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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 01-01-2010 , and ending 12-31-2010

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
PATE FOUNDATION

A Employer identification number
75-6036779

Number and street (or P O box number if mail is not delivered to street address) Room/suite
777 MAIN STREET SUITE 3250

B Telephone number (see page 10 of the instructions)
(817) 922-9566

City or town, state, and ZIP code
FORT WORTH, TX 76102

C If exemption application is pending, check here ▶ ☐
D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 3,088,035

J Accounting method ☑ 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)	1,324			
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	126	126	126	
	4	Dividends and interest from securities	61,670	61,670	61,670	
	5a	Gross rents	120	120	120	
	b	Net rental income or (loss) 120				
	6a	Net gain or (loss) from sale of assets not on line 10	916,851			
	b	Gross sales price for all assets on line 6a 1,603,790				
	7	Capital gain net income (from Part IV, line 2)		916,851		
	8	Net short-term capital gain			23,774	
	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)	6,712	0	6,712	
	12	**Total.** Add lines 1 through 11	986,803	978,767	92,402	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0	0	0
	14	Other employee salaries and wages	9,911	0	0	9,911
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	6,351	0	0	6,351
	c	Other professional fees (attach schedule)	9,814	9,814	0	0
	17	Interest	162	162	0	0
	18	Taxes (attach schedule) (see page 14 of the instructions)	1,847	0	722	1,125
	19	Depreciation (attach schedule) and depletion	5,294	0	5,294	
	20	Occupancy	3,755	0	0	3,755
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	45,027	0	0	45,027
	24	**Total operating and administrative expenses.** Add lines 13 through 23	82,161	9,976	6,016	66,169
	25	Contributions, gifts, grants paid	2,000			2,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	84,161	9,976	6,016	68,169
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	902,642			
	b	**Net investment income** (if negative, enter -0-)		968,791		
	c	**Adjusted net income** (if negative, enter -0-)			86,386	

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets 1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	75,387	210,978	210,978
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	132	1,000	1,000
10a	Investments—U S and state government obligations (attach schedule)	322,448	324,219	308,283
b	Investments—corporate stock (attach schedule)	395,556	1,331,377	1,743,884
c	Investments—corporate bonds (attach schedule)	109,590	109,656	111,171
11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	215,487	553,669	627,746
14	Land, buildings, and equipment basis ▶ 219,202 Less accumulated depreciation (attach schedule) ▶ 134,229	90,267	84,973	84,973
15	Other assets (describe ▶)	492,999	0	0
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	1,701,866	2,615,872	3,088,035
Liabilities 17	Accounts payable and accrued expenses	1,473	1,473	
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 ▶)	6,384	0	
23	**Total liabilities** (add lines 17 through 22)	7,857	1,473	
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	0	0	
28	Paid-in or capital surplus, or land, bldg , and equipment fund	250,786	250,786	
29	Retained earnings, accumulated income, endowment, or other funds	1,443,223	2,363,613	
30	**Total net assets or fund balances** (see page 17 of the instructions)	1,694,009	2,614,399	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	1,701,866	2,615,872	

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	1,694,009
2	Enter amount from Part I, line 27a	2	902,642
3	Other increases not included in line 2 (itemize) ▶	3	21,483
4	Add lines 1, 2, and 3	4	2,618,134
5	Decreases not included in line 2 (itemize) ▶	5	3,735
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,614,399

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 Additional Data Table			
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	See Additional Data Table			
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	See Additional Data Table			
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	916,851
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	23,774

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	71,787	502,762	0 142785
2008	65,433	454,608	0 143933
2007	55,274	478,710	0 115464
2006	57,397	442,797	0 129624
2005	65,652	390,326	0 168198

2	**Total** of line 1, column (d)	2	0 700004
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 140001
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	1,844,904
5	Multiply line 4 by line 3	5	258,288
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	9,688
7	Add lines 5 and 6	7	267,976
8	Enter qualifying distributions from Part XII, line 4	8	68,169

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 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	19,376
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0
3	Add lines 1 and 2			3	19,376
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	19,376
6	Credits/Payments				
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	1,000		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	18,376		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	19,376
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	0
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶	Refunded ▶		11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
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		No
	*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		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
	If "Yes," attach a detailed description of the activities.			
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		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
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?	5		No
	If "Yes," attach the statement required by General Instruction T.			
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	Yes	
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	Yes	
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	Yes	
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	Yes	
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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

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

Website address ▶N/A

14 The books are in care of ▶PATE FOUNDATION Telephone no ▶(817) 922-9566

Located at ▶777 MAIN STREET SUITE 3250 FORT WORTH TX ZIP+4 ▶76102

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 |

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		No

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

		Line	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 20 of the instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c		No

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 ▶ 20____, 20____, 20____, 20____

		Line	Yes	No
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the instructions)	2b		

c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here

▶ 20____, 20____, 20____, 20____

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

		Line	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		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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**		**No**
	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**
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
C PATRICK PATE 777 MAIN STREET SUITE 3250 FORT WORTH, TX 76102	PRESIDENT 0 00	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 ▶	0

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

3 Five highest-paid independent contractors for professional services (see 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 . . . . ▶		0

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 THE PATE FOUNDATION'S PRIMARY ACTIVITY FOR THE FIRST HALF OF THE YEAR WAS THE OPERATION AND MAINTENANCE OF A TRANSPORTATION MUSEUM, WHICH WAS OPEN TO THE GENERAL PUBLIC THE SECOND HALF OF THE YEAR WAS DEVOTED TO THE PROCESS OF CLOSING THE MUSEUM AND DISPOSING OF MUSEUM ASSETS THIS PROCESS WAS ONGOING AT THE END OF THE YEAR	0
2 THE PATE FOUNDATION GRANTS EDUCATIONAL SCHOLARSHIPS	0
3 THE PATE FOUNDATION MAKES GRANTS TO OTHER SEC 501(C)(3) ORGANIZATIONS FOR CHARITABLE AND EDUCATIONAL PURPOSES	0
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	0
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3. . . . . ▶	0

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	1,830,788
b	Average of monthly cash balances	1b	42,211
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	1,872,999
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	1,872,999
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	28,095
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,844,904
6	**Minimum investment return.** Enter 5% of line 5	6	92,245

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

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	68,169
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	68,169
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	68,169

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				
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only.				
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2010				
a From 2005.				
b From 2006.				
c From 2007.				
d From 2008.				
e From 2009.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ $ ________				
a Applied to 2009, but not more than line 2a				
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.				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2010 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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				
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				
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. . . .				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

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. . . . . . . ▶ 1974-03-24

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

	Tax year	Prior 3 years			
	(a) 2010	**(b)** 2009	**(c)** 2008	**(d)** 2007	**(e) Total**
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	86,386	25,138	3,890	5,200	120,614
b 85% of line 2a	73,428	21,367	3,307	4,420	102,522
c Qualifying distributions from Part XII, line 4 for each year listed	68,169	71,787	65,433	55,274	260,663
d Amounts included in line 2c not used directly for active conduct of exempt activities	0	0	0	0	0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	68,169	71,787	65,433	55,274	260,663
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	61,497	16,759	15,153	15,957	109,366
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

Part XV Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year—see page 27 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))

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

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

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

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

C PATRICK PATE
777 MAIN STREET SUITE 3250
FORT WORTH, TX 76102
(817) 922-9566

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

APPLICATIONS SHOULD BE MADE IN WRITING WITH THE AMOUNT OF ASSISTANCE REQUESTED AND AN EXPLANATION OF THE NEED FOR FINANCIAL ASSISTANCE APPLICATIONS FOR EDUCATIONAL ASSISTANCE SHOULD INCLUDE RECENT TRANSCRIPTS, PHOTO AND PERSONAL REFERENCES EDUCATIONAL AWARDS ARE BASED ON GRADES, EXTRA-CURRICULAR SCHOOL ACTIVITIES, CIVIC ACTIVITIES, MORAL CHARACTER AND FINANCIAL NEED

c Any submission deadlines

NONE

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

NO SON OR DAUGHTER OF ANY EMPLOYEE OF TEXAS REFINERY CORPORATION OR ITS RELATED COMPANIES CAN BE ELIGIBLE FOR AN AWARD

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*				
FORT WORTH PROMOTION AND DEVELOPMENT FUND PO BOX 17013 FORT WORTH, TX 76102	NONE	501(C)(3)	PROMOTION OF THE CITY OF FORT WORTH	2,000
Total . . . . ▶ **3a**				2,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (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	126	
4 Dividends and interest from securities. . . .			14	61,670	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.			16	120	
6 Net rental income or (loss) from personal property					
7 Other investment income.			01	7,110	
8 Gain or (loss) from sales of assets other than inventory			18	916,851	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a CEDAR FAIR, L P	525990	-398			
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		-398		985,877	0

13 Total. Add line 12, columns (b), (d), and (e). **13** 985,479

(See worksheet in line 13 instructions on page 28 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 organization's exempt purposes (other than by providing funds for such purposes) (See page 28 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)		No
(2) Other assets	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		No
(3) Rental of facilities, equipment, or other assets	1b(3)		No
(4) Reimbursement arrangements	1b(4)		No
(5) Loans or loan guarantees	1b(5)		No
(6) Performance of services or membership or fundraising solicitations	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		No

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

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

****** | 2011-05-16 | ******

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's Signature ▶ ROBERT W DUKE	Date	Check if self-employed ▶ ☐	PTIN
Firm's name ▶ SPROLES WOODARD LLP		Firm's EIN ▶	
Firm's address ▶ 777 MAIN STREET SUITE 3250 FORT WORTH, TX 761025304		Phone no (817) 332-1328	

TY 2010 Accounting Fees Schedule

Name: PATE FOUNDATION

EIN: 75-6036779

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PROFESSIONAL FEES	6,351	0	0	6,351

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2010 Depreciation Schedule

Name: PATE FOUNDATION

EIN: 75-6036779

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
BUILDING	1972-07-01	60,123	60,123	SL	30 000000000000	0	0	0	
FENCE	1991-05-21	6,800	6,290	SL	20 000000000000	340	0	340	
SPRAYER	1991-03-07	1,590	1,590	SL	12 000000000000	0	0	0	
MUSEUM ADDITION	1994-02-18	40,235	16,382	SL	39 000000000000	1,032	0	1,032	
LAMP	1994-06-13	165	165	200DB	7 000000000000	0	0	0	
CONFERENCE TABLE & 2 CHAIRS	1994-04-06	645	644	200DB	7 000000000000	0	0	0	
FANS	1994-07-11	1,591	1,591	200DB	7 000000000000	0	0	0	
MUSEUM IMPROVEMENT	1994-04-18	1,236	500	SL	39 000000000000	32	0	32	
MUSEUM IMPROVEMENT	1994-07-28	1,390	554	SL	39 000000000000	36	0	36	
FENCING - BARBED WIRE	1995-03-01	2,677	1,988	SL	20 000000000000	134	0	134	
FENCING	1997-10-08	4,445	2,720	SL	20 000000000000	222	0	222	
WATER WELL	1998-02-26	5,403	3,195	SL	20 000000000000	270	0	270	
RUDD 4 TON CONDENSING UNIT	1998-07-09	3,200	3,200	SL	7 000000000000	0	0	0	
DRILLING FOR WATER LINES	1999-08-24	2,700	1,395	SL	20 000000000000	135	0	135	
POULAN 42" LAWN TRACTOR	1999-04-15	1,069	1,064	200DB	5 000000000000	0	0	0	
MUSEUM IMPROVEMENT	2000-11-01	60,200	18,230	SL	30 000000000000	2,007	0	2,007	
CONCRETE WORK AND ENTRYWAY	2001-07-31	9,602	2,693	SL	30 000000000000	320	0	320	
SURVEILANCE SYSTEM	2001-04-30	802	802	200DB	5 000000000000	0	0	0	
FARNSWORTH HALL - IMPROVEMENTS	2002-06-06	15,329	5,809	SL	20 000000000000	766	0	766	
1958 EDSEL CONVERTIBLE	1994-12-31	13,650			0 %	0	0	0	
1954 HUDSON	1994-12-31	9,785			0 %	0	0	0	
1956 DE SOTO HARDTOP	1994-12-31	13,390			0 %	0	0	0	
TRANSPORTATION EQUIPMENT ON DISPLAY IN MUSEUM	1994-12-31	358,263			0 %	0	0	0	
1979 VOLKSWAGON	1995-01-27	6,750			0 %	0	0	0	
1941 CADILLAC REPAIRS	1995-04-12	2,705			0 %	0	0	0	
1951 KAISER	1995-05-26	6,500			0 %	0	0	0	
1941 CADILLAC-PAINTING	1996-09-06	6,000			0 %	0	0	0	
REPAIR 1941 CADILLAC	1996-10-16	2,833			0 %	0	0	0	
REPAIR 1941 CADILLAC CONV	1997-01-31	3,446			0 %	0	0	0	
PAINT AMPHIBIOUS PLANE	1999-03-04	3,000			0 %	0	0	0	
BOOKS	1994-12-31	10,000			0 %	0	0	0	
SIX MILITARY AIRCRAFT	1994-12-31	6			0 %	0	0	0	
HOUND DOG MISSILE	1994-12-31	1			0 %	0	0	0	
ARMY TANK	1994-12-31	1			0 %	0	0	0	
PRIVATE RAILROAD CAR	1994-12-31	1			0 %	0	0	0	
ANTIQUE FURNITURE	1994-12-31	6,395			0 %	0	0	0	
MINE SWEEPER	1994-12-31	3,751			0 %	0	0	0	
UNIFORMS	1994-12-31	718			0 %	0	0	0	
DELOREAN	1994-12-31	13,500			0 %	0	0	0	
TRABANT AUTO	1994-12-31	304			0 %	0	0	0	
1963 CORVETTE	1994-12-31	18,000			0 %	0	0	0	
DELCAR 1953 MG	1994-12-31	14,000			0 %	0	0	0	

TY 2010 Investments Corporate Bonds Schedule

Name: PATE FOUNDATION

EIN: 75-6036779

Name of Bond	End of Year Book Value	End of Year Fair Market Value
WYETH 5.50% 2/1/2014	109,656	111,171

TY 2010 Investments Corporate Stock Schedule

Name: PATE FOUNDATION

EIN: 75-6036779

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AMERICAN INTERNATIONAL GROUP	5,358	1,671
ATMOS ENERGY CORP	5,517	6,240
BB&T CORP	6,900	17,877
BERKSHIRE HATHAWAY INC CL B	11,145	40,055
BURLINGTON NORTHERN SANTA FE	0	0
CEDAR FAIR LIMITED PARTNERSHIP	3,534	6,064
CULLEN FROST BANKERS INC	3,200	24,081
DELTA AIRLINE	0	0
EXXON MOBIL CORP	1,937	35,536
GENERAL ELECTRIC	3,006	5,597
JP MORGAN CHASE CO	11,606	23,713
L L & E ROYALTY TRUST	3,904	82
NBT BANCORP INC	5,372	4,830
RAYTHEON CO	6,138	9,268
TELECOM CO NEW ZEALAND-284	2,380	2,386
TELEFONICA SA SP ADR	1,422	15,873
TYSON FOODS	2,357	5,166
WALMART STORES INC	38,104	43,144
ALBERMARLE CORPORATION	2,785	3,681
ALLERGAN INC	3,576	5,288
AMAZON.COM INC	2,845	4,320
ANADARKO PETROLEUM CORP	2,915	3,656
APPLE INC	7,649	17,418
BAIDU INC	3,372	2,992
BARD C.R. INC	2,650	3,304
BORGWARNER INC	2,942	6,512
CARNIVAL CORP	5,447	9,222
CELGENE CORP	2,903	2,957
CHEVRON CORPORATIONS	4,170	5,749
CISCO SYSTEM INC	3,022	3,217

Name of Stock	End of Year Book Value	End of Year Fair Market Value
COCA COLA CO	3,330	4,472
COGNIZANT TECH SOLUTIONS	5,751	15,977
COSTCO WHOLESALE CORP	2,865	4,477
CUMMINS INC	2,313	7,371
DEERE & CO	3,211	6,312
DIRECTV COM CLASS A	2,557	2,915
E M C CORPORATION	4,571	7,969
EMERSON ELECTRIC CO	4,752	8,232
EXXON MOBIL CORP	2,296	2,413
FORTINET INC	2,772	4,432
GOLDMAN SACHS GROUP INC	2,966	3,195
GOOGLE INC	6,731	9,504
GREEN MOUNTAIN COFFEE ROASTERS INC	3,256	3,582
HALLIBURTON CO	3,288	4,083
HARMAN INTL INDS INC	2,915	4,074
HEWLETT PACKERD CO	3,072	3,410
ILLINOIS TOOL WORKS INC	3,747	4,806
INTL BUSINESS MACHINES CORP	4,558	5,137
INVESCO LTD	8,145	9,624
JPMORGAN CHASE & CO	2,422	3,012
LAM RESEARCH CORPORATION	3,426	3,366
LOWES COS	3,614	4,389
MEDCO HEALTH SOLUTIONS INC	3,273	3,125
MERCK & CO INC	4,270	4,000
MICROSOFT CORP	5,876	6,978
NETAPP INC	3,407	3,408
O'REILLY AUTOMOTIVE INC	4,079	6,525
ORACLE CORPORATION	8,538	12,520
PEPSICO INC	3,902	4,704
PETROLEO BRAEILEIRO SA	4,079	3,784

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PHILIP MORRIS INT'L INC	4,195	5,794
POTASH CORP	3,392	3,716
PRAXAIR INC	2,851	3,532
PRICELINE.COM INC	1,601	5,594
QUALCOMM INC	9,325	9,898
ROCKWELL AUTOMATION INC	4,453	6,597
SANDISK CORP	3,463	3,390
SCHLUMBERGER LIMITED COM	3,617	5,511
SOUTHWEST AIRLINES CO	5,899	11,682
ST. JUDE MEDICAL INC	12,288	12,825
STARBUCKS CORP	10,312	22,491
STARWOOD HOTELS & RESORTS COM	3,146	3,586
UNION PACIFIC CORP	2,842	4,170
VISA INC	5,737	4,927
WEATHERFORD INTERNATIONAL LTD.	5,854	6,840
COLUMBIA MID CAP GROWTH FUND	50,000	64,293
COLUMBIA MID CAP VALUE FUND	50,000	60,740
COLUMBIA SMALL CAP GROWTH FUND	32,500	41,761
ISHARES RUSSELL 2000 VALUE INDEX FUND	32,334	39,455
COLUMBIA ACORN INTERNATIONAL FUND	52,000	63,178
ISHARES INC MSCI AUSTRALIA INDEX	24,912	31,037
ISHARES INC MSCI CDA INDEX FUND	24,964	29,605
ISHARES MSCI SINGAPORE INDEX FUND	25,067	29,224
ISHARES INC MSCI BRAZEL FREE INDEX	24,372	28,638
ISHARES MSCI CHILE INVESTABLE MARKET	31,170	31,840
ISHARES MSCI SOUTH LOREA INDEX FUND	24,964	32,125
ISHRS MSCI HONG KONG INDEX FUND	25,057	30,745
VANGUARD INTL EQUITY INDEX FUNDS	74,497	89,311
ALLERGAN INC	12,058	12,498
AMAZON.COM INC	9,507	14,040

Name of Stock	End of Year Book Value	End of Year Fair Market Value
APPLE INC	11,682	14,838
C H ROBINSON WORLDWIDE INC	5,257	5,292
CELGENE CORP	10,988	12,005
CME GROUP INC	10,471	12,548
COGNIZANT TECH SOLUTIONS	7,348	10,041
E M C CORPORATION	9,880	11,038
EOG RES INC	14,763	13,437
EXPEDITORS INTL WASHINGTON INC	5,264	7,316
FMC TECHNOLOGIES	8,190	12,092
FRANKLIN RES INC	10,530	10,120
F5 NETWORKS INC	10,068	11,975
GOOGLE INC	9,443	11,285
LAUDER ESTEE COS INC	2,478	2,502
MEDCO HEALTH SOLUTIONS INC	10,376	11,335
NETFLIX.COM INC	7,820	7,731
PRAXAIR INC	8,660	10,024
PRECISION CASTPARTS CORP	12,869	13,225
PRICELINE.COM INC	7,042	10,788
QUALCOMM INC	8,081	10,297
SALESFORCE COM	7,962	10,956
ST JUDES MEDICAL INC	8,040	9,405
AKAMAI TECHNOLOGIES INC	7,051	7,951
ALEXION PHARMACEUTICALS INC	7,591	8,941
BAIDU INC	11,939	14,093
ILLUMINA INC	4,672	6,587
LULULEMON ATHLETICAL INC	2,711	4,995
NOVO-NORDISK A S	8,706	10,807
QIAGEN N V	6,658	6,412
ABBOTT LABS	4,309	4,216
ALTRIA GROUP INC	2,571	2,954

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AMERICAN EXPRESS CO	3,516	3,519
AT&T INC	7,266	8,550
AUTOMATIC DATA PROCESSING INC	2,943	3,286
BRISTOL MYERS SQUIBB CO	6,354	6,620
CHEVRON CORPORATIONS	7,534	9,490
CHUBB CORP	2,091	2,088
DOVER CORP	5,530	7,365
EMERSON ELECTRIC CO	2,218	2,745
EXXON MOBIL CORP	6,677	8,263
FIRSTENERGY CORP	1,348	1,333
GENERAL ELECTRIC	3,669	4,445
HEINZ H J CORP	3,842	4,204
HOME DEPOT INC	5,515	6,872
HONEYWELL INTL INC	3,360	4,307
ILLINOIS TOOL WORKS INC	1,749	2,136
INTEL CORP	6,091	5,951
INTL BUSINESS MACHINES CORP	8,712	9,833
JP MORGAN CHASE CO	6,351	6,702
JOHNSON & JOHNSON	4,525	4,639
KIMBERLY CLARK CORP	3,680	3,719
MCDONALDS CORP	4,900	5,296
MERCK & CO INC	5,537	5,514
METLIFE INC	2,363	2,711
MICROSOFT CORP	6,519	7,145
MORGAN STANLEY	2,623	2,830
MURPHY OIL CORP	1,405	2,087
NEXTERA ENERGY INC	1,891	1,872
NORTHERN TRUST CORP	3,021	3,380
NUCOR CORP	2,293	2,585
OCCIDENTAL PETORLEUM CORP	3,491	4,218

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PFIZER INC	3,993	4,728
PHILIP MORRIS INT'L INC	6,455	7,550
PNC FINANCIAL SVCS GROUP INC	3,197	3,218
PRICE T ROWE GROUP INC	1,823	2,453
PROCTOR & GAMBLE CO	4,333	4,440
PROGRESSIVE CORP	1,408	1,331
PUBLIC SVC ENTERPRISE GROUP	3,089	2,927
RAYTHEON CO	2,990	2,827
SCHLUMBERGER LIMITED COM	2,336	3,424
SEMPRA ENERGY	2,026	2,152
TARGET CORP	3,859	4,510
TEXAS INSTRUMENTS INC	1,636	2,113
TIME WARNER INC	4,431	4,665
TJX COS INC	1,366	1,420
UNITED TECHNOLOGIES CORP	2,855	3,306
US BANCORP DEL	5,391	6,014
VERIZON COMMUNICATIONS INC	6,480	8,659
WALMART STORES INC	2,206	2,373
WASTE MANAGEMENT INC	2,748	3,060
WELLS FARGO & CO	2,901	3,285
EATON VANCE CORP	2,295	2,328
FRONTIER COMMUNICATIONS CORP	427	564
GALLAGHER ARTHUR J & CO	2,182	2,472
INTERNATIONAL FLAVORS & FRAGRANCES	2,729	3,391
LINEAR TECHNOLOGIES CORP	1,360	1,522
NATIONAL FUEL GAS CO N J	1,449	1,969
NORDSTROM INC	1,360	1,695
RENAISSANCERE HOLDINGS LTD	2,228	2,484
RPM INTERNATIONAL INC	5,096	6,210
SHERMAN WILLIAMS CO	1,977	2,345

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SMUCKER J M CO	2,626	2,757
SONOCO PRODUCTS CO	2,188	2,257
MEREDITH CORP	1,775	1,906
ACCENTURE PLC	2,824	2,958
BHP BILLITON LTD	1,603	2,230
DIAGEO PLC	3,838	4,163
ENCANA CORP	2,800	2,475
ROYAL DUTCH SHELL PLC	6,154	7,413
TRANSOCEAN LTD	1,994	2,641

TY 2010 Investments - Other Schedule

Name: PATE FOUNDATION

EIN: 75-6036779

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
FROST DIVIDEND VALUE EQUITY	AT COST	83,403	110,644
FROST INTERNATIONAL EQUITY	AT COST	58,640	71,280
IVY GLOBAL NATURAL RES FUND	AT COST	17,796	26,436
LKCM SMALL CAP EQUITY FUND	AT COST	26,090	42,444
MAINSTAY CONVERTIBLE FUND	AT COST	12,740	16,090
PIMCO TOTAL RETURN FUND	AT COST	290,000	279,689
PIMCO COMMODITY REAL RETURN STR FUND	AT COST	65,000	81,163

TY 2010 Land, Etc. Schedule

Name: PATE FOUNDATION

EIN: 75-6036779

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
BUILDING	60,123	60,123		0
FENCE	6,800	6,630	170	0
SPRAYER	1,590	1,590		0
MUSEUM ADDITION	40,235	17,414	22,821	0
LAMP	165	165		0
CONFERENCE TABLE & 2 CHAIRS	645	644	1	0
FANS	1,591	1,591		0
MUSEUM IMPROVEMENT	1,236	532	704	0
MUSEUM IMPROVEMENT	1,390	590	800	0
FENCING - BARBED WIRE	2,677	2,122	555	0
FENCING	4,445	2,942	1,503	0
WATER WELL	5,403	3,465	1,938	0
RUDD 4 TON CONDENSING UNIT	3,200	3,200		0
DRILLING FOR WATER LINES	2,700	1,530	1,170	0
POULAN 42" LAWN TRACTOR	1,069	1,064	5	0
MUSEUM IMPROVEMENT	60,200	20,237	39,963	0
CONCRETE WORK AND ENTRYWAY	9,602	3,013	6,589	0
SURVEILANCE SYSTEM	802	802		0
FARNSWORTH HALL - IMPROVEMENTS	15,329	6,575	8,754	0

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TY 2010 Other Assets Schedule

Name: PATE FOUNDATION

EIN: 75-6036779

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
BOOKS	10,000	0	0
SIX MILITARY AIRCRAFT	6	0	0
HOUND DOG MISSILE	1	0	0
ARMY TANK	1	0	0
PRIVATE RAILROAD CAR	1	0	0
ANTIQUE FURNITURE	6,395	0	0
MINE SWEEPER	3,751	0	0
UNIFORMS	718	0	0
DELOREAN	13,500	0	0
TRABANT AUTO	304	0	0
1963 CORVETTE	18,000	0	0
DELCAR 1953 MG	14,000	0	0
1958 EDSEL CONVERTIBLE	13,650	0	0
TRANSPORTATION EQUIPMENT ON DISPLAY IN MUSEUM	358,263	0	0
1954 HUDSON	9,785	0	0
1956 DE SOTO HARDTOP	13,390	0	0
1979 VOLKSWAGON	6,750	0	0
1951 KAISER	6,500	0	0
1941 CADILLAC REPAIRS	2,705	0	0
1941 CADILLAC PAINTING	8,833	0	0
1941 CADILLAC REPAIRS	3,446	0	0
PAINT AMPHIBIOUS PLANE	3,000	0	0

TY 2010 Other Decreases Schedule

Name: PATE FOUNDATION

EIN: 75-6036779

Description	Amount
TIMING DIFFERENCE FOR 1099-INT AND 1099-B	3,735

TY 2010 Other Expenses Schedule

Name: PATE FOUNDATION

EIN: 75-6036779

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE	4,811	0	0	4,811
MUSEUM UPKEEP	30,532	0	0	30,532
TELEPHONE	113	0	0	113
OFFICE SUPPLIES	127	0	0	127
WASTE REMOVAL	2,480	0	0	2,480
UTILITIES	3,130	0	0	3,130
OFFICE EXPENSE - ACCTG	3,800	0	0	3,800
MISCELLANEOUS	34	0	0	34

TY 2010 Other Income Schedule

Name: PATE FOUNDATION

EIN: 75-6036779

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
AIG SEC SETTLEMENT FUND	49	0	49
MERRILL LYNCH 2007 LITIGATION SETTLEMENT	116	0	116
LEASE BONUS	6,945	0	6,945
CEDAR FAIR, L P	-398		-398

TY 2010 Other Increases Schedule

Name: PATE FOUNDATION

EIN: 75-6036779

Description	Amount
BOOK-TAX DIFFERENCE IN PARTNERSHIP INCOME	398
PENDING STOCK PURCHASE TRANSACTIONS	21,085

TY 2010 Other Liabilities Schedule

Name: PATE FOUNDATION

EIN: 75-6036779

Description	Beginning of Year - Book Value	End of Year - Book Value
FICA TAX PAYABLE	6,384	0

TY 2010 Other Professional Fees Schedule

Name: PATE FOUNDATION

EIN: 75-6036779

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	9,814	9,814	0	0

TY 2010 Taxes Schedule

Name: PATE FOUNDATION

EIN: 75-6036779

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAX	1,125	0	0	1,125
FOREIGN TAX WITHHELD	722	0	722	0

Additional Data

Software ID:
Software Version:
EIN: 75-6036779
Name: PATE FOUNDATION

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

	(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)
A	SALE OF MUSEUM ASSETS ON DISPLAY	D		2010-06-05
B	BURLINGTON NORTHERN SANTA FE CORP - 300 SHS	P	1993-07-06	2010-02-17
C	AFLAC INC - 58 SHS	P	2009-07-06	2010-05-11
D	AFLAC INC - 65 SHS	P	2009-07-06	2010-06-24
E	BAXTER INTERNATIONAL INC - 40 SHS	P	2009-07-06	2010-05-17
F	DEVRY INC - 96 SHS	P	2009-07-06	2010-05-27
G	GREEN MTN COFFEE ROASTERS INC - 74 SHS	P	2010-02-09	2010-10-01
H	ABERCOMBIE & FITCH CO - 88 SHS	P	2009-06-26	2010-01-22
I	ABERCOMBIE & FITCH CO - 12 SHS	P	2009-06-26	2010-01-25
J	AFLAC INC - 77 SHS	P	2009-06-26	2010-05-11
K	ALLERGAN INC - 23 SHS	P	2009-06-26	2010-05-11
L	BAIDU INC - 22 SHS	P	2009-06-26	2010-01-13
M	BAIDU INC - 8 SHS	P	2009-06-26	2010-01-19
N	BAXTER INTERNATIONAL INC - 65 SHS	P	2009-06-26	2010-05-17
O	CHESAPEAKE ENERGY CORP - 196 SHS	P	2009-06-26	2010-07-01
P	CISCO SYSTEM INC - 192 SHS	P	2009-06-26	2010-11-12
Q	GILEAD SCIENCES INC - 263 SHS	P	2009-06-26	2010-11-08
R	HEWLETT PACKARD CO - 20 SHS	P	2009-06-26	2010-12-22
S	INTEL CORP - 197 SHS	P	2009-06-26	2010-12-22
T	NUVASIVE INC - 188 SHS	P	2009-06-26	2010-10-29
U	PHILIP MORRIS INT'L INC - 10 SHS	P	2009-06-26	2010-05-18
V	PRICELINE COM INC - 26 SHS	P	2009-06-26	2010-01-26
W	SCWAB CHARLES CORP - 600 SHS	P	2009-06-26	2010-06-18
X	AMERICA MOVLL S A DE C V SPONSORED - 9 SHS	P	2010-07-15	2010-07-16
Y	AMERICA MOVLL S A DE C V SPONSORED - 22 SHS	P	2010-07-15	2010-07-29
Z	AMERICA MOVLL S A DE C V SPONSORED - 3 SHS	P	2010-07-15	2010-07-29
AA	AMERICA MOVLL S A DE C V SPONSORED - 43 SHS	P	2010-07-15	2010-07-28
AB	AMERICA MOVLL S A DE C V SPONSORED - 75 SHS	P	2010-07-15	2010-07-19
AC	PRICELINE COM INC - 2 SHS	P	2010-07-15	2010-07-28
AD	COVANCE INC - 28 SHS	P	2010-07-15	2010-07-29

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

	(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)
AE	COVANCE INC - 5 SHS	P	2010-07-15	2010-07-29
AF	COVANCE INC - 30 SHS	P	2010-07-15	2010-07-29
AG	COVANCE INC - 5 SHS	P	2010-07-15	2010-07-30
AH	COVANCE INC - 47 SHS	P	2010-07-15	2010-07-30
AI	FOOT LOCKER INC - 39 SHS	P	2010-07-15	2010-08-02
AJ	FOOT LOCKER INC - 44 SHS	P	2010-07-15	2010-08-02
AK	FOOT LOCKER INC - 25 SHS	P	2010-07-15	2010-08-03
AL	FOOT LOCKER INC - 28 SHS	P	2010-07-15	2010-08-04
AM	COGNIZANT TECHNOLOGY SOLUTIONS - 7 SHS	P	2010-07-15	2010-08-05
AN	PRICELINE COM INC - 5 SHS	P	2010-07-15	2010-08-05
AO	EMC CORPORATION - 21 SHS	P	2010-07-15	2010-08-05
AP	EXPEDITORS INTERNATIONAL WASH INC - 14 SHS	P	2010-07-15	2010-08-05
AQ	PRICELINE COM INC - 3 SHS	P	2010-07-15	2010-08-06
AR	WAL MART STORES INC - 16 SHS	P	2010-07-15	2010-08-17
AS	WAL MART STORES INC - 9 SHS	P	2010-07-15	2010-08-17
AT	GAP INC - 13 SHS	P	2010-07-15	2010-08-17
AU	GAP INC - 53 SHS	P	2010-07-15	2010-08-17
AV	GAP INC - 2 SHS	P	2010-07-15	2010-08-17
AW	PRICELINE COM INC - 1 SHS	P	2010-07-15	2010-08-17
AX	PRICELINE COM INC - 3 SHS	P	2010-07-15	2010-08-18
AY	PRICELINE COM INC - 1 SHS	P	2010-07-15	2010-08-18
AZ	AKAMAI TECHNOLOGIES INC - 34 SHS	P	2010-07-15	2010-08-27
BA	COSTCO WHSL CORP NEW - 11 SHS	P	2010-07-15	2010-08-27
BB	COSTCO WHSL CORP NEW - 9 SHS	P	2010-07-15	2010-08-27
BC	STAPLES INC - 20 SHS	P	2010-07-15	2010-08-31
BD	ILLUMINA INC - 1 SHS	P	2010-07-15	2010-08-31
BE	ILLUMINA INC - 7 SHS	P	2010-07-15	2010-08-31
BF	AMAZON COM INC - 6 SHS	P	2010-07-15	2010-08-31
BG	QUALCOMM INC - 14 SHS	P	2010-07-15	2010-08-31
BH	ILLUMINA INC - 1 SHS	P	2010-07-15	2010-08-31

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BI	PRAXAIR INC - 2 SHS	P	2010-07-15	2010-08-31
BJ	PRAXAIR INC - 6 SHS	P	2010-07-29	2010-08-31
BK	SALESFORCE COM INC - 5 SHS	P	2010-07-15	2010-08-31
BL	ILLUMINA INC - 2 SHS	P	2010-07-15	2010-08-31
BM	GOOGLE INC CL A - 1 SHS	P	2010-07-15	2010-09-22
BN	NOVO NORDISK A S ADR - 5 SHS	P	2010-07-15	2010-09-22
BO	FMC TECHNOLOGIES INC - 3 SHS	P	2010-07-29	2010-09-22
BP	PRICELINE COM INC - 9 SHS	P	2010-07-15	2010-09-22
BQ	EMC CORPORATION - 34 SHS	P	2010-07-15	2010-09-22
BR	COGNIZANT TECHNOLOGY SOLUTIONS - 2 SHS	P	2010-07-15	2010-09-22
BS	AMAZON COM INC - 1 SHS	P	2010-07-15	2010-09-22
BT	AKAMAI TECHNOLOGIES INC - 20 SHS	P	2010-07-15	2010-09-22
BU	APPLE COMPUTER INS - 1 SHS	P	2010-08-05	2010-09-22
BV	APPLE COMPUTER INS - 2 SHS	P	2010-08-05	2010-09-22
BW	STAPLES INC - 33 SHS	P	2010-07-15	2010-09-22
BX	CELEGENE CORP - 5 SHS	P	2010-07-15	2010-09-22
BY	COGNIZANT TECHNOLOGY SOLUTIONS - 6 SHS	P	2010-07-15	2010-09-22
BZ	AKAMAI TECHNOLOGIES INC - 31 SHS	P	2010-07-15	2010-09-23
CA	AMAZON COM INC - 1 SHS	P	2010-07-15	2010-09-23
CB	CELEGENE CORP - 3 SHS	P	2010-07-15	2010-09-23
CC	STAPLES INC - 6 SHS	P	2010-07-15	2010-09-23
CD	CELEGENE CORP - 1 SHS	P	2010-07-15	2010-09-24
CE	AMAZON COM INC - 1 SHS	P	2010-07-15	2010-09-24
CF	STAPLES INC - 7 SHS	P	2010-07-15	2010-09-24
CG	FMC TECHNOLOGIES INC - 4 SHS	P	2010-07-29	2010-09-28
CH	FMC TECHNOLOGIES INC - 2 SHS	P	2010-07-15	2010-09-28
CI	AKAMAI TECHNOLOGIES INC - 7 SHS	P	2010-07-15	2010-09-28
CJ	QUALCOMM INC - 9 SHS	P	2010-07-15	2010-09-28
CK	PRICE T ROWE GROUP INC - 4 SHS	P	2010-07-15	2010-09-28
CL	PRICE T ROWE GROUP INC - 8 SHS	P	2010-07-15	2010-09-28

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CM	MEDCO HEALTH SOLUTIONS - 9 SHS	P	2010-07-15	2010-09-28
CN	EXPEDITORS INTERNATIONAL WASH INC - 5 SHS	P	2010-08-17	2010-09-28
CO	PRAXAIR INC - 4 SHS	P	2010-07-15	2010-09-28
CP	EXPEDITORS INTERNATIONAL WASH INC - 4 SHS	P	2010-08-17	2010-09-28
CQ	SCHLUMBERGER LTD - FRAC SH	P	2010-07-15	2010-09-29
CR	ILLUMINA INC - 1 SHS	P	2010-08-16	2010-09-30
CS	ILLUMINA INC - 7 SHS	P	2010-08-12	2010-09-30
CT	BAIDU COM INC - 2 SHS	P	2010-08-31	2010-09-30
CU	ILLUMINA INC - 1 SHS	P	2010-08-12	2010-09-30
CV	ILLUMINA INC - 2 SHS	P	2010-08-06	2010-09-30
CW	ILLUMINA INC - 2 SHS	P	2010-09-28	2010-09-30
CX	ILLUMINA INC - 13 SHS	P	2010-07-15	2010-10-01
CY	AMAZON COM INC - 1 SHS	P	2010-09-28	2010-10-04
CZ	STAPLES INC - 9 SHS	P	2010-07-15	2010-10-04
DA	AMAZON COM INC - 4 SHS	P	2010-07-15	2010-10-07
DB	STAPLES INC - 83 SHS	P	2010-07-15	2010-10-07
DC	PRICELINE COM INC - 6 SHS	P	2010-07-15	2010-10-07
DD	PRICE T ROWE GROUP INC - 17 SHS	P	2010-07-15	2010-10-07
DE	PRICE T ROWE GROUP INC - 10 SHS	P	2010-07-15	2010-10-08
DF	PRICE T ROWE GROUP INC - 6 SHS	P	2010-07-15	2010-10-08
DG	PRICE T ROWE GROUP INC - 3 SHS	P	2010-07-15	2010-10-11
DH	PRICE T ROWE GROUP INC - 16 SHS	P	2010-07-15	2010-10-11
DI	PRICE T ROWE GROUP INC - 8 SHS	P	2010-07-15	2010-10-12
DJ	PRICE T ROWE GROUP INC - 1 SHS	P	2010-07-15	2010-10-12
DK	PRICE T ROWE GROUP INC - 1 SHS	P	2010-07-15	2010-10-13
DL	PRICE T ROWE GROUP INC - 6 SHS	P	2010-07-15	2010-10-13
DM	PRICE T ROWE GROUP INC - 9 SHS	P	2010-07-15	2010-10-13
DN	PRICE T ROWE GROUP INC - 6 SHS	P	2010-07-15	2010-10-14
DO	AMAZON COM INC - 7 SHS	P	2010-07-15	2010-10-15
DP	PRICE T ROWE GROUP INC - 7 SHS	P	2010-07-15	2010-10-15

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DQ	MASTERCARD INC CL A - 2 SHS	P	2010-09-22	2010-10-15
DR	LULULEMON ATHLETICA INC - 6 SHS	P	2010-07-15	2010-10-15
DS	COSTCO WHSL CORP NEW - 7 SHS	P	2010-07-19	2010-10-15
DT	STAPLES INC - 23 SHS	P	2010-07-15	2010-10-15
DU	PRICE T ROWE GROUP INC - 4 SHS	P	2010-07-15	2010-10-18
DV	PRICE T ROWE GROUP INC - 26 SHS	P	2010-07-15	2010-10-19
DW	PRICE T ROWE GROUP INC - 11 SHS	P	2010-07-15	2010-10-20
DX	CELEGENE CORP - 10 SHS	P	2010-09-28	2010-10-20
DY	CELEGENE CORP - 5 SHS	P	2010-07-15	2010-10-20
DZ	PRICE T ROWE GROUP INC - 6 SHS	P	2010-07-15	2010-10-20
EA	PRICE T ROWE GROUP INC - 3 SHS	P	2010-07-15	2010-10-20
EB	PRICE T ROWE GROUP INC - 2 SHS	P	2010-07-15	2010-10-22
EC	PRICE T ROWE GROUP INC - 15 SHS	P	2010-07-15	2010-10-22
ED	PRICE T ROWE GROUP INC - 9 SHS	P	2010-07-15	2010-10-22
EE	PRICE T ROWE GROUP INC - 25 SHS	P	2010-07-15	2010-10-25
EF	PRICE T ROWE GROUP INC - 4 SHS	P	2010-07-15	2010-10-25
EG	PRICE T ROWE GROUP INC - 21 SHS	P	2010-07-15	2010-10-26
EH	STAPLES INC - 299 SHS	P	2010-07-15	2010-10-27
EI	MASTERCARD INC CL A - 1 SHS	P	2010-09-22	2010-11-02
EJ	MASTERCARD INC CL A - 2 SHS	P	2010-07-15	2010-11-02
EK	CME GROUP INC - 2 SHS	P	2010-07-15	2010-11-02
EL	BAIDU COM INC - 4 SHS	P	2010-08-31	2010-11-02
EM	CELEGENE CORP - 22 SHS	P	2010-07-15	2010-11-02
EN	MASTERCARD INC CL A - 10 SHS	P	2010-07-15	2010-11-03
EO	MASTERCARD INC CL A - 1 SHS	P	2010-07-15	2010-11-03
EP	GOOGLE INC CL A - 1 SHS	P	2010-07-15	2010-11-10
EQ	APPLE COMPUTER INS - 1 SHS	P	2010-08-05	2010-11-10
ER	LULULEMON ATHLETICA INC - 4 SHS	P	2010-07-15	2010-11-10
ES	LULULEMON ATHLETICA INC - 15 SHS	P	2010-07-15	2010-11-10
ET	SALESFORCE COM INC - 7 SHS	P	2010-10-07	2010-11-10

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EU	PRICELINE COM INC - 3 SHS	P	2010-07-15	2010-11-10
EV	MEDCO HEALTH SOLUTIONS - 6 SHS	P	2010-07-15	2010-11-10
EW	FMC TECHNOLOGIES INC - 3 SHS	P	2010-07-15	2010-11-10
EX	LULULEMON ATHLETICA INC - 9 SHS	P	2010-07-15	2010-11-18
EY	ILLUMINA INC - 9 SHS	P	2010-07-15	2010-11-19
EZ	CME GROUP INC - 4 SHS	P	2010-07-15	2010-11-19
FA	QUALCOMM INC - 12 SHS	P	2010-07-15	2010-11-19
FB	LULULEMON ATHLETICA INC - 1 SHS	P	2010-07-15	2010-11-23
FC	EMC CORPORATION - 27 SHS	P	2010-07-15	2010-11-23
FD	LULULEMON ATHLETICA INC - 1 SHS	P	2010-07-15	2010-11-24
FE	LULULEMON ATHLETICA INC - 1 SHS	P	2010-07-15	2010-11-24
FF	LULULEMON ATHLETICA INC - 8 SHS	P	2010-07-15	2010-11-26
FG	LULULEMON ATHLETICA INC - 6 SHS	P	2010-07-15	2010-11-29
FH	LULULEMON ATHLETICA INC - 9 SHS	P	2010-07-15	2010-11-30
FI	LULULEMON ATHLETICA INC - 1 SHS3	P	2010-07-15	2010-12-01
FJ	NETFLIX COM - 7 SHS	P	2010-10-27	2010-12-01
FK	NETFLIX COM - 15 SHS	P	2010-10-27	2010-12-01
FL	LULULEMON ATHLETICA INC - 1 SHS	P	2010-07-15	2010-12-02
FM	LULULEMON ATHLETICA INC - 16 SHS	P	2010-07-15	2010-12-03
FN	LULULEMON ATHLETICA INC - 6 SHS	P	2010-07-15	2010-12-06
FO	LULULEMON ATHLETICA INC - 11 SHS	P	2010-07-15	2010-12-09
FP	LULULEMON ATHLETICA INC - 10 SHS	P	2010-07-15	2010-12-09
FQ	AKAMAI TECHNOLOGIES INC - 8 SHS	P	2010-10-07	2010-12-09
FR	EXPEDITORS INTERNATIONAL WASH INC - 6 SHS	P	2010-07-15	2010-12-09
FS	EXPEDITORS INTERNATIONAL WASH INC - 1 SHS	P	2010-08-17	2010-12-09
FT	EMC CORPORATION - 37 SHS	P	2010-07-15	2010-12-09
FU	LULULEMON ATHLETICA INC - 24 SHS	P	2010-07-15	2010-12-13
FV	WAL MART STORES INC - 19 SHS	P	2010-07-15	2010-12-13
FW	LULULEMON ATHLETICA INC - 6 SHS	P	2010-07-15	2010-12-14
FX	LULULEMON ATHLETICA INC - 9 SHS	P	2010-07-15	2010-12-14

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FY	LULULEMON ATHLETICA INC - 6 SHS	P	2010-07-15	2010-12-14
FZ	LULULEMON ATHLETICA INC - 3 SHS	P	2010-07-15	2010-12-14
GA	LULULEMON ATHLETICA INC - 40 SHS	P	2010-07-15	2010-12-15
GB	COSTCO WHSL CORP NEW - 2 SHS	P	2010-07-19	2010-12-17
GC	EXPEDITORS INTERNATIONAL WASH INC - 3 SHS	P	2010-07-15	2010-12-17
GD	COSTCO WHSL CORP NEW - 1 SHS	P	2010-07-15	2010-12-17
GE	MASTERCARD INC CL A - 15 SHS	P	2010-07-15	2010-12-17
GF	COSTCO WHSL CORP NEW - 58 SHS	P	2010-07-15	2010-12-20
GG	EXPEDITORS INTERNATIONAL WASH INC - 2 SHS	P	2010-07-15	2010-12-20
GH	EXPEDITORS INTERNATIONAL WASH INC - 1 SHS	P	2010-07-15	2010-12-20
GI	COSTCO WHSL CORP NEW - 13 SHS	P	2010-07-15	2010-12-20
GJ	COSTCO WHSL CORP NEW - 4 SHS	P	2010-07-15	2010-12-20
GK	MASTERCARD INC CL A - 3 SHS	P	2010-07-15	2010-12-20
GL	MASTERCARD INC CL A - 5 SHS	P	2010-07-15	2010-12-20
GM	COSTCO WHSL CORP NEW - 2 SHS	P	2010-07-15	2010-12-21
GN	COSTCO WHSL CORP NEW - 1 SHS	P	2010-07-15	2010-12-22
GO	MASTERCARD INC CL A - 15 SHS	P	2010-07-15	2010-12-22
GP	MASTERCARD INC CL A - 2 SHS	P	2010-07-15	2010-12-22
GQ	COSTCO WHSL CORP NEW - 25 SHS	P	2010-07-15	2010-12-22
GR	EXPEDITORS INTERNATIONAL WASH INC - 2 SHS	P	2010-07-15	2010-12-22
GS	PRAXAIR INC - 5 SHS	P	2010-11-10	2010-12-23
GT	PRAXAIR INC - 6 SHS	P	2010-11-03	2010-12-23
GU	FMC TECHNOLOGIES INC - 5 SHS	P	2010-07-15	2010-12-23
GV	EXPEDITORS INTERNATIONAL WASH INC - 2 SHS	P	2010-07-15	2010-12-23
GW	AMAZON COM INC - 3 SHS	P	2010-11-19	2010-12-23
GX	ST JUDE MEDICAL INC - 29 SHS	P	2010-11-02	2010-12-23
GY	ST JUDE MEDICAL INC - 7 SHS	P	2010-09-30	2010-12-23
GZ	FMC TECHNOLOGIES INC - 4 SHS	P	2010-07-15	2010-12-27
HA	EXPEDITORS INTERNATIONAL WASH INC - 2 SHS	P	2010-07-15	2010-12-28
HB	EXPEDITORS INTERNATIONAL WASH INC - 1 SHS	P	2010-07-15	2010-12-28

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
HC	COGNIZANT TECHNOLOGY SOLUTIONS - 13 SHS	P	2010-12-09	2010-12-28
HD	CME GROUP INC - 4 SHS	P	2010-07-15	2010-12-28
HE	FMC TECHNOLOGIES INC - 3 SHS	P	2010-07-15	2010-12-28
HF	ST JUDE MEDICAL INC - 7 SHS	P	2010-07-15	2010-12-28
HG	ST JUDE MEDICAL INC - 8 SHS	P	2010-11-02	2010-12-28
HH	EXPEDITORS INTERNATIONAL WASH INC - 5 SHS	P	2010-07-15	2010-12-29
HI	ST JUDE MEDICAL INC - 2 SHS	P	2010-07-15	2010-12-30
HJ	EXPEDITORS INTERNATIONAL WASH INC - 3 SHS	P	2010-07-15	2010-12-30
HK	EXPEDITORS INTERNATIONAL WASH INC - 6 SHS	P	2010-07-15	2010-12-31
HL	CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

	(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	1,361,775		492,999	868,776
B	30,000		6,115	23,885
C	2,855		1,715	1,140
D	2,770		1,922	848
E	1,690		2,117	-427
F	5,512		4,517	995
G	2,163		1,991	172
H	2,650		2,322	328
I	365		317	48
J	3,791		2,439	1,352
K	1,433		1,068	365
L	9,567		6,527	3,040
M	3,482		2,373	1,109
N	2,747		3,377	-630
O	3,871		3,640	231
P	3,909		3,649	260
Q	10,078		12,466	-2,388
R	830		758	72
S	4,100		3,208	892
T	4,998		8,127	-3,129
U	465		424	41
V	5,261		2,974	2,287
W	9,277		10,620	-1,343
X	437		446	-9
Y	1,067		1,091	-24
Z	145		149	-4
AA	2,074		2,133	-59
AB	3,628		3,721	-93
AC	450		439	11
AD	1,113		1,511	-398

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

	(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)
AE	197		323	-126
AF	1,184		1,619	-435
AG	193		193	0
AH	1,817		2,536	-719
AI	547		523	24
AJ	620		590	30
AK	340		335	5
AL	379		375	4
AM	426		375	51
AN	1,428		1,098	330
AO	431		430	1
AP	616		550	66
AQ	886		659	227
AR	818		802	16
AS	462		451	11
AT	232		243	-11
AU	938		992	-54
AV	35		37	-2
AW	304		220	84
AX	894		659	235
AY	307		220	87
AZ	1,588		1,494	94
BA	617		618	-1
BB	505		505	0
BC	352		404	-52
BD	43		43	0
BE	299		299	0
BF	745		728	17
BG	531		515	16
BH	43		43	0

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

	(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)
BI	171		165	6
BJ	514		515	-1
BK	545		476	69
BL	86		86	0
BM	512		489	23
BN	475		443	32
BO	199		185	14
BP	3,042		1,977	1,065
BQ	699		697	2
BR	126		107	19
BS	152		121	31
BT	1,000		878	122
BU	286		261	25
BV	572		523	49
BW	652		667	-15
BX	284		266	18
BY	378		322	56
BZ	1,591		1,362	229
CA	153		121	32
CB	171		160	11
CC	120		121	-1
CD	58		53	5
CE	159		121	38
CF	144		142	2
CG	270		248	22
CH	135		120	15
CI	358		307	51
CJ	396		331	65
CK	200		192	8
CL	402		384	18

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

	(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)
CM	462		462	0
CN	230		212	18
CO	361		329	32
CP	183		170	13
CQ	47		45	2
CR	49		52	-3
CS	344		365	-21
CT	205		157	48
CU	49		52	-3
CV	98		105	-7
CW	98		100	-2
CX	641		584	57
CY	154		159	-5
CZ	185		182	3
DA	622		485	137
DB	1,709		1,678	31
DC	1,961		1,317	644
DD	871		815	56
DE	510		480	30
DF	309		288	21
DG	155		144	11
DH	828		767	61
DI	416		384	32
DJ	52		48	4
DK	53		48	5
DL	319		288	31
DM	477		432	45
DN	314		288	26
DO	1,133		849	284
DP	367		336	31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

	(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)
DQ	469		435	34
DR	278		237	41
DS	444		397	47
DT	477		465	12
DU	212		192	20
DV	1,375		1,247	128
DW	576		528	48
DX	586		582	4
DY	293		266	27
DZ	317		288	29
EA	159		144	15
EB	109		96	13
EC	827		719	108
ED	494		432	62
EE	1,373		1,199	174
EF	220		192	28
EG	1,152		1,007	145
EH	6,039		6,042	-3
EI	246		217	29
EJ	492		422	70
EK	579		547	32
EL	435		313	122
EM	1,384		1,172	212
EN	2,500		2,110	390
EO	248		211	37
EP	620		489	131
EQ	317		261	56
ER	193		158	35
ES	725		594	131
ET	813		725	88

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

	(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)
EU	1,245		659	586
EV	352		343	9
EW	231		181	50
EX	431		356	75
EY	537		404	133
EZ	1,180		1,094	86
FA	574		441	133
FB	53		39	14
FC	579		553	26
FD	54		40	14
FE	54		40	14
FF	430		317	113
FG	322		237	85
FH	483		356	127
FI	708		514	194
FJ	1,396		1,254	142
FK	3,015		2,687	328
FL	54		40	14
FM	848		633	215
FN	325		237	88
FO	704		435	269
FP	641		396	245
FQ	416		353	63
FR	336		236	100
FS	56		42	14
FT	815		758	57
FU	1,689		950	739
FV	1,028		953	75
FW	406		237	169
FX	626		356	270

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

	(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)
FY	417		237	180
FZ	207		119	88
GA	2,756		1,583	1,173
GB	144		114	30
GC	167		118	49
GD	72		56	16
GE	3,312		3,165	147
GF	4,181		3,258	923
GG	111		79	32
GH	55		39	16
GI	940		730	210
GJ	289		225	64
GK	670		633	37
GL	1,115		1,055	60
GM	145		112	33
GN	72		56	16
GO	3,263		3,165	98
GP	439		422	17
GQ	1,800		1,404	396
GR	111		79	32
GS	477		462	15
GT	573		552	21
GU	433		301	132
GV	110		79	31
GW	547		493	54
GX	1,229		1,100	129
GY	297		276	21
GZ	346		241	105
HA	110		79	31
HB	55		39	16

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

	(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)
HC	949		697	252
HD	1,294		1,285	9
HE	260		181	79
HF	299		256	43
HG	340		303	37
HH	276		196	80
HI	86		73	13
HJ	165		118	47
HK	328		236	92
HL	4,478			4,478

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
A				868,776
B				23,885
C				1,140
D				848
E				-427
F				995
G				172
H				328
I				48
J				1,352
K				365
L				3,040
M				1,109
N				-630
O				231
P				260
Q				-2,388
R				72
S				892
T				-3,129
U				41
V				2,287
W				-1,343
X				-9
Y				-24
Z				-4
AA				-59
AB				-93
AC				11
AD				-398

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(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	
AE				-126
AF				-435
AG				0
AH				-719
AI				24
AJ				30
AK				5
AL				4
AM				51
AN				330
AO				1
AP				66
AQ				227
AR				16
AS				11
AT				-11
AU				-54
AV				-2
AW				84
AX				235
AY				87
AZ				94
BA				-1
BB				0
BC				-52
BD				0
BE				0
BF				17
BG				16
BH				0

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(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	
BI				6
BJ				-1
BK				69
BL				0
BM				23
BN				32
BO				14
BP				1,065
BQ				2
BR				19
BS				31
BT				122
BU				25
BV				49
BW				-15
BX				18
BY				56
BZ				229
CA				32
CB				11
CC				-1
CD				5
CE				38
CF				2
CG				22
CH				15
CI				51
CJ				65
CK				8
CL				18

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(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	
CM				0
CN				18
CO				32
CP				13
CQ				2
CR				-3
CS				-21
CT				48
CU				-3
CV				-7
CW				-2
CX				57
CY				-5
CZ				3
DA				137
DB				31
DC				644
DD				56
DE				30
DF				21
DG				11
DH				61
DI				32
DJ				4
DK				5
DL				31
DM				45
DN				26
DO				284
DP				31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(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	
DQ				34
DR				41
DS				47
DT				12
DU				20
DV				128
DW				48
DX				4
DY				27
DZ				29
EA				15
EB				13
EC				108
ED				62
EE				174
EF				28
EG				145
EH				-3
EI				29
EJ				70
EK				32
EL				122
EM				212
EN				390
EO				37
EP				131
EQ				56
ER				35
ES				131
ET				88

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(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	
EU				586
EV				9
EW				50
EX				75
EY				133
EZ				86
FA				133
FB				14
FC				26
FD				14
FE				14
FF				113
FG				85
FH				127
FI				194
FJ				142
FK				328
FL				14
FM				215
FN				88
FO				269
FP				245
FQ				63
FR				100
FS				14
FT				57
FU				739
FV				75
FW				169
FX				270

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(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	
FY				180
FZ				88
GA				1,173
GB				30
GC				49
GD				16
GE				147
GF				923
GG				32
GH				16
GI				210
GJ				64
GK				37
GL				60
GM				33
GN				16
GO				98
GP				17
GQ				396
GR				32
GS				15
GT				21
GU				132
GV				31
GW				54
GX				129
GY				21
GZ				105
HA				31
HB				16

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(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	
HC				252
HD				9
HE				79
HF				43
HG				37
HH				80
HI				13
HJ				47
HK				92
HL				4,478