ANNALY CAPITAL MANAGEMENT, INC CMN (035710409)	08/24/2010	10/21/2010	72 00	1,311 82	0 00	1,264 41	47 41
ALBERTO-CULVER COMPANY CMN (013078100)	07/27/2010	10/25/2010	44 00	1,645 26	0 00	1,359 40	285 86
KEY ENERGY SERVICES INC CMN (492914106)	05/06/2010	10/26/2010	137 00	1,393 19	0 00	1,353 45	39 74
SHERWIN-WILLIAMS CO CMN (824348106)	04/28/2010	10/26/2010	18 00	1,289 36	0 00	1,430 04	(140 68)
CELANESE CORPORATION CMN SERIES A (150870103)	04/28/2010	11/02/2010	19 00	688 19	0 00	618 75	69 44
CF INDUSTRIES HOLDINGS, INC CMN (125269100)	08/13/2010	11/02/2010	10 00	1,228 55	0 00	838 37	390 18
INTERCONTINENTALEXCHANGE INC CMN (45865V100)	09/15/2010	11/05/2010	13 00	1,513 63	0 00	1,384 02	129 61
DIGITAL REALTY TRUST, INC CMN (253868103)	01/19/2010	11/18/2010	3 00	155 14	0 00	151 92	3 22
DIGITAL REALTY TRUST, INC CMN (253868103)	03/23/2010	11/18/2010	3 00	155 13	0 00	166 31	(11 17)
DIGITAL REALTY TRUST, INC CMN (253868103)	03/23/2010	11/19/2010	14 00	715 54	0 00	776 09	(60 55)
BIOGEN IDEC INC CMN (09062X103)	01/19/2010	11/22/2010	2 00	129 06	0 00	110 27	18 79
GUESS ?, INC CMN (401617105)	03/17/2010	11/22/2010	21 00	937 59	0 00	976 37	(38 78)
DPL INC CMN (233293109)	01/19/2010	11/24/2010	10 00	256 99	0 00	283 30	(26 31)
DEL MONTE FOODS COMPANY CMN (24522P103)	10/08/2010	11/26/2010	9 00	168 86	0 00	121 49	47 37
DEL MONTE FOODS COMPANY CMN (24522P103)	10/11/2010	11/26/2010	27 00	506 58	0 00	367 24	139 34
DEL MONTE FOODS COMPANY CMN (24522P103)	10/12/2010	11/26/2010	13 00	243 91	0 00	176 04	67 87
DEL MONTE FOODS COMPANY CMN (24522P103)	10/15/2010	11/26/2010	29 00	544 11	0 00	434 21	109 90
DEL MONTE FOODS COMPANY CMN (24522P103)	10/18/2010	11/26/2010	28 00	525 35	0 00	419 36	105 99
HELMERICH & PAYNE INC CMN (423452101)	06/03/2010	11/30/2010	34 00	1,537 71	0 00	1,364 64	173 07
HANESBRANDS INC CMN (410345102)	06/29/2010	12/09/2010	52 00	1,363 71	0 00	1,248 17	115 54
WASHINGTON POST CO CL B CMN CLASS B (939640108)	04/28/2010	12/09/2010	2 00	798 62	0 00	1,036 98	(238 36)
WASHINGTON POST CO CL B CMN CLASS B (939640108)	05/06/2010	12/09/2010	2 00	798 62	0 00	998 41	(199 79)
RANGE RESOURCES CORPORATION CMN (75281A109)	02/24/2010	12/10/2010	9 00	380 80	0 00	451 64	(70 84)
RANGE RESOURCES CORPORATION CMN (75281A109)	05/13/2010	12/10/2010	8 00	338 49	0 00	392 12	(53 64)

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SHORT TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds[5]	Total Accretion (Amortization)	Cost Basis[4]	Total Gain (Loss)
PROGRESSIVE CORPORATION (THE) CMN (743315103)	01/19/2010	12/13/2010	18 00	377 41	0 00	317 34	60 07
STEEL DYNAMICS, INC CMN (858119100)	02/22/2010	12/13/2010	76 00	1,287 90	0 00	1,286 06	1 84
STEEL DYNAMICS, INC CMN (858119100)	11/15/2010	12/13/2010	3 00	50 84	0 00	47 34	3 50
FIRST HORIZON NATIONAL CORP CMN (320517105)	01/19/2010	12/17/2010	12 00	131 79	0 00	162 36	(30 57)
NET SHORT TERM GAINS (LOSSES)				**131,765.12**	**0.00**	**118,129.80**	**13,635.27**

LONG TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds[5]	Total Accretion (Amortization)	Cost Basis[4]	Total Gain (Loss)
IAC/INTERACTIVECORP CMN (44919P508)	07/29/2009	08/12/2010	4 00	97 06	0 00	72 20	24 86
MARSH & MCLENNAN CO INC CMN (571748102)	07/29/2009	08/18/2010	39.00	922 21	0 00	797 94	124 27
SNAP-ON INC CMN (833034101)	07/29/2009	08/18/2010	21 00	882 59	0 00	682 71	199 88
TERADYNE INC CMN (880770102)	08/05/2009	09/03/2010	95 00	936 80	0 00	791 51	145 29
EATON CORPORATION CMN (278058102)	07/29/2009	09/21/2010	14 00	1,148 44	0 00	707 56	440 88
EATON CORPORATION CMN (278058102)	08/28/2009	09/21/2010	9 00	738 29	0 00	493 12	245 16
FIRSTENERGY CORP CMN (337932107)	07/29/2009	10/06/2010	15 00	575 19	0 00	619 80	(44 61)
RANGE RESOURCES CORPORATION CMN (75281A109)	07/29/2009	10/06/2010	5 00	189 99	0 00	221 35	(31 37)
DPL INC CMN (233293109)	07/29/2009	10/20/2010	37 00	1,013 02	0 00	879 86	133 16
BOSTON PROPERTIES INC COMMON STOCK (101121101)	07/29/2009	10/26/2010	10 00	900 58	0 00	522 00	378 58
BE AEROSPACE INC CMN (073302101)	08/28/2009	11/02/2010	25 00	918 68	0 00	453 36	465 32
W R BERKLEY CORPORATION CMN (084423102)	07/29/2009	11/02/2010	34 00	932 03	0 00	787 78	144 25
EATON CORPORATION CMN (278058102)	08/28/2009	11/12/2010	5 00	467 09	0 00	273 96	193 13
EATON CORPORATION CMN (278058102)	10/06/2009	11/12/2010	3 00	280 25	0 00	167 25	113 00
PARKER-HANNIFIN CORP CMN (701094104)	07/29/2009	11/12/2010	12 00	948 10	0 00	558 24	389 86
DIGITAL REALTY TRUST, INC CMN (253868103)	10/06/2009	11/18/2010	8 00	413 69	0 00	368 19	45 50
BIOGEN IDEC INC CMN (09062X103)	07/29/2009	11/22/2010	12 00	774 35	0 00	575 76	198 59
BIOGEN IDEC INC CMN (09062X103)	10/06/2009	11/22/2010	3 00	193 59	0 00	147 03	46 56

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LONG TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
DPL INC CMN (233293109)	07/29/2009	11/24/2010	9 00	231 29	0 00	214 02	17 27
DPL INC CMN (233293109)	10/06/2009	11/24/2010	9 00	231 29	0 00	233 28	(1 99)
PROGRESSIVE CORPORATION (THE) CMN (743315103)	07/29/2009	12/13/2010	41 00	859 66	0 00	638 78	220 88
PROGRESSIVE CORPORATION (THE) CMN (743315103)	10/06/2009	12/13/2010	20 00	419 35	0 00	332 80	86 55
FIRST HORIZON NATIONAL CORP CMN (320517105)	11/18/2009	12/17/2010	92 00	1,010 37	0 00	1,088 05	(77 68)
NET LONG TERM GAINS (LOSSES)				**15,083.91**	**0.00**	**11,626.55**	**3,457.34**

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REALIZED GAIN AND LOSS SUMMARY

Net Short Term Gains (Losses)	7,034 86	Net Long Term Gains (Losses)	546 22	Net Ordinary Gains (Losses)	0 00
Net Miscellaneous Short Term Gains (Losses)	0 00	Net Miscellaneous Long Term Gains (Losses)	0 00	Net Miscellaneous Ordinary Gains (Losses)	0 00
Net Regulated Futures Contract Short Term Gains (Losses)	0 00	Net Regulated Futures Contract Long Term Gains (Losses)	0 00		
Total Short Term Gains (Losses)	**7,034.86**	**Total Long Term Gains (Losses)**	**546.22**	**Total Ordinary Gains (Losses)**	**0 00**

SHORT TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds[5]	Total Accretion (Amortization)	Cost Basis[4]	Total Gain (Loss)
ITT CORPORATION CMN (450911102)	07/30/2009	01/20/2010	43 00	2,165 27	0 00	2,096 68	68 59
RAYTHEON CO CMN (755111507)	07/30/2009	01/28/2010	32 00	1,661 17	0 00	1,527 04	134 13
RAYTHEON CO CMN (755111507)	08/03/2009	01/28/2010	16 00	830 58	0 00	766 40	64 18
STANLEY WORKS CMN (854616109)	07/30/2009	02/11/2010	16 00	863 42	0 00	638 99	224 43
BURLINGTON NORTHERN SANTA FE CORP (12189T104)	07/30/2009	02/16/2010	17 00	1,700 00	0 00	1,355 11	344 89
BURLINGTON NORTHERN SANTA FE CORP (12189T104)	08/03/2009	02/16/2010	19 00	1,900 00	0 00	1,542 29	357 71
BURLINGTON NORTHERN SANTA FE CORP (12189T104)	01/19/2010	02/16/2010	13 00	1,300 00	0 00	1,289 73	10 27
SCHLUMBERGER LTD CMN (806857108)	07/30/2009	02/25/2010	31 00	1,864 18	0 00	1,678 36	185 82
XTO ENERGY INC CMN (98385X106)	07/30/2009	02/25/2010	76 00	3,455 23	0 00	3,065 84	389 39
XTO ENERGY INC CMN (98385X106)	08/03/2009	02/25/2010	32 00	1,454 83	0 00	1,352 56	102 27
XTO ENERGY INC CMN (98385X106)	01/19/2010	02/25/2010	35 00	1,591 23	0 00	1,659 35	(68 13)
PARKER-HANNIFIN CORP CMN (701094104)	07/30/2009	03/04/2010	31 00	1,915 83	0 00	1,433 13	482 70
ALCON, INC CMN SERIES (H01301102)	07/30/2009	03/22/2010	12 00	1,951 52	0 00	1,531 92	419 60
OMNICOM GROUP CMN (681919106)	07/30/2009	03/22/2010	35 00	1,378 64	0 00	1,184 75	193 89
ALCON, INC CMN SERIES (H01301102)	07/30/2009	04/16/2010	9 00	1,434 12	0 00	1,148 94	285 18
ALCON, INC. CMN SERIES (H01301102)	08/03/2009	04/16/2010	4 00	637 39	0 00	515 97	121 42
BARD C R INC N J CMN (067383109)	07/30/2009	04/16/2010	27 00	2,308 57	0 00	2,003 40	305 17
ALCON, INC CMN SERIES (H01301102)	08/03/2009	05/06/2010	4 00	606 10	0 00	515 97	90 13
ALCON, INC CMN SERIES (H01301102)	01/19/2010	05/06/2010	10 00	1,515 25	0 00	1,534 20	(18 95)
PARKER-HANNIFIN CORP CMN (701094104)	07/30/2009	05/13/2010	24 00	1,660 33	0 00	1,109 52	550 81
PARKER-HANNIFIN CORP CMN (701094104)	08/03/2009	05/13/2010	28 00	1,937 05	0 00	1,313 58	623 47

4 Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

5 Sale Proceeds may have been adjusted by an option premium due to an option assignment.

SHORT TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
STANLEY BLACK & DECKER INC CMN (854502101)	07/30/2009	05/13/2010	35 00	2,187 03	0 00	1,397 79	789 24
STANLEY BLACK & DECKER INC CMN (854502101)	08/03/2009	05/13/2010	23 00	1,437 19	0 00	949 44	487 75
INTEL CORPORATION CMN (458140100)	07/30/2009	07/07/2010	105 00	2,063 56	0 00	2,047 50	16 06
INTEL CORPORATION CMN (458140100)	08/03/2009	07/07/2010	8 00	157 22	0 00	154 48	2 74
AKAMAI TECHNOLOGIES INC CMN (00971T101)	12/17/2009	07/15/2010	37 00	1,620 37	0 00	938 62	681 75
GILEAD SCIENCES CMN (375558103)	07/30/2009	07/15/2010	23 00	801 75	0 00	1,143 10	(341 35)
QUEST DIAGNOSTICS INCORPORATED CMN (74834L100)	01/19/2010	08/30/2010	18 00	805 81	0 00	1,105 74	(299 93)
INTEL CORPORATION CMN (458140100)	09/21/2009	09/15/2010	84 00	1,565 78	0 00	1,639 47	(73 69)
INTEL CORPORATION CMN (458140100)	01/19/2010	09/15/2010	79 00	1,472 58	0 00	1,662 16	(189 58)
ACTIVISION BLIZZARD INC CMN (00507V109)	01/19/2010	10/21/2010	158 00	1,746 11	0 00	1,709 45	36 66
WASTE MANAGEMENT INC CMN (94106L109)	01/19/2010	11/11/2010	22 00	769 06	0 00	745 58	23 48
AKAMAI TECHNOLOGIES INC CMN (00971T101)	12/17/2009	11/19/2010	28 00	1,385 36	0 00	710 30	675 05
AKAMAI TECHNOLOGIES INC CMN (00971T101)	04/16/2010	11/19/2010	22 00	1,088 49	0 00	728 79	359 71
NET SHORT TERM GAINS (LOSSES)				**51,231.02**	**0.00**	**44,196.15**	**7,034.86**

LONG TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
INTUIT INC CMN (461202103)	07/30/2009	08/05/2010	35 00	1,419 76	0 00	1,050 00	369 76
QUEST DIAGNOSTICS INCORPORATED CMN (74834L100)	07/30/2009	08/30/2010	26 00	1,163 95	0 00	1,423 50	(259 56)
QUEST DIAGNOSTICS INCORPORATED CMN (74834L100)	08/03/2009	08/30/2010	29 00	1,298 25	0 00	1,559 83	(261 58)
EXPEDITORS INTL WASH INC CMN (302130109)	07/30/2009	09/10/2010	15 00	652 90	0 00	514 05	138 85
INTEL CORPORATION CMN (458140100)	08/03/2009	09/15/2010	45 00	838 81	0 00	868 95	(30 14)
ACTIVISION BLIZZARD INC CMN (00507V109)	07/30/2009	10/21/2010	88 00	972 52	0 00	1,012 00	(39 48)
ACTIVISION BLIZZARD INC CMN (00507V109)	08/03/2009	10/21/2010	71 00	784 64	0 00	812 95	(28 31)
ACTIVISION BLIZZARD INC CMN (00507V109)	09/08/2009	10/21/2010	100 00	1,105 13	0 00	1,190 31	(85 18)
WASTE MANAGEMENT INC CMN (94106L109)	07/30/2009	11/11/2010	72 00	2,516 94	0 00	2,021 04	495 90

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

LONG TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds[5]	Total Accretion (Amortization)	Cost Basis[4]	Total Gain (Loss)
WASTE MANAGEMENT INC CMN (94106L109)	08/03/2009	11/11/2010	37 00	1,293 43	0 00	1,047 47	245 96
NET LONG TERM GAINS (LOSSES)				**12,046.33**	**0.00**	**11,500.10**	**546.22**

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment.

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REALIZED GAIN AND LOSS SUMMARY

Net Short Term Gains (Losses)	3,704 73	Net Long Term Gains (Losses)	2,992 39	Net Ordinary Gains (Losses)	0 00
Net Miscellaneous Short Term Gains (Losses)	0 00	Net Miscellaneous Long Term Gains (Losses)	0 00	Net Miscellaneous Ordinary Gains (Losses)	0 00
Net Regulated Futures Contract Short Term Gains (Losses)	0 00	Net Regulated Futures Contract Long Term Gains (Losses)	0 00		
Total Short Term Gains (Losses)	**3,704.73**	**Total Long Term Gains (Losses)**	**2,992 39**	**Total Ordinary Gains (Losses)**	**0.00**

SHORT TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds[5]	Total Accretion (Amortization)	Cost Basis[4]	Total Gain (Loss)
SOUTHWEST AIRLINES CO CMN (844741108)	07/29/2009	01/05/2010	134 00	1,573 93	0 00	1,027 78	546 15
APACHE CORP CMN (037411105)	07/29/2009	01/06/2010	12 00	1,301 69	0 00	914 62	387 07
AVERY DENNISON CORPORATION CMN (053611109)	07/29/2009	02/02/2010	21 00	704 58	0 00	619 29	85 29
SOUTHWEST AIRLINES CO CMN (844741108)	07/29/2009	02/12/2010	61 00	727 22	0 00	467 87	259 35
SOUTHWEST AIRLINES CO CMN (844741108)	08/03/2009	02/12/2010	92 00	1,096 80	0 00	741 52	355 28
AVERY DENNISON CORPORATION CMN (053611109)	07/29/2009	02/18/2010	30 00	960 29	0 00	884 70	75 59
AVERY DENNISON CORPORATION CMN (053611109)	08/03/2009	02/18/2010	34 00	1,088 33	0 00	911 59	176 74
AVERY DENNISON CORPORATION CMN (053611109)	01/19/2010	02/18/2010	3 00	96 03	0 00	119 16	(23 13)
HANESBRANDS INC CMN (410345102)	07/29/2009	03/01/2010	14 00	366 65	0 00	244 72	121 93
HANESBRANDS INC CMN (410345102)	08/03/2009	03/01/2010	19 00	497 59	0 00	378 10	119 49
CARDINAL HEALTH INC CMN (14149Y108)	07/29/2009	03/05/2010	39 00	1,386 37	0 00	944 37	442 00
CISCO SYSTEMS, INC CMN (17275R102)	07/29/2009	03/09/2010	92 00	2,413 89	0 00	1,997 32	416 57
CISCO SYSTEMS, INC CMN (17275R102)	08/03/2009	03/09/2010	2 00	52 48	0 00	44 90	7 58
CARDINAL HEALTH INC CMN (14149Y108)	07/29/2009	03/17/2010	6 00	213 05	0 00	145 29	67 76
CARDINAL HEALTH INC CMN (14149Y108)	08/03/2009	03/18/2010	24 00	852 92	0 00	569 12	283 80
CARDINAL HEALTH INC CMN (14149Y108)	01/19/2010	03/18/2010	9 00	319 85	0 00	295 29	24 56
SUNTRUST BANKS INC $1 00 PAR CMN (867914103)	07/29/2009	04/15/2010	68 00	2,044 79	0 00	1,225 43	819 36
XTO ENERGY INC CMN (98385X106)	07/29/2009	05/21/2010	27 00	1,147 18	0 00	1,049 10	98 08
XTO ENERGY INC CMN (98385X106)	08/03/2009	05/21/2010	26 00	1,104 69	0 00	1,102 40	2 29
XTO ENERGY INC CMN (98385X106)	01/19/2010	05/21/2010	20 00	849 76	0 00	942 80	(93 04)
TRANSOCEAN LTD CMN (H8817H100)	07/29/2009	05/24/2010	13 00	707 79	0 00	1,007 50	(299 71)

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

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REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

SHORT TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
TRANSOCEAN LTD CMN (H8817H100)	08/03/2009	05/24/2010	6 00	326 67	0 00	495 90	(169 23)
TRANSOCEAN LTD CMN (H8817H100)	01/19/2010	05/24/2010	6 00	326 67	0 00	550 08	(223 41)
SUNTRUST BANKS INC $1 00 PAR CMN (867914103)	08/03/2009	07/23/2010	34 00	846 83	0 00	665 68	181 15
SUNTRUST BANKS INC $1 00 PAR CMN (867914103)	01/19/2010	07/23/2010	2 00	49 81	0 00	46 02	3 79
ALLSTATE CORPORATION COMMON STOCK (020002101)	01/19/2010	08/09/2010	18 00	530 99	0 00	551 52	(20 54)
DELL INC CMN (24702R101)	01/19/2010	09/24/2010	70 00	881 36	0 00	1,019 20	(137 84)
AIR PRODUCTS & CHEMICALS INC CMN (009158106)	05/20/2010	09/30/2010	8 00	661 53	0 00	537 01	124 52
SUNTRUST BANKS INC $1 00 PAR CMN (867914103)	01/19/2010	11/18/2010	43 00	1,044 62	0 00	989 43	55 19
DOMINION RESOURCES, INC CMN (25746U109)	01/19/2010	12/13/2010	7 00	291 65	0 00	273 57	18 09
NET SHORT TERM GAINS (LOSSES)				**24,466.01**	**0.00**	**20,761.28**	**3,704.73**

LONG TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
ANADARKO PETROLEUM CORP CMN (032511107)	07/29/2009	08/04/2010	20 00	1,107 10	0 00	921 88	185 22
APACHE CORP CMN (037411105)	07/29/2009	08/04/2010	7 00	681 36	0 00	533 53	147 83
DOMINION RESOURCES, INC CMN (25746U109)	07/29/2009	08/04/2010	20 00	862.86	0 00	685 03	177 83
SYSCO CORPORATION CMN (871829107)	07/29/2009	08/04/2010	20 00	620 66	0 00	469 40	151 26
ALLSTATE CORPORATION COMMON STOCK (020002101)	07/29/2009	08/09/2010	19 00	560 49	0 00	499 82	60 67
ALLSTATE CORPORATION COMMON STOCK (020002101)	08/03/2009	08/09/2010	9 00	265 49	0 00	245 70	19 79
ALLSTATE CORPORATION COMMON STOCK (020002101)	08/07/2009	08/09/2010	28 00	825 98	0 00	773 09	52 89
MC DONALDS CORP CMN (580135101)	07/29/2009	08/16/2010	14 00	1,005 32	0 00	793 82	211 50
PARKER-HANNIFIN CORP CMN (701094104)	07/29/2009	08/16/2010	10 00	633 96	0 00	466 27	167 69
PEPSICO INC CMN (713448108)	07/29/2009	08/16/2010	10 00	653 88	0 00	561 40	92 48
DELL INC CMN (24702R101)	07/29/2009	08/24/2010	53 00	606 60	0 00	721 33	(114 73)
APACHE CORP CMN (037411105)	07/29/2009	09/16/2010	4 00	377 41	0 00	304 87	72 54
OCCIDENTAL PETROLEUM CORP CMN (674599105)	07/29/2009	09/16/2010	10 00	773 29	0 00	694 55	78 75

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis
[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment.

Goldman Sachs

REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

LONG TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
DELL INC CMN (24702R101)	07/29/2009	09/24/2010	56 00	705 09	0 00	762 16	(57 08)
DELL INC CMN (24702R101)	08/03/2009	09/24/2010	59 00	742 86	0 00	805 94	(63 08)
DOVER CORPORATION CMN (260003108)	07/29/2009	09/30/2010	15 00	779 83	0 00	500 25	279 58
KLA-TENCOR CORPORATION CMN (482480100)	07/29/2009	09/30/2010	17 00	593 14	0 00	531 02	62 12
PARKER-HANNIFIN CORP CMN (701094104)	07/29/2009	09/30/2010	5 00	350 25	0 00	233 14	117 11
DOMINION RESOURCES, INC CMN (25746U109)	07/29/2009	10/18/2010	26 00	1,166 63	0 00	890 54	276 10
DOMINION RESOURCES, INC CMN (25746U109)	07/29/2009	11/18/2010	22 00	940 44	0 00	753 53	186 91
ANADARKO PETROLEUM CORP CMN (032511107)	07/29/2009	11/24/2010	21 00	1,344 63	0 00	967 97	376 66
WELLS FARGO & CO (NEW) CMN (949746101)	07/29/2009	12/01/2010	42 00	1,150 87	0 00	1,039 08	111 79
DOMINION RESOURCES, INC CMN (25746U109)	07/29/2009	12/10/2010	6 00	249 67	0 00	205 51	44 17
DOMINION RESOURCES, INC CMN (25746U109)	08/03/2009	12/10/2010	12 00	499 35	0 00	407 40	91 95
KIMBERLY CLARK CORP CMN (494368103)	07/29/2009	12/10/2010	17 00	1,049 74	0 00	995 61	54 14
DOMINION RESOURCES, INC CMN (25746U109)	08/03/2009	12/13/2010	27 00	1,124 95	0 00	916 65	208 30
NET LONG TERM GAINS (LOSSES)				**19,671.85**	**0.00**	**16,679.49**	**2,992.39**

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[5] *Sale Proceeds may have been adjusted by an option premium due to an option assignment.*

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REALIZED GAIN AND LOSS SUMMARY

Net Short Term Gains (Losses)	5,984 08	Net Long Term Gains (Losses)	(1,551 80)	Net Ordinary Gains (Losses)	0 00
Net Miscellaneous Short Term Gains (Losses)	0 00	Net Miscellaneous Long Term Gains (Losses)	0 00	Net Miscellaneous Ordinary Gains (Losses)	0 00
Net Regulated Futures Contract Short Term Gains (Losses)	0 00	Net Regulated Futures Contract Long Term Gains (Losses)	0 00		
Total Short Term Gains (Losses)	**5,984.08**	**Total Long Term Gains (Losses)**	**(1,551.80)**	**Total Ordinary Gains (Losses)**	**0 00**

SHORT TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds[5]	Total Accretion (Amortization)	Cost Basis[4]	Total Gain (Loss)
BRINK'S HOME SECURITY HOLDINGS CMN (109699108)	10/06/2009	01/28/2010	65 00	2,681 68	0 00	1,969 82	711 86
EL PASO ELECTRIC (NEW) CMN (283677854)	10/06/2009	03/05/2010	55 00	1,115 40	0 00	1,009 48	105 93
SOTHEBY'S CMN CLASS A (835898107)	10/06/2009	03/16/2010	45 00	1,378 02	0 00	768 15	609 87
CNX GAS CORP CMN (12618H309)	10/06/2009	03/26/2010	25 00	948 96	0 00	807 77	141 20
OVERSEAS SHIPHOLDING GRP CMN (690368105)	10/06/2009	03/26/2010	30 00	1,185 00	0 00	1,160 70	24 30
CNX GAS CORP CMN (12618H309)	10/06/2009	04/13/2010	60 00	2,285 11	0 00	1,938 64	346 48
CERADYNE INC CALIF CMN (156710105)	10/06/2009	05/03/2010	55 00	1,251 53	0 00	1,014 04	237 49
EL PASO ELECTRIC (NEW) CMN (283677854)	10/06/2009	05/18/2010	30 00	629 62	0 00	550 62	79 00
EL PASO ELECTRIC (NEW) CMN (283677854)	10/06/2009	05/26/2010	25 00	493 27	0 00	458 85	34 42
SOTHEBY'S CMN CLASS A (835898107)	10/06/2009	05/26/2010	25 00	767 11	0 00	426 75	340 36
SOTHEBY'S CMN CLASS A (835898107)	10/06/2009	06/10/2010	20 00	621 09	0 00	341 40	279 69
WEBSTER FINANCIAL CORP CMN (947890109)	10/06/2009	06/15/2010	55 00	1,088 44	0 00	690 82	397 62
SOTHEBY'S CMN CLASS A (835898107)	10/06/2009	06/24/2010	30 00	773 62	0 00	512 10	261 52
BENEFICIAL MUTUAL BANCORP INC CMN (08173R104)	10/06/2009	07/07/2010	60 00	602 69	0 00	543 56	59 13
ADC TELECOMMUNICATIONS INC CMN (000886309)	10/06/2009	07/13/2010	145 00	1,815 36	0 00	1,120 85	694 51
ADC TELECOMMUNICATIONS INC CMN (000886309)	10/06/2009	07/15/2010	115 00	1,437 47	0 00	888 95	548 52
WEBSTER FINANCIAL CORP CMN (947890109)	10/06/2009	07/21/2010	25 00	447 55	0 00	314 01	133 54
AMERICREDIT CORP CMN (03060R101)	10/06/2009	07/30/2010	80 00	1,929 70	0 00	1,302 83	626 87
AMERICREDIT CORP CMN (03060R101)	10/06/2009	08/09/2010	66 00	1,590 75	0 00	1,074 84	515 91
WEBSTER FINANCIAL CORP CMN (947890109)	10/06/2009	08/09/2010	25 00	462 40	0 00	314 01	148 39
AMERICREDIT CORP CMN (03060R101)	10/06/2009	08/10/2010	44 00	1,060 18	0 00	716 56	343 62

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment.

SHORT TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds[5]	Total Accretion (Amortization)	Cost Basis[4]	Total Gain (Loss)
OVERSEAS SHIPHOLDING GRP CMN (690368105)	10/06/2009	09/03/2010	55 00	1,910 27	0 00	2,127 95	(217 68)
CAPITOL FEDERAL FINANCIAL CMN (14057C106)	10/06/2009	09/08/2010	5 00	127 65	0 00	162 43	(34 78)
CASEY'S GENERAL STORES,INC CMN (147528103)	10/06/2009	09/17/2010	20 00	867 39	0 00	634 00	233 39
CAPITOL FEDERAL FINANCIAL CMN (14057C106)	10/06/2009	10/06/2010	15 00	361 23	0 00	487 30	(126 07)
CASEY'S GENERAL STORES,INC CMN (147528103)	10/06/2009	10/06/2010	10 00	413 31	0 00	317 00	96 31
ZORAN CORP CMN (98975F101)	12/22/2009	11/09/2010	45 00	316 33	0 00	487 71	(171 38)
JEFFERIES GROUP INC (NEW) CMN (472319102)	12/09/2009	11/11/2010	5 00	126 70	0 00	116 00	10 70
ZORAN CORP CMN (98975F101)	01/28/2010	11/12/2010	26 00	181 79	0 00	281 90	(100 11)
SUN HEALTHCARE GROUP INC CMN (86677E100)	08/13/2010	11/15/2010	0 67	0 00	0 00	0 00	0 00
ZORAN CORP CMN (98975F101)	01/28/2010	11/15/2010	19 00	132 91	0 00	206 01	(73 10)
ZORAN CORP CMN (98975F101)	03/04/2010	11/15/2010	5 00	34 98	0 00	57 62	(22 65)
ZORAN CORP CMN (98975F101)	04/13/2010	11/15/2010	31 00	216 85	0 00	336 58	(119 74)
SABRA HEALTH CARE REIT, INC CMN (78573L106)	08/13/2010	11/16/2010	0 67	11 23	0 00	0 00	11 23
JEFFERIES GROUP INC (NEW) CMN (472319102)	12/09/2009	11/18/2010	25 00	618 06	0 00	579 99	38 07
ZORAN CORP CMN (98975F101)	04/13/2010	11/18/2010	20 00	138 46	0 00	217 15	(78 69)
ZORAN CORP CMN (98975F101)	04/13/2010	11/23/2010	14 00	96 00	0 00	152 01	(56 01)
ZORAN CORP CMN (98975F101)	07/22/2010	11/23/2010	6 00	41 14	0 00	58 07	(16 93)
WINN-DIXIE STORES, INC CMN CLASS (974280307)	01/05/2010	12/06/2010	5 00	34 49	0 00	51 21	(16 73)
ZORAN CORP CMN (98975F101)	07/22/2010	12/07/2010	45 00	359 77	0 00	435 56	(75 79)
CARRIZO OIL & GAS INC CMN (144577103)	03/04/2010	12/15/2010	25 00	742 52	0 00	642 64	99 88
ZORAN CORP CMN (98975F101)	07/22/2010	12/15/2010	9 00	71 90	0 00	87 11	(15 21)
ZORAN CORP CMN (98975F101)	07/30/2010	12/15/2010	30 00	239 67	0 00	260 53	(20 86)
NET SHORT TERM GAINS (LOSSES)				**31,607.60**	**0.00**	**25,623.52**	**5,984.08**

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

LONG TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
BENEFICIAL MUTUAL BANCORP INC CMN (08173R104)	10/06/2009	10/27/2010	24 00	179 70	0 00	217 42	(37 72)
CAPITOL FEDERAL FINANCIAL CMN (14057C106)	10/06/2009	10/27/2010	10 00	233 71	0 00	324 87	(91 16)
BENEFICIAL MUTUAL BANCORP INC CMN (08173R104)	10/06/2009	10/28/2010	26 00	190 48	0 00	235 54	(45 06)
JEFFERIES GROUP INC (NEW) CMN (472319102)	10/06/2009	10/29/2010	35 00	843 14	0 00	1,014 16	(171 02)
JEFFERIES GROUP INC (NEW) CMN (472319102)	10/06/2009	11/03/2010	25 00	603 83	0 00	724 40	(120 57)
WINN-DIXIE STORES, INC CMN CLASS (974280307)	10/06/2009	11/08/2010	50 00	364 39	0 00	645 39	(281 00)
CAPITOL FEDERAL FINANCIAL CMN (14057C106)	10/06/2009	11/11/2010	10 00	238 20	0 00	324 87	(86 67)
JEFFERIES GROUP INC (NEW) CMN (472319102)	10/06/2009	11/11/2010	15 00	380 09	0 00	434 64	(54 56)
ALBANY MOLECULAR RESEARCH CMN (012423109)	10/06/2009	11/12/2010	13 00	76 48	0 00	116 67	(40 19)
WINN-DIXIE STORES, INC CMN CLASS (974280307)	10/06/2009	11/12/2010	30 00	211 96	0 00	387 24	(175 28)
ALBANY MOLECULAR RESEARCH CMN (012423109)	10/06/2009	11/15/2010	20 00	114 94	0 00	179 49	(64 55)
ALBANY MOLECULAR RESEARCH CMN (012423109)	10/06/2009	11/16/2010	13 00	70 07	0 00	116 67	(46 60)
ALBANY MOLECULAR RESEARCH CMN (012423109)	10/06/2009	11/17/2010	13 00	67 38	0 00	116 67	(49 29)
ALBANY MOLECULAR RESEARCH CMN (012423109)	10/06/2009	11/18/2010	12 00	64 64	0 00	107 69	(43 05)
WEBSTER FINANCIAL CORP CMN (947890109)	10/06/2009	11/18/2010	55 00	947 25	0 00	690 82	256 43
ALBANY MOLECULAR RESEARCH CMN (012423109)	10/06/2009	11/19/2010	12 00	64 40	0 00	107 69	(43 29)
CAPITOL FEDERAL FINANCIAL CMN (14057C106)	10/06/2009	11/23/2010	15 00	350 33	0 00	487 30	(136 97)
WINN-DIXIE STORES, INC CMN CLASS (974280307)	10/06/2009	12/01/2010	30 00	187 16	0 00	387 24	(200 08)
WINN-DIXIE STORES, INC CMN CLASS (974280307)	10/06/2009	12/06/2010	45 00	310 37	0 00	580 85	(270 48)
CAPITOL FEDERAL FINANCIAL CMN (14057C106)	10/06/2009	12/08/2010	10 00	241 61	0 00	324 87	(83 26)
WEBSTER FINANCIAL CORP CMN (947890109)	10/06/2009	12/28/2010	5 00	98 51	0.00	62 80	35 71
WEBSTER FINANCIAL CORP CMN (947890109)	11/25/2009	12/28/2010	28 00	551 66	0 00	354 80	196 86
NET LONG TERM GAINS (LOSSES)				**6,390.30**	**0.00**	**7,942.09**	**(1,551.80)**

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

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