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

2010

Department of the Treasury
Internal Revenue Service

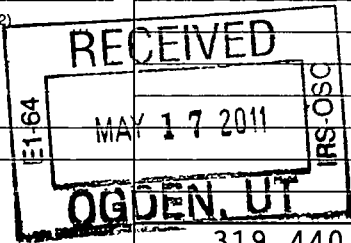
Note The foundation may be able to use a copy of this return to satisfy state reporting requirements.

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

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

Name of foundation SK FOUNDATION		A Employer identification number 76-0500154
Number and street (or P O box number if mail is not delivered to street address) 2001 KIRBY DRIVE,	Room/suite 510	B Telephone number 7135221693
City or town, state, and ZIP code HOUSTON, TX 77019		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 5,445,822. (Part I, column (d) must be on cash basis)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	161,156.	161,156.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	158,284.			
	b Gross sales price for all assets on line 6a 4,924,779.				
	7 Capital gain net income (from Part IV, line 2)		158,284.		
	8 Net short-term capital gain				
	9 Income modifications Gross sales less returns and allowances				
	b Less Cost of goods sold				
c Gross profit or (loss)					
11 Other income					
12 Total Add lines 1 through 11		319,440.	319,440.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 2	3,100.	1,550.		1,550.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 3	2,397.	2,397.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 4	14,983.	14,983.		0.
	24 Total operating and administrative expenses Add lines 13 through 23	20,480.	18,930.		1,550.
	25 Contributions, gifts, grants paid	124,500.			124,500.
26 Total expenses and disbursements. Add lines 24 and 25	144,980.	18,930.		126,050.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	174,460.				
b Net investment income (if negative, enter -0-)		300,510.			
c Adjusted net income (if negative, enter -0-)			N/A		



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash - non-interest-bearing					
	2	Savings and temporary cash investments	30,326.	56,390.	56,390.		
	3	Accounts receivable ▶					
		Less: allowance for doubtful accounts ▶					
	4	Pledges receivable ▶					
		Less: allowance for doubtful accounts ▶					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons					
	7	Other notes and loans receivable ▶					
		Less: allowance for doubtful accounts ▶					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments - U.S. and state government obligations STMT 5	2,019,323.	0.	0.		
	b	Investments - corporate stock STMT 6	2,686,308.	4,854,027.	5,389,432.		
	c	Investments - corporate bonds					
	11	Investments - land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶						
12	Investments - mortgage loans						
13	Investments - other						
14	Land, buildings, and equipment: basis ▶						
	Less: accumulated depreciation ▶						
15	Other assets (describe ▶)						
16	Total assets (to be completed by all filers)	4,735,957.	4,910,417.	5,445,822.			
Liabilities	17	Accounts payable and accrued expenses					
	18	Grants payable					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable					
	22	Other liabilities (describe ▶)					
23	Total liabilities (add lines 17 through 22)	0.	0.				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/>		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 <input checked="" type="checkbox"/>		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	0.	0.			
	29	Retained earnings, accumulated income, endowment, or other funds	4,735,957.	4,910,417.			
30	Total net assets or fund balances	4,735,957.	4,910,417.				
31	Total liabilities and net assets/fund balances	4,735,957.	4,910,417.				

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	4,735,957.
2	Enter amount from Part I, line 27a	2	174,460.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	4,910,417.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,910,417.

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.)
a ENRON SETTLEMENT PROCEEDS	P	VARIOUS	VARIOUS
b SOUTHWEST SECURITIES-SEE ATTACHED	P	VARIOUS	VARIOUS
c BERNSTEIN-SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
d BERNSTEIN-SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
e CAPITAL GAINS DIVIDENDS			

(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 144.			144.
b 2,487,152.		2,487,689.	<537.>
c 1,842,843.		1,657,160.	185,683.
d 581,767.		621,646.	<39,879.>
e 12,873.			12,873.

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			144.
b			<537.>
c			185,683.
d			<39,879.>
e			12,873.

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	158,284.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

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

1 Enter the appropriate amount in each column for each year; see instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	108,275.	2,549,426.	.042470
2008	95,325.	795,882.	.119773
2007	220,438.	1,159,347.	.190140
2006	60,000.	1,153,256.	.052027
2005	79,843.	1,026,232.	.077802

2 Total of line 1, column (d)	2	.482212
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	.096442
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	4,892,599.
5 Multiply line 4 by line 3	5	471,852.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,005.
7 Add lines 5 and 6	7	474,857.
8 Enter qualifying distributions from Part XII, line 4	8	126,050.

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

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

Table with 11 rows for excise tax calculations. Includes sub-tables for Credits/Payments (6a-6d) and a 'Refunded' indicator for line 11.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes columns for 'Yes' and 'No' and a large 'N/A' entry for lines 4a and 4b.

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)			X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	X		
14	The books are in care of ► <u>W.A. STOCKARD, JR.</u> Telephone no. ► <u>713-522-1693</u> Located at ► <u>2001 KIRBY DRIVE, SUITE 510, HOUSTON, TX</u> ZIP+4 ► <u>77019</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 <u>N/A</u>			
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? 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 ►		Yes	No X

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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here <u>N/A</u> ► <input type="checkbox"/>	1b	
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► _____, _____, _____, _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) <u>N/A</u>	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____, _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <u>N/A</u>	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **N/A**

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? **N/A** Yes No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** Yes 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** Yes No **N/A**

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
SUE STOCKARD SCHAEFER 2001 KIRBY DRIVE, SUITE 510 HOUSTON, TX 77019	VICE-PRESIDENT 0.00	0.	0.	0.
JAN STOCKARD CATO 2001 KIRBY DRIVE, SUITE 510 HOUSTON, TX 77019	SEC/ TREASURY 0.00	0.	0.	0.
W.A. STOCKARD, JR. 2001 KIRBY DRIVE, SUITE 510 HOUSTON, TX 77019	PRESIDENT 0.00	0.	0.	0.

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

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

Total number of other employees paid over \$50,000 **0**

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
3 All other program-related investments. See instructions.	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	4,867,321.
b	Average of monthly cash balances	1b	99,785.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	4,967,106.
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	4,967,106.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	74,507.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,892,599.
6	Minimum investment return. Enter 5% of line 5	6	244,630.

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

1	Minimum investment return from Part X, line 6	1	244,630.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	6,010.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	6,010.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	238,620.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	238,620.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	238,620.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	126,050.
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	126,050.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	126,050.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				238,620.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	20,494.			
b From 2006	4,602.			
c From 2007	165,695.			
d From 2008	55,781.			
e From 2009				
f Total of lines 3a through e	246,572.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$	126,050.			
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				126,050.
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))	112,570.			112,570.
6 Enter the net total of each column as indicated below:	134,002.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	134,002.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007	78,221.			
c Excess from 2008	55,781.			
d Excess from 2009				
e Excess from 2010				

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

N/A

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

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

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

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<p>a Paid during the year SEE ATTACHED STATEMENT</p>				<p>124,500.</p>
<p>Total</p>				<p>▶ 3a 124,500.</p>
<p>b Approved for future payment</p> <p>NONE</p>				
<p>Total</p>				<p>▶ 3b 0.</p>

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES		STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT	
BERNSTEIN	98.	0.	98.	
BERNSTEIN	124,588.	12,873.	111,715.	
SW SECURITIES	8,040.	0.	8,040.	
SW SECURITIES	41,303.	0.	41,303.	
TOTAL TO FM 990-PF, PART I, LN 4	174,029.	12,873.	161,156.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
TAX PREPARATION FEES	3,100.	1,550.		1,550.	
TO FORM 990-PF, PG 1, LN 16B	3,100.	1,550.		1,550.	

FORM 990-PF	TAXES			STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAX	2,397.	2,397.		0.	
TO FORM 990-PF, PG 1, LN 18	2,397.	2,397.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT MANAGEMENT FEES	14,704.	14,704.		0.	
BANK FEES	175.	175.		0.	
MISCELLANEOUS	104.	104.		0.	
TO FORM 990-PF, PG 1, LN 23	14,983.	14,983.		0.	

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 5

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SHEET		X	0.	0.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			0.	0.

FORM 990-PF CORPORATE STOCK STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SHEET	4,854,027.	5,389,432.
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,854,027.	5,389,432.

Capital Gains Report

SK FOUNDATION (Account: 888-15100)

January 1, 2010 through December 31, 2010

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
SHORT - TERM								
07/08/2009	01/05/2010	850	SPRINT NEXTEL CORP	4.10	4.37	3,488.66	3,715.69	-227.03
07/08/2009	01/05/2010	100	SPRINT NEXTEL CORP	4.10	4.37	410.43	437.14	-26.71
07/08/2009	01/07/2010	7	APPLE INC	210.86	135.94	1,475.99	951.59	524.40
07/08/2009	01/11/2010	100	CELGENE CORP	57.39	46.52	5,739.06	4,651.92	1,087.14
07/08/2009	01/11/2010	50	VISA INC - CLASS A SHRS	87.64	58.93	4,381.89	2,946.46	1,435.43
07/15/2009	01/12/2010	200	DELL INC	15.00	12.28	2,999.88	2,456.92	542.96
07/08/2009	01/13/2010	75	CELGENE CORP	57.55	46.52	4,316.50	3,488.94	827.56
02/10/2009	01/14/2010	20	HOME DEPOT INC	28.32	22.46	566.34	449.25	117.09
02/26/2009	01/14/2010	50	HOME DEPOT INC	28.32	20.69	1,415.85	1,034.37	381.48
07/08/2009	01/14/2010	230	HOME DEPOT INC	28.32	22.40	6,512.91	5,151.86	1,361.05
07/08/2009	01/19/2010	225	US BANCORP	24.48	16.62	5,508.54	3,738.67	1,769.87
07/08/2009	01/20/2010	125	***ACE LTD	48.47	41.99	6,059.24	5,248.86	810.38
07/08/2009	01/20/2010	2	CME GROUP INC	329.38	273.35	658.76	546.71	112.05
01/29/2009	01/21/2010	30	OCCIDENTAL PETROLEUM CORP	76.40	57.65	2,292.14	1,729.60	562.54
07/01/2009	01/21/2010	14	OCCIDENTAL PETROLEUM CORP	76.40	66.21	1,069.67	926.89	142.78
07/08/2009	01/21/2010	137	OCCIDENTAL PETROLEUM CORP	76.40	60.37	10,467.46	8,271.06	2,196.40
07/08/2009	01/22/2010	100	CHEVRON CORP	75.33	62.57	7,532.51	6,256.76	1,275.75
07/08/2009	01/22/2010	650	NEWS CORP	12.75	8.18	8,287.89	5,313.82	2,974.07
04/17/2009	01/22/2010	59	TIME WARNER INC	27.45	21.67	1,619.40	1,278.73	340.67
07/09/2009	01/22/2010	5	WESTERN DIGITAL CORP	41.39	25.40	206.97	126.98	79.99
02/05/2009	01/25/2010	20	***BUNGE LTD	62.79	44.62	1,255.77	892.47	363.30
07/08/2009	01/25/2010	72	***BUNGE LTD	62.79	55.61	4,520.77	4,003.76	517.01
02/09/2009	01/25/2010	50	LOWE'S COS INC	22.17	18.95	1,108.58	947.55	161.03
03/05/2009	01/25/2010	13	LOWE'S COS INC	22.17	13.50	288.23	175.53	112.70
07/13/2009	01/25/2010	162	LOWE'S COS INC	22.17	19.25	3,591.82	3,117.92	473.90
07/08/2009	01/26/2010	101	MERCK & CO. INC.	38.48	25.59	3,886.36	2,584.55	1,301.81
07/08/2009	01/27/2010	145	***INGERSOLL-RAND PLC	33.51	19.77	4,858.69	2,866.08	1,992.61
07/08/2009	01/27/2010	175	TIME WARNER INC	26.85	21.97	4,699.19	3,845.02	854.17
07/08/2009	01/28/2010	108	WAL-MART STORES INC	52.68	48.38	5,689.12	5,225.04	464.08
07/08/2009	01/29/2010	72	OCCIDENTAL PETROLEUM CORP	78.73	60.37	5,668.81	4,346.83	1,321.98
07/23/2009	01/29/2010	3	OCCIDENTAL PETROLEUM CORP	78.73	71.57	236.20	214.72	21.48
07/09/2009	02/01/2010	100	LOWE'S COS INC	21.91	18.88	2,190.90	1,888.25	302.65
09/14/2009	02/01/2010	75	UNITED PARCEL SERVICE-CL B	57.82	58.99	4,336.65	4,424.43	-87.78
06/04/2009	02/02/2010	15	NATIONAL - OILWELL INC	42.55	38.93	638.30	583.92	54.38
07/09/2009	02/02/2010	130	NATIONAL - OILWELL INC	42.55	30.01	5,531.97	3,901.03	1,630.94
07/23/2009	02/04/2010	10	FEDEX CORP	79.54	64.27	795.39	642.70	152.69
07/24/2009	02/04/2010	65	FEDEX CORP	79.54	64.40	5,170.04	4,186.07	983.97
04/17/2009	02/05/2010	25	BANK OF NEW YORK MELLON CORP	26.61	30.57	665.24	764.33	-99.09
07/08/2009	02/05/2010	30	***INGERSOLL-RAND PLC	32.06	19.77	961.71	592.98	368.73
10/27/2009	02/05/2010	150	***INGERSOLL-RAND PLC	32.06	33.05	4,808.57	4,957.61	-149.04
05/07/2009	02/05/2010	35	INTEL CORP	19.16	15.79	670.45	552.49	117.96
06/04/2009	02/05/2010	75	INTEL CORP	19.16	15.99	1,436.68	1,199.43	237.25
07/08/2009	02/05/2010	20	INTEL CORP	19.16	16.11	383.11	322.19	60.92
03/31/2009	02/05/2010	15	QUALCOMM INC	37.81	39.14	567.18	587.04	-19.86
07/08/2009	02/05/2010	5	QUALCOMM INC	37.81	43.44	189.06	217.22	-28.16
07/08/2009	02/09/2010	175	CORNING INC	17.82	14.06	3,118.89	2,460.50	658.39

Capital Gains Report

SK FOUNDATION (Account: 888-15100)

January 1, 2010 through December 31, 2010

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
07/08/2009	02/11/2010	85	AIR PRODUCTS & CHEMICALS INC	68.39	62.19	5,813.12	5,286.19	526.93
07/08/2009	02/11/2010	125	TIME WARNER INC	27.23	21.97	3,403.18	2,746.45	656.73
05/04/2009	02/11/2010	90	***TYCO ELECTRONICS LTD	24.74	16.68	2,226.25	1,501.62	724.63
05/19/2009	02/11/2010	30	***TYCO ELECTRONICS LTD	24.74	17.69	742.08	530.79	211.29
07/08/2009	02/11/2010	230	***TYCO ELECTRONICS LTD	24.74	16.69	5,689.31	3,839.02	1,850.29
07/08/2009	02/11/2010	25	***TYCO ELECTRONICS LTD	24.74	16.69	618.40	417.29	201.11
06/30/2009	02/12/2010	25	DU PONT (E.I.) DE NEMOURS	32.19	25.74	804.84	643.39	161.45
07/08/2009	02/12/2010	165	DU PONT (E.I.) DE NEMOURS	32.19	24.29	5,311.94	4,008.18	1,303.76
07/08/2009	02/12/2010	400	NEWS CORP	12.91	8.18	5,162.52	3,270.04	1,892.48
07/08/2009	02/12/2010	150	QUALCOMM INC	38.73	43.44	5,809.38	6,516.71	-707.33
07/09/2009	02/17/2010	50	WESTERN DIGITAL CORP	42.24	25.40	2,112.02	1,269.83	842.19
07/08/2009	02/18/2010	150	METLIFE INC	34.87	26.57	5,230.52	3,985.41	1,245.11
04/13/2009	02/18/2010	25	NORTHROP GRUMMAN CORP	60.43	44.64	1,510.74	1,116.03	394.71
04/17/2009	02/18/2010	10	NORTHROP GRUMMAN CORP	60.43	47.97	604.30	479.74	124.56
07/08/2009	02/18/2010	115	NORTHROP GRUMMAN CORP	60.43	43.55	6,949.40	5,008.56	1,940.84
06/23/2009	02/22/2010	75	AT&T INC	25.03	24.62	1,877.20	1,846.37	30.83
06/24/2009	02/22/2010	25	AT&T INC	25.03	24.81	625.73	620.36	5.37
07/08/2009	02/22/2010	200	AT&T INC	25.03	23.59	5,005.86	4,718.98	286.88
09/30/2009	02/22/2010	25	CORNING INC	17.81	14.06	445.22	351.50	93.72
07/08/2009	02/22/2010	100	CORNING INC	17.81	15.28	1,780.88	1,527.69	253.19
07/08/2009	02/22/2010	350	MASCO CORP	13.75	8.33	4,812.68	2,917.22	1,895.46
07/09/2009	02/22/2010	125	WESTERN DIGITAL CORP	42.59	25.40	5,324.25	3,174.58	2,149.67
07/08/2009	02/24/2010	150	QUALCOMM INC	37.92	43.44	5,687.76	6,516.70	-828.94
07/08/2009	02/25/2010	70	AIR PRODUCTS & CHEMICALS INC	68.79	62.19	4,815.04	4,353.34	461.70
11/10/2009	02/25/2010	55	AIR PRODUCTS & CHEMICALS INC	68.79	81.90	3,783.24	4,504.49	-721.25
03/04/2009	02/25/2010	75	SYMANTEC CORP	16.38	13.48	1,228.14	1,011.14	217.00
03/17/2009	02/25/2010	55	SYMANTEC CORP	16.38	13.43	900.64	738.85	161.79
10/29/2009	02/25/2010	345	SYMANTEC CORP	16.38	17.46	5,649.44	6,024.84	-375.40
07/08/2009	02/26/2010	150	J.C. PENNEY CO INC	27.73	27.20	4,158.82	4,079.94	78.88
07/08/2009	03/01/2010	425	AT&T INC	25.01	23.59	10,627.21	10,027.83	599.38
07/06/2009	03/01/2010	40	***NEXEN INC	22.72	20.00	908.63	800.20	108.43
07/08/2009	03/01/2010	110	***NEXEN INC	22.72	19.11	2,498.74	2,102.64	396.10
08/19/2009	03/04/2010	36	FRANKLIN RESOURCES INC	105.06	92.03	3,782.20	3,313.03	469.17
07/08/2009	03/05/2010	48	FREEPORT-MCMORAN COPPER	80.33	45.72	3,855.60	2,194.54	1,661.06
03/30/2009	03/08/2010	10	DEVON ENERGY CORPORATION	69.35	44.06	693.53	440.63	252.90
07/08/2009	03/08/2010	14	DEVON ENERGY CORPORATION	69.35	49.59	970.93	694.22	276.71
07/13/2009	03/08/2010	350	LOWE'S COS INC	24.02	19.25	8,408.61	6,736.24	1,672.37
10/29/2009	03/08/2010	250	SYMANTEC CORP	16.91	17.46	4,228.60	4,365.83	-137.23
07/08/2009	03/11/2010	50	DEVON ENERGY CORPORATION	72.90	49.59	3,645.01	2,479.38	1,165.63
07/08/2009	03/11/2010	40	MORGAN STANLEY	29.89	25.49	1,195.43	1,019.59	175.84
07/08/2009	03/18/2010	100	VIACOM INC-CLASS B	30.99	20.62	3,099.36	2,061.94	1,037.42
07/21/2009	03/24/2010	300	VALERO ENERGY CORP	20.37	17.89	6,111.18	5,365.83	745.35
07/30/2009	03/24/2010	125	VALERO ENERGY CORP	20.37	18.13	2,546.32	2,265.69	280.64
07/30/2009	03/24/2010	125	VALERO ENERGY CORP	20.37	18.01	2,546.32	2,251.05	295.27
07/08/2009	03/25/2010	75	DU PONT (E.I.) DE NEMOURS	38.33	24.29	2,874.50	1,821.90	1,052.60
07/08/2009	03/26/2010	225	QUALCOMM INC	41.82	43.44	9,409.57	9,775.06	-365.49
04/17/2009	03/26/2010	20	TARGET CORP	54.00	40.23	1,080.03	804.63	275.40
05/13/2009	03/26/2010	40	TARGET CORP	54.00	40.52	2,160.07	1,620.68	539.39
07/08/2009	03/26/2010	15	TARGET CORP	54.00	37.05	810.02	555.68	254.34

Capital Gains Report

SK FOUNDATION (Account: 888-15100)

January 1, 2010 through December 31, 2010

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Proceeds	Total Cost	Gain or Loss
07/08/2009	03/30/2010	115	CONOCOPHILLIPS	51.21	39.91	5,889.67	4,589.08	1,300.59
07/08/2009	03/30/2010	200	CONOCOPHILLIPS	51.21	39.90	10,242.90	7,981.00	2,261.90
07/08/2009	04/01/2010	50	FREEMONT-MCMORAN COPPER	86.02	45.72	4,301.13	2,285.98	2,015.15
05/07/2009	04/01/2010	37	JPMORGAN CHASE & CO	45.16	37.28	1,670.92	1,379.28	291.64
05/18/2009	04/01/2010	55	JPMORGAN CHASE & CO	45.16	35.88	2,483.81	1,973.53	510.28
07/08/2009	04/01/2010	50	JPMORGAN CHASE & CO	45.16	32.81	2,258.00	1,640.48	617.52
11/06/2009	04/05/2010	21	APPLE INC	237.42	135.94	4,985.90	2,854.78	2,131.12
07/08/2009	04/06/2010	400	SUPERVALU INC	16.85	16.41	6,738.24	6,563.48	174.76
07/08/2009	04/06/2010	50	MERCK & CO. INC.	37.23	28.34	1,861.45	1,417.09	444.36
07/08/2009	04/06/2010	325	MERCK & CO. INC.	37.23	25.59	12,099.43	8,316.64	3,782.79
11/27/2009	04/06/2010	175	***VALE SA-SP ADR	33.05	28.82	5,784.03	5,043.59	740.44
12/21/2009	04/08/2010	75	AIR PRODUCTS & CHEMICALS INC	73.95	81.09	5,546.03	6,081.90	-535.87
07/28/2009	04/08/2010	90	SPX CORP	68.32	54.19	6,149.00	4,877.51	1,271.49
12/18/2009	04/08/2010	110	SPX CORP	68.32	55.09	7,515.44	6,060.22	1,455.22
11/23/2009	04/09/2010	75	***ANHEUSER-BUSH INBEV SPN ADR	51.67	51.34	3,874.91	3,850.33	24.58
07/08/2009	04/09/2010	50	FREEMONT-MCMORAN COPPER	85.16	45.72	4,258.18	2,285.98	1,972.20
07/08/2009	04/13/2010	600	SPRINT NEXTEL CORP	4.20	4.37	2,520.96	2,622.84	-101.88
08/05/2009	04/13/2010	900	SPRINT NEXTEL CORP	4.20	4.02	3,781.44	3,614.40	167.04
07/08/2009	04/13/2010	100	SPRINT NEXTEL CORP	4.20	4.02	420.16	401.60	18.56
07/08/2009	04/14/2010	200	DU PONT (E.I.) DE NEHOURS	38.70	24.29	7,740.06	4,858.40	2,881.66
07/08/2009	04/14/2010	50	J.C. PENNEY CO INC	31.42	27.20	1,571.02	1,359.98	211.04
12/18/2009	04/14/2010	150	J.C. PENNEY CO INC	31.42	27.03	4,713.04	4,054.74	658.30
09/15/2009	04/15/2010	100	BB&T CORP	34.34	27.83	3,434.47	2,783.46	651.01
07/08/2009	04/15/2010	8	GOOGLE INC-CL A	595.13	403.28	4,761.06	3,226.26	1,534.80
10/29/2009	04/15/2010	225	SYHANTEC CORP	16.96	17.46	3,816.07	3,929.24	-113.17
05/12/2009	04/16/2010	13	GOLDMAN SACHS GROUP INC	161.72	133.70	2,102.35	1,738.13	364.22
07/08/2009	04/16/2010	22	GOLDMAN SACHS GROUP INC	161.72	140.02	3,557.81	3,080.34	477.47
07/08/2009	04/16/2010	76	GOLDMAN SACHS GROUP INC	161.72	140.02	12,290.63	10,641.18	1,649.45
05/07/2009	04/19/2010	20	***DEUTSCHE BANK AG-REGISTERED	73.46	53.53	1,469.10	1,070.62	398.48
07/08/2009	04/19/2010	65	***DEUTSCHE BANK AG-REGISTERED	73.46	57.85	4,774.59	3,760.35	1,014.24
07/08/2009	04/20/2010	12	APPLE INC	245.29	135.94	2,943.42	1,631.30	1,312.12
07/08/2009	04/20/2010	25	CONOCOPHILLIPS	57.30	39.90	1,432.39	997.62	434.77
10/05/2009	04/20/2010	25	CONOCOPHILLIPS	57.30	47.70	1,432.38	1,192.49	239.89
07/08/2009	04/20/2010	65	***TEVA PHARMACEUTICAL-SP ADR	62.23	48.98	4,044.72	3,183.60	861.12
07/08/2009	04/21/2010	12	***ALCON INC	158.65	114.65	1,903.85	1,375.76	528.09
07/08/2009	04/21/2010	40	GOLDMAN SACHS GROUP INC	160.10	140.02	6,403.82	5,600.63	803.19
10/23/2009	04/23/2010	75	AMERIPRISE FINANCIAL INC	48.38	37.06	3,628.26	2,779.22	849.04
07/08/2009	04/23/2010	21	APPLE INC	270.25	135.94	5,675.30	2,854.78	2,820.52
05/07/2009	04/28/2010	18	JPMORGAN CHASE & CO	42.93	37.28	772.69	671.00	101.69
05/07/2009	04/28/2010	10	JPMORGAN CHASE & CO	42.93	37.28	429.27	372.78	56.49
05/18/2009	04/28/2010	5	JPMORGAN CHASE & CO	42.93	37.28	214.64	186.39	28.25
06/05/2009	04/28/2010	10	JPMORGAN CHASE & CO	42.93	35.88	429.27	358.82	70.45
07/08/2009	04/28/2010	25	JPMORGAN CHASE & CO	42.93	34.88	1,073.18	872.10	201.08
07/08/2009	04/28/2010	21	JPMORGAN CHASE & CO	42.93	32.81	901.48	689.00	212.48
09/16/2009	04/28/2010	200	QUALCOMM INC	38.23	43.44	7,646.08	8,688.94	-1,042.86
10/09/2009	04/30/2010	450	AETNA INC	30.40	30.62	13,681.22	13,780.72	-99.50
10/09/2009	04/30/2010	100	AETNA INC	30.40	26.05	3,040.27	2,604.53	435.74
07/08/2009	04/30/2010	125	BAXTER INTERNATIONAL INC	47.87	52.65	5,983.14	6,580.92	-597.78
01/22/2010	04/30/2010	100	BAXTER INTERNATIONAL INC	47.87	59.65	4,786.51	5,964.51	-1,178.00

Capital Gains Report

SK FOUNDATION (Account: 888-15100)

January 1, 2010 through December 31, 2010

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Proceeds	Total Cost	Gain or Loss
07/08/2009	04/30/2010	248	GOLDMAN SACHS GROUP INC	145.85	140.02	36,170.30	34,723.87	1,446.43
10/20/2009	04/30/2010	27	GOLDMAN SACHS GROUP INC	145.85	184.94	3,937.90	4,993.38	-1,055.48
10/28/2009	04/30/2010	25	GOLDMAN SACHS GROUP INC	145.85	174.12	3,646.20	4,353.10	-706.90
12/21/2009	04/30/2010	25	GOLDMAN SACHS GROUP INC	145.85	165.86	3,646.20	4,146.42	-500.22
07/08/2009	04/30/2010	150	MEDCO HEALTH SOLUTIONS INC	59.40	47.68	8,910.51	7,151.44	1,759.07
07/08/2009	04/30/2010	125	MERCK & CO. INC.	35.47	28.34	4,434.25	3,542.71	891.54
07/08/2009	04/30/2010	50	WAL-MART STORES INC	53.92	48.38	2,696.04	2,419.00	277.04
07/08/2009	05/04/2010	75	MERCK & CO. INC.	35.97	28.34	2,697.74	2,125.63	572.11
07/08/2009	05/04/2010	215	XL CAPITAL LTD -CLASS A	17.12	11.04	3,680.98	2,373.77	1,307.21
07/08/2009	05/05/2010	150	VIACOM INC-CLASS B	33.68	20.62	5,051.28	3,092.91	1,958.37
07/08/2009	05/06/2010	79	JPMORGAN CHASE & CO	42.60	32.81	3,365.41	2,591.95	773.46
08/28/2009	05/06/2010	225	QUANTA SERVICES INC	20.34	22.94	4,577.22	5,162.42	-585.20
01/27/2010	05/07/2010	50	BAXTER INTERNATIONAL INC	45.05	58.23	2,252.38	2,911.69	-659.31
07/15/2009	05/10/2010	500	DELL INC	15.43	12.28	7,715.40	6,142.30	1,573.10
08/13/2009	05/10/2010	350	DELL INC	15.43	13.88	5,400.78	4,858.77	542.01
07/08/2009	05/11/2010	300	DU PONT (E.I.) DE NEMOURS	38.22	24.29	11,466.09	7,287.60	4,178.49
10/15/2009	05/11/2010	157	PRINCIPAL FINANCIAL GROUP	30.23	29.48	4,745.61	4,627.69	117.92
02/12/2010	05/12/2010	2	FREEPORT-MCMORAN COPPER	72.46	45.72	144.92	91.44	53.48
02/16/2010	05/12/2010	48	FREEPORT-MCMORAN COPPER	72.46	73.18	5,434.35	5,488.27	-53.92
07/08/2009	05/12/2010	475	MOTOROLA INC	7.02	6.10	3,477.99	3,617.93	-139.94
08/05/2009	05/12/2010	950	SPRINT NEXTEL CORP	7.02	6.10	3,332.12	2,897.45	434.67
07/08/2009	05/13/2010	100	***DEUTSCHE BANK AG-REGISTERED	4.14	4.02	3,935.19	3,815.20	119.99
12/07/2009	05/13/2010	550	HUNTSMAN CORP	63.55	57.85	6,354.62	5,785.16	569.46
07/08/2009	05/13/2010	300	NEWS CORP	10.57	10.77	5,811.36	5,923.50	-112.14
07/08/2009	05/13/2010	700	***NOKIA CORP-SPON ADR	14.48	8.18	4,343.58	2,452.53	1,891.05
01/21/2010	05/17/2010	200	***ROYAL CARIBBEAN CRUISES LTD	10.77	14.07	7,541.24	9,849.00	-2,307.76
10/23/2009	05/18/2010	100	AMERIPRISE FINANCIAL INC	30.90	26.73	6,180.56	5,346.22	834.34
07/08/2009	05/18/2010	250	INTEL CORP	42.55	37.06	4,254.98	3,705.63	549.35
02/23/2010	05/18/2010	200	ROWAN COMPANIES INC	21.58	16.11	5,394.73	4,027.38	1,367.35
07/14/2009	05/19/2010	75	CIMAREX ENERGY CO	24.98	24.55	4,995.80	4,910.34	85.46
07/08/2009	05/19/2010	150	LIMITED BRANDS INC	66.86	28.92	5,014.13	2,169.32	2,844.81
08/05/2009	05/19/2010	500	SPRINT NEXTEL CORP	24.61	11.25	3,691.56	1,687.65	2,003.91
07/08/2009	05/19/2010	295	UNUM GROUP	4.57	4.02	2,283.90	2,008.00	275.90
02/19/2010	05/21/2010	125	***NOBLE CORP	21.95	14.73	6,474.34	4,345.94	2,128.40
10/23/2009	05/25/2010	125	AMERIPRISE FINANCIAL INC	32.07	42.91	4,009.10	5,363.18	-1,354.08
03/08/2010	05/26/2010	75	***RESEARCH IN MOTION	37.06	37.06	4,632.25	4,632.04	0.21
08/05/2009	05/26/2010	425	SPRINT NEXTEL CORP	60.39	73.12	4,528.88	5,483.69	-954.81
07/08/2009	06/01/2010	30	APPLE INC	4.94	4.02	2,100.78	1,706.80	393.98
10/15/2009	06/11/2010	175	INTEL CORP	263.63	135.94	7,908.81	4,078.25	3,830.56
10/15/2009	06/11/2010	35	PRINCIPAL FINANCIAL GROUP	20.03	16.11	3,504.80	2,819.16	685.64
04/06/2010	06/11/2010	8	PRINCIPAL FINANCIAL GROUP	25.75	29.47	901.25	1,031.65	-130.40
07/08/2009	06/11/2010	344	PRINCIPAL FINANCIAL GROUP	25.75	29.47	206.00	235.80	-29.80
10/15/2009	06/11/2010	325	US BANCORP	25.75	30.13	8,858.00	10,364.79	-1,506.79
09/24/2009	06/11/2010	125	US BANCORP	23.31	16.62	7,575.75	5,400.30	2,175.45
08/19/2009	06/14/2010	25	AMAZON.COM INC	23.31	21.96	2,913.75	2,744.49	169.26
05/12/2010	06/14/2010	75	***ASTRAZENECA PLC-SPONS ADR	123.83	81.33	3,095.75	2,033.27	1,062.48
07/08/2009	06/14/2010	89	***ALCON INC	45.03	43.23	3,377.25	3,242.39	134.86
07/23/2009	06/14/2010	11	***ALCON INC	146.35	114.65	13,025.15	10,203.59	2,821.56
07/23/2009	06/14/2010	11	***ALCON INC	146.35	126.66	1,609.85	1,393.24	216.61

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
07/08/2009	06/14/2010	175	ALTRIA GROUP INC	19.57	16.35	3,424.75	2,861.23	563.52
07/08/2009	06/14/2010	475	AT&T INC	25.17	23.59	11,955.75	11,207.58	748.17
07/09/2009	06/14/2010	105	***ARCELORMITTAL-NY REGISTERED	29.75	30.49	3,123.75	3,201.80	-78.05
07/08/2009	06/14/2010	80	AOL INC	20.75	17.70	1,660.00	1,415.87	244.13
02/12/2010	06/14/2010	125	AOL INC	20.75	23.76	2,593.75	2,970.56	-376.81
08/26/2009	06/14/2010	375	AK STEEL HOLDING CORP	13.96	20.44	5,235.00	7,664.70	-2,429.70
07/08/2009	06/14/2010	70	APPLE INC	254.05	135.94	17,783.50	9,151.92	8,626.58
09/15/2009	06/14/2010	225	BB&T CORP	29.80	27.83	6,705.00	6,262.79	442.21
08/28/2009	06/14/2010	5	BANK OF AMERICA CORP	15.41	18.04	77.05	90.22	-13.17
11/10/2009	06/14/2010	195	BANK OF AMERICA CORP	15.41	18.04	3,004.95	3,518.68	-513.73
12/08/2009	06/14/2010	150	BANK OF AMERICA CORP	15.41	15.95	2,311.50	2,392.95	-81.45
12/08/2009	06/14/2010	30	BANK OF AMERICA CORP	15.41	15.50	462.30	465.11	-2.81
12/08/2009	06/14/2010	470	BANK OF AMERICA CORP	15.41	15.50	7,242.70	7,286.79	-44.09
12/09/2009	06/14/2010	35	BANK OF AMERICA CORP	15.41	15.46	539.35	540.97	-1.62
04/07/2010	06/14/2010	170	BANK OF AMERICA CORP	15.41	18.68	2,619.70	3,174.92	-555.22
03/29/2010	06/14/2010	60	CVS/CAREMARK CORP	31.87	36.99	1,912.20	2,219.21	-307.01
07/08/2009	06/14/2010	160	***CREDIT SUISSE GROUP-SPON AD	39.34	43.25	6,294.40	6,919.25	-624.85
11/10/2009	06/14/2010	100	***CREDIT SUISSE GROUP-SPON AD	39.34	56.58	3,934.00	5,658.00	-1,724.00
07/08/2009	06/14/2010	125	COSTCO WHOLESALE CORP	77.52	45.02	7,190.00	5,627.45	1,562.55
07/14/2009	06/14/2010	105	CIMAREX ENERGY CO	79.80	28.92	8,379.00	3,037.04	5,341.96
12/29/2009	06/14/2010	300	COMCAST CORP-CL A	18.15	17.15	5,445.00	5,144.16	300.84
03/01/2010	06/14/2010	190	COMCAST CORP-CL A	18.15	16.77	3,448.50	3,186.38	262.12
07/08/2009	06/14/2010	10	COMCAST CORP-CL A	18.15	16.77	181.50	167.70	13.80
07/08/2009	06/14/2010	50	CAMERON INTERNATIONAL CORP	35.79	25.28	1,789.50	1,264.06	525.44
07/08/2009	06/14/2010	10	CHE GROUP INC	307.23	273.35	3,072.30	2,733.54	338.76
12/09/2009	06/14/2010	100	***COVIDIEN PLC	41.58	46.92	4,158.00	4,692.42	-534.42
10/08/2009	06/14/2010	125	***COOPER INDUSTRIES PLC	47.06	38.75	5,882.50	4,844.34	1,038.16
10/05/2009	06/14/2010	75	CINOCOPHILLIPS	52.80	47.70	3,960.00	3,577.46	382.54
07/29/2009	06/14/2010	85	CISCO SYSTEMS INC	22.75	21.61	1,933.75	1,837.04	96.71
09/30/2009	06/14/2010	105	CORNING INC	18.37	15.28	1,928.85	1,604.07	324.78
07/08/2009	06/14/2010	175	DEVON ENERGY CORPORATION	67.71	49.59	11,849.25	8,677.81	3,171.44
07/13/2009	06/14/2010	15	DEVON ENERGY CORPORATION	67.71	51.19	1,015.65	767.92	247.73
10/09/2009	06/14/2010	275	DEAN FOODS CO	10.85	19.17	2,983.75	5,270.98	-2,287.23
08/13/2009	06/14/2010	50	DELL INC	13.09	13.88	654.50	694.11	-39.61
11/23/2009	06/14/2010	325	DELL INC	13.09	14.69	4,254.25	4,775.55	-521.30
03/16/2010	06/14/2010	400	DELTA AIR LINES INC	13.69	12.89	5,476.00	5,157.16	318.84
04/05/2010	06/14/2010	25	DELTA AIR LINES INC	13.69	14.51	342.25	362.67	-20.42
05/14/2010	06/14/2010	85	DIRECTV-CLASS A	38.57	37.35	3,278.45	3,174.44	104.01
07/08/2009	06/14/2010	20	DANAHER CORP	39.66	28.97	793.20	579.32	213.88
02/02/2010	06/14/2010	75	THE WALT DISNEY CO.	33.93	22.21	2,544.75	1,665.75	879.00
02/12/2010	06/14/2010	50	DOVER CORP	45.41	44.06	3,405.75	3,304.13	101.62
02/25/2010	06/14/2010	50	DOVER CORP	45.41	42.48	2,270.50	2,123.83	146.67
07/23/2009	06/14/2010	75	DOVER CORP	45.41	43.95	3,405.75	3,295.94	109.81
07/24/2009	06/14/2010	250	EMC CORP/MASS	18.57	14.99	4,642.50	3,746.50	896.00
05/13/2010	06/14/2010	50	EMC CORP/MASS	18.57	15.04	928.50	751.79	176.71
07/08/2009	06/14/2010	100	EXXON MOBIL CORP	61.37	64.74	6,137.00	6,474.11	-337.11
02/19/2010	06/14/2010	50	***ENSCO PLC- SPON ADR	38.28	32.92	3,828.00	3,292.31	535.69
02/03/2010	06/14/2010	50	***ENSCO PLC- SPON ADR	38.28	42.99	1,914.00	2,149.44	-235.44
02/03/2010	06/14/2010	400	FORD MOTOR CO	11.46	11.53	4,584.00	4,613.04	-29.04

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
07/08/2009	06/14/2010	20	FREEMPORT-MCMORAN COPPER	65.26	45.72	1,305.20	914.39	390.81
08/06/2009	06/14/2010	45	FREEMPORT-MCMORAN COPPER	65.26	64.18	2,936.70	2,888.21	48.49
08/19/2009	06/14/2010	15	FRANKLIN RESOURCES INC	91.87	92.03	1,378.05	1,380.43	-2.38
10/29/2009	06/14/2010	40	FRANKLIN RESOURCES INC	91.87	106.66	3,674.80	4,266.31	-591.51
07/08/2009	06/14/2010	35	GOLDMAN SACHS GROUP INC	133.44	140.02	4,670.40	4,900.55	-230.15
08/31/2009	06/14/2010	20	GOLDMAN SACHS GROUP INC	133.44	163.34	2,668.80	3,266.84	-598.04
09/11/2009	06/14/2010	25	GOLDMAN SACHS GROUP INC	133.44	175.02	3,336.00	4,375.40	-1,039.40
07/08/2009	06/14/2010	27	GOOGLE INC-CL A	483.19	403.28	13,046.13	10,888.62	2,157.51
03/10/2010	06/14/2010	175	GAP INC/THE	22.03	22.34	3,855.25	3,909.12	-53.87
10/16/2009	06/14/2010	650	GENERAL ELECTRIC CO	15.39	16.16	10,003.50	10,501.14	-497.64
11/17/2009	06/14/2010	250	GENERAL ELECTRIC CO	15.39	15.96	3,847.50	3,989.75	-142.25
12/17/2009	06/14/2010	350	GENERAL ELECTRIC CO	15.39	15.83	5,386.50	5,540.01	-153.51
07/01/2009	06/14/2010	10	GILEAD SCIENCES INC	34.64	47.04	346.40	470.41	-124.01
07/08/2009	06/14/2010	190	GILEAD SCIENCES INC	34.64	45.08	6,581.60	8,565.12	-1,983.52
07/08/2009	06/14/2010	150	***INGERSOLL-RAND PLC	38.51	19.77	5,712.00	2,964.92	2,747.08
06/07/2010	06/14/2010	55	HYATT HOTELS CORP - CL A	39.51	37.98	2,173.05	2,088.78	84.27
07/27/2009	06/14/2010	105	HEWLETT-PACKARD CO	46.88	41.33	4,922.40	4,339.98	582.42
05/26/2010	06/14/2010	40	HEWLETT-PACKARD CO	46.88	46.25	1,875.20	1,850.05	25.15
07/01/2009	06/14/2010	15	ILLINOIS TOOL WORKS	45.65	37.72	684.75	565.83	118.92
07/08/2009	06/14/2010	220	ILLINOIS TOOL WORKS	45.65	34.96	10,043.00	7,691.66	2,351.34
07/08/2009	06/14/2010	475	INTEL CORP	20.90	16.11	9,927.50	7,652.01	2,275.49
07/08/2009	06/14/2010	75	JPMORGAN CHASE & CO	37.33	32.81	2,799.75	2,460.71	339.04
07/08/2009	06/14/2010	300	JPMORGAN CHASE & CO	37.33	32.81	11,199.00	9,842.85	1,356.15
08/06/2009	06/14/2010	110	JOHNSON CONTROLS INC	27.98	26.31	3,077.80	2,894.27	183.53
09/10/2008	06/14/2010	15	JOHNSON CONTROLS INC	27.98	26.35	419.70	395.21	24.49
09/15/2009	06/14/2010	150	KLA-TENCOR CORPORATION	29.30	35.32	4,395.00	5,297.91	-902.91
07/08/2009	06/14/2010	155	KOHL'S CORP	52.29	42.94	8,104.95	6,656.03	1,448.92
07/08/2009	06/14/2010	200	LIMITED BRANDS INC	25.53	11.25	5,106.00	2,250.21	2,855.79
07/08/2009	06/14/2010	275	MERCK & CO. INC.	35.02	28.34	9,630.50	7,793.97	1,836.53
10/16/2009	06/14/2010	4	MICROSOFT CORP	25.49	26.44	101.96	105.78	-3.82
10/16/2009	06/14/2010	196	MICROSOFT CORP	25.49	26.44	4,996.04	5,183.02	-186.98
10/27/2009	06/14/2010	175	MICROSOFT CORP	25.49	28.56	4,460.75	4,997.51	-536.76
07/08/2009	06/14/2010	375	MISOURCE INC	15.03	11.81	5,636.25	4,427.74	1,208.51
01/25/2010	06/14/2010	75	NOBLE ENERGY INC	63.68	78.43	4,776.00	5,882.52	-1,106.52
02/03/2010	06/14/2010	30	NOBLE ENERGY INC	63.68	76.74	1,910.40	2,302.30	-391.90
07/08/2009	06/14/2010	125	***NEXEN INC	21.95	19.11	2,743.75	2,389.36	354.39
07/08/2009	06/14/2010	875	NEWS CORP	13.11	8.18	11,471.25	7,153.21	4,318.04
03/02/2010	06/14/2010	90	NEWFIELD EXPLORATION CO	54.23	52.66	4,880.70	4,738.98	141.72
07/08/2009	06/14/2010	200	***NOKIA CORP-SPON ADR	9.44	14.07	1,888.00	2,814.00	-926.00
07/28/2009	06/14/2010	300	***NOKIA CORP-SPON ADR	9.44	13.00	2,832.00	3,899.25	-1,067.25
07/08/2009	06/14/2010	4	NVR INC	675.02	481.37	2,700.08	1,925.49	774.59
07/08/2009	06/14/2010	50	NORTHROP GRUMMAN CORP	59.74	43.55	2,987.00	2,177.64	809.36
08/10/2009	06/14/2010	65	NORTHROP GRUMMAN CORP	59.74	47.63	3,883.10	3,095.63	787.47
04/21/2010	06/14/2010	250	PEPCO HOLDINGS INC	15.85	16.70	3,962.50	4,174.17	-211.67
07/08/2009	06/14/2010	125	PEPSICO INC	63.85	55.11	7,981.25	6,889.20	1,092.05
07/08/2009	06/14/2010	655	PEJZER INC	15.33	14.74	10,041.15	9,652.34	388.81
07/31/2009	06/14/2010	325	PULTE GROUP INC	9.48	11.32	3,081.00	3,679.10	-598.10
05/13/2010	06/14/2010	75	PROCTER & GAMBLE CO	61.25	63.21	4,593.75	4,740.59	-146.84
02/26/2010	06/14/2010	40	ROSS STORES INC	56.97	48.92	2,278.80	1,956.79	322.01

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
11/20/2009	06/14/2010	325	STEEL DYNAMICS INC	14.38	16.02	4,673.50	5,206.05	-532.55
07/08/2009	06/14/2010	105	SCHLUMBERGER LTD	58.66	49.31	6,159.30	5,177.24	982.06
08/05/2009	06/14/2010	125	SPRINT NEXTEL CORP	4.79	4.02	598.75	502.00	96.75
08/12/2009	06/14/2010	300	SPRINT NEXTEL CORP	4.79	3.71	1,437.00	1,112.49	324.51
11/06/2009	06/14/2010	100	SUPERVALU INC	12.36	16.41	1,236.00	1,640.87	-404.87
12/03/2009	06/14/2010	250	SUPERVALU INC	12.36	14.12	3,090.00	3,529.28	-439.28
07/08/2009	06/14/2010	100	TARGET CORP	54.05	37.05	5,405.00	3,704.53	1,700.47
07/08/2009	06/14/2010	20	TRAVELERS COS INC/THE	50.05	38.88	1,001.00	777.53	223.47
03/17/2010	06/14/2010	45	***TRANSOCEAN LTD	44.78	86.20	2,015.10	3,878.88	-1,863.78
07/08/2009	06/14/2010	150	TIME WARNER INC	31.58	21.97	4,737.00	3,295.73	1,441.27
07/08/2009	06/14/2010	100	***TYCO ELECTRONICS LTD	28.68	17.24	2,868.00	1,724.41	1,143.59
07/01/2009	06/14/2010	54	TIME WARNER CABLE	54.68	32.23	2,952.72	1,740.54	1,212.18
07/08/2009	06/14/2010	60	TIME WARNER CABLE	54.68	29.84	3,280.80	1,790.37	1,490.43
07/08/2009	06/14/2010	125	***TEVA PHARMACEUTICAL -SP ADR	53.28	48.98	6,660.00	6,122.30	537.70
07/08/2009	06/14/2010	425	WELLS FARGO & COMPANY	27.40	22.84	11,645.00	9,708.96	1,936.04
04/16/2010	06/14/2010	150	WELLS FARGO & COMPANY	27.40	32.55	4,110.00	4,882.25	-772.25
07/08/2009	06/14/2010	450	XL CAPITAL LTD -CLASS A	17.12	11.04	7,704.00	4,968.37	2,735.63
07/08/2009	06/14/2010	12,989	BERNSTEIN INTERNATIONAL	13.30	11.91	172,758.51	154,703.30	18,055.21
		.362	PORTFOLIO					
07/08/2009	06/23/2010	19	APPLE INC	270.88	135.94	5,146.78	2,582.89	2,563.89
10/05/2009	06/23/2010	100	CONOCOPHILLIPS	53.78	47.70	5,377.58	4,769.94	607.64
05/13/2010	06/23/2010	75	EXXON MOBIL CORP	61.35	64.74	4,601.56	4,855.58	-254.02
05/20/2010	06/23/2010	30	EXXON MOBIL CORP	61.35	61.14	1,840.62	1,834.24	6.38
11/09/2009	06/23/2010	600	FORD MOTOR CO	11.07	8.08	6,639.54	4,846.08	1,793.46
11/17/2009	06/23/2010	50	FORD MOTOR CO	11.07	8.91	553.30	445.67	107.63
10/05/2009	06/25/2010	25	CONOCOPHILLIPS	52.08	47.70	1,301.97	1,192.48	109.49
11/04/2009	06/25/2010	20	CONOCOPHILLIPS	52.08	51.49	1,041.58	1,029.88	11.70
05/20/2010	06/25/2010	120	EXXON MOBIL CORP	59.53	61.14	7,143.22	7,336.94	-193.72
11/17/2009	06/25/2010	200	FORD MOTOR CO	10.59	8.91	2,117.74	1,782.68	335.06
12/17/2009	06/25/2010	140	GENERAL ELECTRIC CO	14.97	15.83	2,096.47	2,216.00	-119.53
07/08/2009	06/28/2010	275	***INGERSOLL-RAND PLC	37.54	19.77	10,324.82	5,435.68	4,889.14
07/13/2009	06/30/2010	45	DEVON ENERGY CORPORATION	61.34	51.19	2,760.39	2,303.76	456.63
04/08/2010	06/30/2010	50	GILEAD SCIENCES INC	34.79	45.74	1,739.43	2,286.96	-547.53
07/08/2009	06/30/2010	150	MORGAN STANLEY	23.59	25.49	3,537.88	3,823.47	-285.59
10/16/2009	06/30/2010	25	MORGAN STANLEY	23.59	32.48	589.65	811.90	-222.25
06/14/2010	06/30/2010	381	BERNSTEIN INTERMEDIATE	13.75	13.57	5,250.00	5,181.27	68.73
		.818	DURATION PORTFOLIO					
04/26/2010	07/02/2010	100	RELIANCE STEEL & ALUMINUM	35.51	52.64	3,550.61	5,263.62	-1,713.01
07/08/2009	07/08/2010	160	INTEL CORP	20.03	16.11	3,205.58	2,577.52	628.06
04/05/2010	07/12/2010	75	KLA-TENCOR CORPORATION	29.50	31.93	2,212.73	2,395.04	-182.31
05/05/2010	07/12/2010	5	KLA-TENCOR CORPORATION	29.50	33.47	147.52	167.36	-19.84
03/02/2010	07/12/2010	35	NEWFIELD EXPLORATION CO	51.43	52.66	1,799.93	1,842.93	-43.00
05/05/2010	07/13/2010	90	CAPITAL ONE FINANCIAL CORP	44.11	45.05	3,969.94	4,054.90	-84.96
07/23/2009	07/15/2010	20	**ALCON INC	154.72	126.66	3,094.49	2,533.16	561.33
07/17/2009	07/15/2010	155	INTEL CORP	21.30	18.67	3,301.32	2,893.66	407.66
07/27/2009	07/16/2010	50	HEWLETT-PACKARD CO	46.45	41.33	2,322.66	2,066.65	256.01
07/30/2009	07/22/2010	275	VALERO ENERGY CORP	17.26	18.01	4,746.81	4,952.31	-205.50
09/01/2009	07/22/2010	275	VALERO ENERGY CORP	17.26	18.47	4,746.80	5,079.53	-332.73
01/06/2010	07/23/2010	800	MOTOROLA INC	7.77	7.94	6,212.72	6,350.48	-137.76

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
01/27/2010	07/23/2010	300	MOTOROLA INC	7.77	7.33	2,329.77	2,199.57	130.20
02/05/2010	07/23/2010	375	MOTOROLA INC	7.22	6.39	2,912.21	2,395.24	516.97
07/27/2008	07/26/2010	50	HEWLETT-PACKARD CO	46.22	41.33	2,311.08	2,066.66	244.42
08/12/2009	07/28/2010	300	SPRINT NEXTEL CORP	4.92	3.71	1,475.64	1,112.49	363.15
11/10/2008	07/28/2010	1,600	SPRINT NEXTEL CORP	4.92	3.27	7,870.08	5,229.60	2,640.48
03/17/2010	07/28/2010	80	***TRANSOCEAN LTD -	47.36	86.20	3,788.55	6,895.78	-3,107.23
03/01/2010	08/05/2010	100	COMCAST CORP-CL A	19.00	16.77	1,900.27	1,677.04	223.23
05/04/2010	08/05/2010	90	COMCAST CORP-CL A	19.00	19.85	1,710.24	1,786.55	-76.31
03/29/2010	08/06/2010	90	CVS/CAREMARK CORP	29.63	36.99	2,666.37	3,328.81	-662.44
02/08/2010	08/09/2010	75	MICROSOFT CORP	25.53	27.96	1,915.10	2,096.99	-181.89
02/12/2010	08/09/2010	75	MICROSOFT CORP	25.53	27.76	1,915.09	2,081.85	-166.76
01/21/2010	08/13/2010	75	***COVIDIEN PLC	38.08	51.39	2,855.90	3,854.03	-998.13
10/07/2009	08/18/2010	10	ILLINOIS TOOL WORKS	42.83	43.85	428.25	438.46	-10.21
05/13/2010	08/18/2010	75	PROCTER & GAMBLE CO	60.17	63.21	4,513.05	4,740.58	-227.53
07/30/2010	08/20/2010	45	RAYTHEON COMPANY	43.56	46.30	1,960.07	2,083.59	-123.52
12/08/2009	08/30/2010	415	BANK OF AMERICA CORP	12.47	15.46	5,176.09	6,414.41	-1,238.32
12/16/2009	08/30/2010	150	BANK OF AMERICA CORP	12.47	15.36	1,870.88	2,304.29	-433.41
01/25/2010	08/30/2010	410	BANK OF AMERICA CORP	12.47	15.06	5,113.72	6,173.94	-1,060.22
01/22/2010	08/31/2010	15	GOLDMAN SACHS GROUP INC	137.20	156.73	2,058.00	2,350.88	-292.88
01/25/2010	08/31/2010	45	GOLDMAN SACHS GROUP INC	137.20	157.13	6,173.98	7,070.77	-896.79
06/14/2010	08/31/2010	372	BERNSTEIN INTERMEDIATE	14.10	13.57	5,250.00	5,052.65	197.35
05/27/2010	09/03/2010	340	DURATION PORTFOLIO					
25	FEDEX CORP			83.05	82.85	2,076.15	2,071.23	4.92
10/29/2009	09/03/2010	20	FRANKLIN RESOURCES INC	102.11	106.66	2,042.26	2,133.15	-90.89
11/05/2009	09/03/2010	29	FRANKLIN RESOURCES INC	102.11	109.83	2,961.27	3,185.05	-223.78
02/23/2010	09/08/2010	25	ROWAN COMPANIES INC	28.33	24.55	708.30	613.79	94.51
04/01/2010	09/08/2010	45	ROWAN COMPANIES INC	28.33	29.83	1,274.95	1,342.50	-67.55
04/22/2010	09/13/2010	180	WELLS FARGO & COMPANY	26.37	33.50	4,746.69	6,029.89	-1,283.20
05/04/2010	09/15/2010	105	COMCAST CORP-CL A	17.95	19.85	1,884.98	2,084.30	-199.32
06/07/2010	09/16/2010	95	HYATT HOTELS CORP - CL A	38.53	37.98	3,660.11	3,607.88	52.23
04/22/2010	09/17/2010	40	WELLS FARGO & COMPANY	25.94	33.50	1,037.48	1,339.98	-302.50
04/26/2010	09/17/2010	45	WELLS FARGO & COMPANY	25.94	33.03	1,167.17	1,486.31	-319.14
04/09/2010	09/20/2010	150	COMMUNITY HEALTH SYSTEMS INC	31.67	39.22	4,750.55	5,883.08	-1,132.53
04/26/2010	09/20/2010	150	COMMUNITY HEALTH SYSTEMS INC	31.67	40.45	4,750.54	6,067.67	-1,317.13
07/16/2010	09/22/2010	45	VISA INC - CLASS A SHRS	70.20	72.84	3,158.80	3,277.64	-118.84
05/07/2010	09/23/2010	55	COHERICA INC	35.57	40.26	1,956.35	2,214.43	-258.08
10/07/2009	09/23/2010	35	ILLINOIS TOOL WORKS	45.87	43.85	1,605.52	1,534.59	70.93
05/04/2010	09/27/2010	140	COMCAST CORP-CL A	18.36	19.85	2,570.76	2,779.07	-208.31
05/20/2010	09/28/2010	150	PROCTER & GAMBLE CO	60.72	62.24	9,107.47	9,336.72	-229.25
06/24/2010	09/28/2010	35	PROCTER & GAMBLE CO	60.72	61.14	2,125.08	2,139.87	-14.79
04/15/2010	09/28/2010	425	SARA LEE CORP	13.57	14.19	5,767.21	6,031.18	-263.97
05/06/2010	09/28/2010	150	SARA LEE CORP	13.57	13.57	2,035.48	2,036.14	-0.66
11/05/2009	10/01/2010	21	FRANKLIN RESOURCES INC	107.25	109.83	2,252.29	2,306.41	-54.12
05/05/2010	10/01/2010	70	KLA-TENCOR CORPORATION	34.98	33.47	2,448.65	2,343.03	105.62
07/16/2010	10/01/2010	25	VISA INC - CLASS A SHRS	73.39	72.84	1,834.85	1,820.91	13.94
02/26/2010	10/07/2010	60	ROSS STORES INC	55.28	48.92	3,316.90	2,935.18	381.72
03/11/2010	10/07/2010	75	ROSS STORES INC	55.28	52.42	4,146.13	3,931.43	214.70
07/29/2010	10/08/2010	40	HESS CORP	61.82	53.42	2,472.96	2,136.74	336.22
10/13/2009	10/08/2010	20	TARGET CORP	54.20	50.59	1,083.97	1,011.84	72.13

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
02/25/2010	10/11/2010	50	DOVER CORP	54.10	43.95	2,705.14	2,197.29	507.85
02/26/2010	10/11/2010	5	DOVER CORP	54.10	45.25	270.51	226.23	44.28
02/16/2010	10/14/2010	52	FREEMPORT-MCMORAN COPPER	99.37	75.37	5,167.35	3,919.43	1,247.92
02/24/2010	10/14/2010	3	FREEMPORT-MCMORAN COPPER	99.37	72.86	298.12	218.59	79.53
02/26/2010	10/15/2010	45	DOVER CORP	53.92	45.25	2,426.29	2,036.03	390.26
04/30/2010	10/15/2010	25	DOVER CORP	53.92	53.06	1,347.94	1,326.48	21.46
02/03/2010	10/15/2010	175	FORD MOTOR CO	13.73	11.53	2,402.35	2,018.21	384.14
08/24/2010	10/15/2010	95	JUNIPER NETWORKS INC	31.54	27.04	2,996.00	2,568.80	427.20
04/30/2010	10/19/2010	40	DOVER CORP	52.74	53.06	2,109.43	2,122.36	-12.93
02/05/2010	10/19/2010	475	MOTOROLA INC	7.89	6.39	3,746.90	3,033.97	712.93
04/26/2010	10/19/2010	75	WELLS FARGO & COMPANY	25.19	33.03	1,889.03	2,477.19	-588.16
02/24/2010	10/20/2010	40	FREEMPORT-MCMORAN COPPER	95.46	72.86	3,818.28	2,914.51	903.77
02/24/2010	10/20/2010	20	FREEMPORT-MCMORAN COPPER	95.46	72.86	1,909.14	1,457.25	451.89
07/15/2010	10/20/2010	10	FREEMPORT-MCMORAN COPPER	95.46	62.33	954.57	623.31	331.26
01/25/2010	10/21/2010	190	BANK OF AMERICA CORP	11.70	15.06	2,223.44	2,861.10	-637.66
01/27/2010	10/21/2010	160	BANK OF AMERICA CORP	11.70	15.02	1,872.37	2,403.15	-530.78
05/04/2010	10/21/2010	130	COMCAST CORP-CL A	19.61	19.85	2,549.59	2,580.56	-30.97
05/07/2010	10/22/2010	60	KLA-TENCOR CORPORATION	36.08	31.64	2,164.96	1,898.21	266.75
05/27/2010	10/25/2010	35	FEDEX CORP	89.58	82.85	3,135.20	2,899.73	235.47
11/12/2009	10/28/2010	75	**GARMIN LTD	33.10	29.76	2,482.57	2,231.83	250.74
05/07/2010	10/28/2010	90	KLA-TENCOR CORPORATION	35.75	31.64	3,217.90	2,847.31	370.59
05/04/2010	10/29/2010	110	COMCAST CORP-CL A	20.64	19.85	2,270.73	2,183.56	87.17
01/21/2010	11/01/2010	75	**COVIDIEN PLC	39.63	51.39	2,971.96	3,854.03	-882.07
02/24/2010	11/01/2010	10	FREEMPORT-MCMORAN COPPER	95.93	72.86	959.27	728.63	230.64
07/13/2010	11/01/2010	25	FREEMPORT-MCMORAN COPPER	95.93	64.47	2,398.18	1,611.85	786.33
07/14/2010	11/01/2010	25	FREEMPORT-MCMORAN COPPER	95.93	63.88	2,398.17	1,596.97	801.20
03/09/2010	11/02/2010	105	**ROYAL CARIBBEAN CRUISES LTD	39.53	29.85	4,150.82	3,134.26	1,016.56
04/01/2010	11/03/2010	130	ROWAN COMPANIES INC	31.17	29.83	4,051.50	3,878.33	173.17
11/12/2009	11/04/2010	125	**GARMIN LTD	31.77	29.76	3,971.46	3,719.71	251.75
04/30/2010	11/05/2010	60	DOVER CORP	55.13	53.06	3,307.58	3,183.55	124.03
08/10/2010	11/09/2010	45	POLO RALPH LAUREN CORP	100.97	84.47	4,543.66	3,801.11	742.55
02/03/2010	11/11/2010	130	FORD MOTOR CO	16.39	11.53	2,130.49	1,499.24	631.25
05/04/2010	11/16/2010	110	COMCAST CORP-CL A	20.35	19.85	2,238.46	2,183.55	54.91
06/24/2010	11/18/2010	65	PROCTER & GAMBLE CO	64.00	61.14	4,159.82	3,974.03	185.79
06/28/2010	11/18/2010	60	PROCTER & GAMBLE CO	64.00	60.30	3,839.83	3,618.04	221.79
01/27/2010	11/23/2010	40	BANK OF AMERICA CORP	11.15	15.02	445.92	600.79	-154.87
04/20/2010	11/23/2010	330	BANK OF AMERICA CORP	11.15	18.63	3,678.80	6,147.24	-2,468.44
05/11/2010	11/23/2010	205	BANK OF AMERICA CORP	11.15	17.17	2,285.32	3,520.01	-1,234.69
06/24/2010	11/23/2010	100	BANK OF AMERICA CORP	11.15	15.06	1,114.79	1,506.45	-391.66
06/29/2010	11/23/2010	100	BANK OF AMERICA CORP	11.15	14.68	1,114.79	1,468.00	-353.21
07/02/2010	11/23/2010	200	BANK OF AMERICA CORP	11.15	13.82	2,229.58	2,763.74	-534.16
06/28/2010	11/23/2010	40	PROCTER & GAMBLE CO	62.56	60.30	2,502.24	2,412.02	90.22
06/30/2010	11/23/2010	50	PROCTER & GAMBLE CO	62.56	60.16	3,127.79	3,008.09	119.70
02/05/2010	11/26/2010	450	MOTOROLA INC	7.83	6.39	3,524.81	2,874.28	650.53
04/21/2010	12/06/2010	175	LOWE'S COS INC	24.81	26.67	4,341.31	4,667.41	-326.10
-04/14/2010	12/09/2010	15	COSTCO WHOLESALE CORP	70.57	59.43	1,058.51	891.41	167.10
04/22/2010	12/09/2010	50	ILLINOIS TOOL WORKS	50.49	51.48	2,524.28	2,573.97	-49.69
08/19/2010	12/10/2010	20	CF INDUSTRIES HOLDINGS INC	122.72	89.36	2,454.33	1,787.20	667.13
05/05/2010	12/10/2010	50	HEWLETT-PACKARD CO	42.51	50.94	2,125.49	2,546.80	-421.31

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01/08/2010	12/10/2010	50	VERTEX PHARMACEUTICALS INC	34.21	40.60	1,710.30	2,030.02	-319.72		
01/21/2010	12/14/2010	25	***COVIDIEN PLC	45.09	51.39	1,127.18	1,284.67	-157.49		
05/04/2010	12/14/2010	30	***COVIDIEN PLC	45.09	46.97	1,352.62	1,409.14	-56.52		
06/02/2010	12/17/2010	50	HEWLETT-PACKARD CO	41.95	46.52	2,097.74	2,326.02	-228.28		
05/04/2010	12/21/2010	45	***COVIDIEN PLC	45.67	46.97	2,054.98	2,113.72	-58.74		
06/21/2010	12/21/2010	175	NEWS CORP	14.44	13.92	2,526.91	2,435.18	91.73		
04/21/2010	12/21/2010	225	PEPCO HOLDINGS INC	18.26	16.70	4,109.27	3,756.76	352.51		
05/04/2010	12/22/2010	85	COMCAST CORP-CL A	22.22	19.85	1,889.09	1,687.29	201.80		
07/29/2010	12/23/2010	95	HESS CORP	75.77	53.42	7,198.30	5,074.75	2,123.55		
03/05/2010	12/30/2010	20	PEPSICO INC	65.22	64.07	1,304.36	1,281.31	23.05		
SUBTOTAL FOR SHORT-TERM								1,842,843.27	1,657,160.35	185,682.92
LONG-TERM										
01/16/2008	01/05/2010	75	SPRINT NEXTEL CORP	4.10	11.95	307.82	896.22	-588.40		
04/09/2008	01/05/2010	275	SPRINT NEXTEL CORP	4.10	6.57	1,128.68	1,807.03	-678.35		
09/22/2008	01/05/2010	100	SPRINT NEXTEL CORP	4.10	6.74	410.43	674.27	-263.84		
09/25/2008	01/07/2010	15	APPLE INC	210.86	130.95	3,162.83	1,964.18	1,198.65		
4	CME GROUP INC	4	CME GROUP INC	329.38	548.06	1,317.51	2,192.26	-874.75		
03/10/2008	01/20/2010	4	CME GROUP INC	329.38	489.20	1,317.51	1,956.81	-639.30		
05/16/2008	01/20/2010	5	CME GROUP INC	329.38	476.10	1,646.89	2,380.51	-733.62		
11/28/2008	01/22/2010	16	TIME WARNER INC	27.45	18.38	439.16	294.02	145.14		
01/07/2008	01/22/2010	25	TIME WARNER INC	27.45	21.12	686.19	528.08	158.11		
08/20/2008	01/22/2010	45	WESTERN DIGITAL CORP	41.39	28.28	1,862.71	1,272.42	590.29		
09/02/2008	01/22/2010	25	WESTERN DIGITAL CORP	41.39	27.06	1,034.84	676.45	358.39		
12/09/2008	01/25/2010	8	**BUNGE LTD	62.79	41.50	502.31	332.00	170.31		
06/28/2006	01/25/2010	45	PFIZER INC	19.00	22.95	855.01	1,032.77	-177.76		
07/06/2006	01/25/2010	75	PFIZER INC	19.00	23.80	1,425.02	1,784.72	-359.70		
11/13/2006	01/25/2010	50	PFIZER INC	19.00	25.85	950.01	1,292.69	-342.68		
05/08/2007	01/25/2010	75	PFIZER INC	19.00	27.33	1,425.01	2,049.55	-624.54		
05/17/2007	01/25/2010	100	PFIZER INC	19.00	27.30	1,900.02	2,729.80	-829.78		
06/27/2007	01/25/2010	80	PFIZER INC	19.00	25.59	1,520.02	2,047.13	-527.11		
07/03/2008	01/26/2010	64	MERCK & CO. INC.	38.48	19.65	2,462.64	1,257.52	1,205.12		
09/25/2008	01/28/2010	32	WAL-MART STORES INC	52.68	59.69	1,685.66	1,910.18	-224.52		
12/09/2008	01/28/2010	10	WAL-MART STORES INC	52.68	56.69	526.77	566.87	-40.10		
09/25/2008	02/05/2010	70	INTEL CORP	19.16	18.93	1,340.90	1,325.45	15.45		
06/11/2008	02/05/2010	15	QUALCOMM INC	37.81	46.61	567.18	699.13	-131.95		
07/16/2008	02/05/2010	20	QUALCOMM INC	37.81	46.61	756.24	932.30	-176.06		
07/28/2008	02/05/2010	25	QUALCOMM INC	37.81	54.42	945.30	1,360.49	-415.19		
08/15/2008	02/05/2010	20	QUALCOMM INC	37.81	56.32	756.24	1,126.43	-370.19		
09/29/2008	02/05/2010	20	QUALCOMM INC	37.81	43.43	756.24	868.54	-112.30		
12/18/2008	02/05/2010	55	QUALCOMM INC	37.81	34.77	2,079.66	1,912.27	167.39		
11/14/2007	02/11/2010	5	AIR PRODUCTS & CHEMICALS INC	68.39	97.93	341.95	489.64	-147.69		
11/19/2007	02/11/2010	10	AIR PRODUCTS & CHEMICALS INC	68.39	92.95	683.90	929.50	-245.60		
10/26/2007	02/22/2010	125	AT&T INC	25.03	41.30	3,128.66	5,162.53	-2,033.87		
11/10/2008	02/26/2010	50	J.C. PENNEY CO INC	27.73	20.26	1,386.28	1,013.20	373.08		
12/19/2006	03/04/2010	14	FRANKLIN RESOURCES INC	105.06	112.51	1,470.85	1,575.19	-104.34		

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
07/25/2008	03/08/2010	16	DEVON ENERGY CORPORATION	69.35	94.48	1,109.64	1,511.65	-402.01
10/06/2008	03/08/2010	10	DEVON ENERGY CORPORATION	69.35	76.59	693.52	765.91	-72.39
01/28/2009	03/08/2010	15	DEVON ENERGY CORPORATION	69.35	64.32	1,040.29	964.73	75.56
02/26/2009	03/08/2010	10	DEVON ENERGY CORPORATION	69.35	46.86	693.52	468.64	224.88
08/19/2008	03/11/2010	35	MORGAN STANLEY	29.89	37.79	1,046.00	1,322.74	-276.74
08/26/2008	03/11/2010	25	MORGAN STANLEY	29.89	37.93	747.14	948.24	-201.10
01/08/2007	03/30/2010	20	CONOCOPHILLIPS	51.21	67.97	1,024.29	1,359.45	-335.16
08/27/2007	03/30/2010	40	CONOCOPHILLIPS	51.21	80.80	2,048.58	3,231.98	-1,183.40
09/13/2007	03/30/2010	25	CONOCOPHILLIPS	51.21	85.52	1,280.36	2,138.03	-857.67
08/25/2008	03/30/2010	85	RRI ENERGY INC	3.80	16.51	323.30	1,403.49	-1,080.19
12/19/2008	03/30/2010	90	RRI ENERGY INC	3.80	5.50	342.31	495.05	-152.74
03/15/2007	04/15/2010	5	GOOGLE INC-CL A	595.13	446.35	2,975.66	2,231.75	743.91
07/20/2004	04/16/2010	1	GOLDMAN SACHS GROUP INC	161.72	88.82	161.72	88.82	72.90
09/11/2007	04/16/2010	6	GOLDMAN SACHS GROUP INC	161.72	184.38	970.31	1,106.30	-135.99
09/12/2008	04/16/2010	9	GOLDMAN SACHS GROUP INC	161.72	157.36	1,455.47	1,416.24	39.23
11/06/2008	04/16/2010	8	GOLDMAN SACHS GROUP INC	161.72	86.60	1,293.75	692.81	600.94
12/02/2008	04/16/2010	5	GOLDMAN SACHS GROUP INC	161.72	64.08	808.59	320.40	488.19
09/13/2007	04/19/2010	5	***DEUTSCHE BANK AG-REGISTERED	73.46	126.28	367.28	631.39	-264.11
03/14/2008	04/19/2010	20	***DEUTSCHE BANK AG-REGISTERED	73.46	108.77	1,469.11	2,175.47	-706.36
03/03/2009	04/19/2010	15	***DEUTSCHE BANK AG-REGISTERED	73.46	24.72	1,101.83	370.86	730.97
09/09/2005	04/21/2010	9	***ALCON INC	158.65	122.63	1,427.88	1,103.71	324.17
07/20/2004	05/04/2010	55	XL CAPITAL LTD -CLASS A	17.12	72.55	941.64	3,990.11	-3,048.47
09/25/2008	05/04/2010	55	XL CAPITAL LTD -CLASS A	17.12	17.74	941.64	975.85	-34.21
06/10/2008	05/12/2010	150	MOTOROLA INC	7.02	9.04	1,052.25	1,356.20	-303.95
09/29/2008	05/12/2010	175	MOTOROLA INC	7.02	7.08	1,227.63	1,239.23	-11.60
11/26/2008	05/12/2010	200	MOTOROLA INC	7.02	4.05	1,403.00	810.30	592.70
10/14/2008	05/13/2010	15	***NOKIA CORP-SPON ADR	10.77	17.44	161.60	261.64	-100.04
01/23/2009	05/13/2010	110	***NOKIA CORP-SPON ADR	10.77	12.32	1,185.05	1,355.43	-170.38
02/06/2009	05/13/2010	50	***NOKIA CORP-SPON ADR	10.77	13.38	538.66	669.18	-130.52
02/09/2009	05/13/2010	75	***NOKIA CORP-SPON ADR	10.77	13.30	807.99	997.19	-189.20
03/10/2009	05/13/2010	50	***NOKIA CORP-SPON ADR	10.77	9.67	538.66	483.63	55.03
04/27/2009	05/19/2010	55	UNUM GROUP	21.95	15.28	1,207.08	840.19	366.89
06/04/2009	06/14/2010	20	***ARCELORMITTAL-NY REGISTERED	29.75	34.17	595.00	683.48	-88.48
06/05/2009	06/14/2010	20	***ARCELORMITTAL-NY REGISTERED	29.75	35.34	595.00	706.78	-111.78
07/20/2004	06/14/2010	7	AOL INC	20.75	27.54	145.25	192.79	-47.54
09/05/2008	06/14/2010	3	AOL INC	20.75	27.30	62.25	81.90	-19.65
09/05/2008	06/14/2010	1	AOL INC	20.75	19.47	20.75	19.47	1.28
11/28/2008	06/14/2010	2	AOL INC	20.75	16.91	41.50	33.83	7.67
01/07/2009	06/14/2010	2	AOL INC	20.75	19.44	41.50	38.89	2.61
04/17/2009	06/14/2010	5	AOL INC	20.75	18.84	103.75	94.18	9.57
05/06/2009	06/14/2010	40	***CREDIT SUISSE GROUP-SPON AD	39.34	38.60	1,573.60	1,544.03	29.57
11/23/2007	06/14/2010	20	CAMERON INTERNATIONAL CORP	35.79	46.70	715.80	934.02	-218.22
02/05/2009	06/14/2010	25	CAMERON INTERNATIONAL CORP	35.79	21.32	894.75	532.92	361.83
03/31/2009	06/14/2010	30	CAMERON INTERNATIONAL CORP	35.79	22.30	1,073.70	668.91	404.79
01/09/2007	06/14/2010	20	CISCO SYSTEMS INC	22.75	28.52	455.00	570.46	-115.46
*02/20/2007	06/14/2010	50	CISCO SYSTEMS INC	22.75	27.57	1,137.50	1,378.38	-240.88
10/24/2007	06/14/2010	45	CISCO SYSTEMS INC	22.75	30.86	1,023.75	1,388.86	-365.11
03/16/2009	06/14/2010	28	DANAHER CORP	39.66	27.03	1,110.48	756.96	353.52
05/28/2009	06/14/2010	14	DANAHER CORP	39.66	30.24	555.24	423.40	131.84

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06/05/2009	06/14/2010	38	DANAHER CORP	39.66	31.86	1,507.08	1,210.76	296.32
11/12/2008	06/14/2010	26	GENERAL MILLS INC	38.09	32.29	990.34	839.63	150.71
08/15/2006	06/14/2010	40	GILEAD SCIENCES INC	34.64	30.98	1,385.60	1,239.16	146.44
03/15/2007	06/14/2010	30	GILEAD SCIENCES INC	34.64	34.95	1,039.20	1,048.56	-9.36
03/15/2007	06/14/2010	20	HEWLETT-PACKARD CO	46.88	39.63	937.60	792.58	145.02
03/03/2008	06/14/2010	25	HEWLETT-PACKARD CO	46.88	47.45	1,172.00	1,186.15	-14.15
04/24/2008	06/14/2010	25	HEWLETT-PACKARD CO	46.88	48.44	1,172.00	1,210.97	-38.97
06/11/2008	06/14/2010	25	HEWLETT-PACKARD CO	46.88	47.00	1,172.00	1,174.95	-2.95
06/18/2008	06/14/2010	25	HEWLETT-PACKARD CO	46.88	46.82	1,172.00	1,170.40	1.60
07/24/2008	06/14/2010	25	HEWLETT-PACKARD CO	46.88	43.97	1,172.00	1,099.19	72.81
05/28/2009	06/14/2010	15	ILLINOIS TOOL WORKS	45.65	32.26	684.75	483.85	200.90
06/04/2009	06/14/2010	20	KOHL'S CORP	52.29	45.97	1,045.80	919.49	126.31
03/22/2007	06/14/2010	5	MACY'S INC	21.73	46.10	108.65	230.48	-121.83
04/30/2007	06/14/2010	25	MACY'S INC	21.73	44.45	543.25	1,111.34	-568.09
05/09/2007	06/14/2010	50	MACY'S INC	21.73	43.83	1,086.50	2,191.49	-1,104.99
06/27/2007	06/14/2010	50	MACY'S INC	21.73	39.00	1,086.50	1,950.00	-863.50
06/10/2009	06/14/2010	2	NVR INC	675.02	500.34	1,350.04	1,000.68	349.36
06/27/2007	06/14/2010	20	PFIZER INC	15.33	25.59	306.60	511.78	-205.18
06/28/2007	06/14/2010	20	SCHLUMBERGER LTD	58.66	86.58	1,173.20	1,731.51	-558.31
08/21/2007	06/14/2010	15	SCHLUMBERGER LTD	58.66	89.65	879.90	1,344.68	-464.78
11/23/2007	06/14/2010	15	SCHLUMBERGER LTD	58.66	93.31	879.90	1,399.70	-519.80
12/18/2008	06/14/2010	20	SCHLUMBERGER LTD	58.66	42.25	1,173.20	845.07	328.13
06/27/2007	06/14/2010	15	TRAVELERS COS INC/THE	50.05	52.63	750.75	789.41	-38.66
09/04/2008	06/14/2010	25	TRAVELERS COS INC/THE	50.05	44.13	1,251.25	1,103.19	148.06
07/20/2004	06/14/2010	19	TIME WARNER CABLE	54.68	52.31	1,038.92	993.85	45.07
09/04/2008	06/14/2010	8	TIME WARNER CABLE	54.68	52.77	437.44	422.19	15.25
09/05/2008	06/14/2010	2	TIME WARNER CABLE	54.68	50.18	109.36	100.37	8.99
11/28/2008	06/14/2010	6	TIME WARNER CABLE	54.68	29.07	328.08	174.41	153.67
01/07/2009	06/14/2010	6	TIME WARNER CABLE	54.68	33.41	328.08	200.49	127.59
05/04/2009	06/14/2010	20	TIME WARNER CABLE	54.68	34.77	1,093.60	695.40	398.20
05/08/2009	06/14/2010	50	WELLS FARGO & COMPANY	27.40	22.00	1,370.00	1,100.00	270.00
07/20/2004	06/14/2010	7,157	BERNSTEIN INTERNATIONAL	13.30	18.32	95,198.85	131,131.17	-35,932.32
12/10/2004	06/14/2010	.808	PORTFOLIO					
12/07/2005	06/14/2010	130	BERNSTEIN INTERNATIONAL	13.30	20.17	1,737.54	2,635.05	-897.51
12/07/2005	06/14/2010	.642	PORTFOLIO					
12/12/2006	06/14/2010	190	BERNSTEIN INTERNATIONAL	13.30	23.55	2,534.59	4,487.95	-1,953.36
12/12/2006	06/14/2010	.571	PORTFOLIO					
12/11/2007	06/14/2010	1,962	BERNSTEIN INTERNATIONAL	13.30	25.65	26,100.28	50,336.27	-24,235.99
12/11/2007	06/14/2010	.427	PORTFOLIO					
09/03/2008	06/14/2010	1,514	BERNSTEIN INTERNATIONAL	13.30	25.26	20,148.17	38,266.38	-18,118.21
09/03/2008	06/14/2010	.900	PORTFOLIO					
09/04/2008	06/14/2010	83	BERNSTEIN INTERNATIONAL	13.30	19.09	1,114.73	1,600.00	-485.27
09/04/2008	06/14/2010	.814	PORTFOLIO					
09/05/2008	06/14/2010	139	BERNSTEIN INTERNATIONAL	13.30	18.24	1,859.38	2,550.00	-690.62
09/05/2008	06/14/2010	.803	PORTFOLIO					
02/04/2009	06/14/2010	113	BERNSTEIN INTERNATIONAL	13.30	18.07	1,508.86	2,050.00	-541.14
02/04/2009	06/14/2010	.448	PORTFOLIO					
02/04/2009	06/14/2010	77	BERNSTEIN INTERNATIONAL	13.30	11.01	1,026.80	850.00	176.80
02/04/2009	06/14/2010	.203	PORTFOLIO					

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03/13/2009	06/14/2010	226	BERNSTEIN INTERNATIONAL	13.30	9.71	3,013.39	2,200.00	813.39
		.571	PORTFOLIO					
03/16/2009	06/14/2010	76	BERNSTEIN INTERNATIONAL	13.30	9.79	1,018.90	750.00	268.90
		.609	PORTFOLIO					
08/15/2006	06/30/2010	5	GILEAD SCIENCES INC	34.79	30.98	173.94	154.90	19.04
07/08/2009	07/12/2010	5	GOOGLE INC-CL A	476.22	403.28	2,381.10	2,016.41	364.69
07/08/2009	07/15/2010	40	INTEL CORP	21.30	16.11	851.95	644.38	207.57
07/08/2009	07/15/2010	65	SCHLUMBERGER LTD	57.73	49.31	3,752.52	3,204.96	547.56
07/08/2009	07/16/2010	45	COSTCO WHOLESALE CORP	55.11	45.02	2,479.89	2,025.88	454.01
07/08/2009	07/22/2010	75	DANAHER CORP	37.23	28.97	2,792.24	2,172.46	619.78
07/08/2009	07/23/2010	1,100	MOTOROLA INC	7.77	6.10	8,542.49	6,709.89	1,832.60
07/08/2009	07/28/2010	65	MERCK & CO. INC.	35.15	28.34	2,284.54	1,842.21	442.33
07/08/2009	08/02/2010	120	CAHERON INTERNATIONAL CORP	40.90	25.28	4,907.60	3,033.73	1,873.87
07/08/2009	08/09/2010	60	MERCK & CO INC.	35.33	28.34	2,120.01	1,700.51	419.50
08/06/2009	08/12/2010	80	***ARCELORMITTAL-NY REGISTERED	30.31	37.71	2,424.43	3,016.91	-592.48
07/17/2009	08/12/2010	130	INTEL CORP	19.50	18.67	2,535.36	2,426.95	108.41
07/14/2009	08/13/2010	45	CIMAREX ENERGY CO	68.20	28.92	3,069.14	1,301.59	1,767.55
07/08/2009	08/17/2010	300	TEXTRON INC	18.21	8.83	5,462.76	2,649.66	2,813.10
07/08/2009	08/18/2010	75	ILLINOIS TOOL WORKS	42.83	34.96	3,211.88	2,622.16	589.72
07/08/2009	08/20/2010	60	DANAHER CORP	36.28	28.97	2,176.50	1,737.97	438.53
07/08/2009	08/24/2010	50	COSTCO WHOLESALE CORP	54.60	45.02	2,729.89	2,250.98	478.91
07/08/2009	08/24/2010	90	GILEAD SCIENCES INC	32.25	45.08	2,902.56	4,057.16	-1,154.60
07/17/2009	08/27/2010	265	INTEL CORP	18.31	18.67	4,851.59	4,947.23	-95.64
07/08/2009	08/27/2010	175	***TYCO ELECTRONICS LTD	25.01	17.24	4,376.53	3,017.72	1,358.81
08/10/2009	08/27/2010	175	***TYCO ELECTRONICS LTD	25.01	22.16	4,376.52	3,878.68	497.84
07/08/2009	08/30/2010	40	TARGET CORP	51.11	37.05	2,044.33	1,481.81	562.52
07/08/2009	08/30/2010	40	VISA INC - CLASS A SHRS	70.11	58.93	2,804.51	2,357.17	447.34
07/08/2009	09/03/2010	35	TARGET CORP	52.85	37.05	1,849.88	1,296.59	553.29
07/08/2009	09/09/2010	7	GOOGLE INC-CL A	479.47	403.28	3,356.29	2,822.98	533.31
07/08/2009	09/14/2010	40	TARGET CORP	53.98	37.05	2,159.06	1,481.81	677.25
07/27/2009	09/15/2010	181	HEWLETT-PACKARD CO	39.81	41.33	7,206.32	7,481.29	-274.97
07/27/2009	09/17/2010	45	HEWLETT-PACKARD CO	39.47	41.33	1,776.20	1,859.99	-83.79
07/08/2009	09/21/2010	3,346	BERNSTEIN INTERNATIONAL	14.94	11.91	50,000.00	39,859.44	10,140.56
		.720	PORTFOLIO					
07/08/2009	09/22/2010	30	COSTCO WHOLESALE CORP	62.04	45.02	1,861.19	1,350.59	510.60
07/08/2009	09/22/2010	55	GILEAD SCIENCES INC	36.06	45.08	1,983.43	2,479.38	-495.95
07/08/2009	09/22/2010	10	VISA INC - CLASS A SHRS	70.20	58.93	701.96	589.29	112.67
07/08/2009	09/28/2010	180	TIME WARNER INC	30.94	21.97	5,568.70	3,954.88	1,613.82
07/17/2009	09/30/2010	50	INTEL CORP	19.26	18.67	962.78	933.44	29.34
09/22/2009	09/30/2010	80	INTEL CORP	19.26	19.63	1,540.46	1,570.19	-29.73
08/10/2009	09/30/2010	55	***TYCO ELECTRONICS LTD	29.33	22.16	1,613.37	1,219.02	394.35
07/27/2009	10/01/2010	45	HEWLETT-PACKARD CO	40.56	41.33	1,825.34	1,859.99	-34.65
07/08/2009	10/01/2010	40	TARGET CORP	53.46	37.05	2,138.40	1,481.81	656.59
07/08/2009	10/04/2010	60	GILEAD SCIENCES INC	35.35	45.08	2,121.26	2,704.78	-583.52
07/08/2009	10/06/2010	30	COSTCO WHOLESALE CORP	63.80	45.02	1,913.96	1,350.59	563.37
07/27/2009	10/06/2010	45	HEWLETT-PACKARD CO	40.71	41.33	1,831.94	1,859.99	-28.05
07/24/2009	10/07/2010	180	EMC CORP/MASS	19.56	15.04	3,521.18	2,706.45	814.73
08/06/2009	10/07/2010	25	FREEMPORT-MCMORAN COPPER	91.31	64.18	2,282.76	1,604.56	678.20
07/27/2009	10/08/2010	40	HEWLETT-PACKARD CO	41.10	41.33	1,644.11	1,653.32	-9.21

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07/08/2009	10/08/2010	20	TARGET CORP	54.20	37.05	1,083.97	740.91	343.06
07/08/2009	10/13/2010	120	TIME WARNER INC	31.20	21.97	3,743.92	2,636.59	1,107.33
08/06/2009	10/20/2010	10	FREEMONT-MCMORAN COPPER	95.46	64.18	954.57	641.82	312.75
10/07/2009	10/20/2010	60	ILLINOIS TOOL WORKS	46.73	43.85	2,803.80	2,630.73	173.07
07/08/2009	10/20/2010	80	PEPSICO INC	65.26	55.11	5,220.64	4,409.09	811.55
07/23/2009	10/22/2010	14	**ALCON INC	167.34	126.66	2,342.80	1,773.21	569.59
09/29/2009	10/22/2010	2	**ALCON INC	167.34	140.37	334.68	280.74	53.94
07/08/2009	10/22/2010	35	PEPSICO INC	65.08	55.11	2,277.96	1,928.98	348.98
07/27/2009	10/27/2010	30	COSTCO WHOLESALE CORP	62.77	45.02	1,883.22	1,350.59	532.63
07/08/2009	10/28/2010	40	HEWLETT-PACKARD CO	42.09	41.33	1,683.52	1,653.33	30.19
10/13/2009	10/28/2010	4	GOOGLE INC-CL A	615.79	403.28	2,463.15	1,613.13	850.02
07/08/2009	10/28/2010	30	TARGET CORP	52.33	50.59	1,569.80	1,517.77	52.03
10/14/2009	10/28/2010	10	TARGET CORP	52.33	50.92	523.26	509.19	14.07
07/08/2009	11/02/2010	40	**TEVA PHARMACEUTICAL-SP ADR	52.08	48.98	2,083.34	1,959.14	124.20
10/07/2009	11/03/2010	11	APPLE INC	310.03	135.94	3,410.28	1,495.36	1,914.92
10/07/2009	11/03/2010	45	ILLINOIS TOOL WORKS	46.21	43.85	2,079.66	1,973.05	106.61
07/08/2009	11/05/2010	145	TIME WARNER CABLE	62.04	29.84	8,995.96	4,326.73	4,669.23
07/08/2009	11/05/2010	10	TIME WARNER CABLE	62.04	29.84	620.41	298.40	322.01
07/08/2009	11/08/2010	60	PEPSICO INC	65.09	55.11	3,905.22	3,306.82	598.40
10/28/2009	11/09/2010	35	KOHL'S CORP	48.32	46.41	1,691.09	1,624.37	66.72
07/08/2009	11/17/2010	55	ILLINOIS TOOL WORKS	52.34	42.94	2,878.55	2,361.82	516.73
07/08/2009	11/17/2010	25	PEPSICO INC	63.90	55.11	1,597.40	1,377.84	219.56
05/02/2006	11/18/2010	75	CBS CORP-CLASS B NON VOTING	16.48	25.72	1,236.32	1,929.09	-692.77
06/02/2006	11/18/2010	75	CBS CORP-CLASS B NON VOTING	16.48	26.81	1,236.32	2,010.82	-774.50
08/11/2006	11/18/2010	50	CBS CORP-CLASS B NON VOTING	16.48	26.25	824.21	1,312.45	-488.24
02/05/2009	11/18/2010	75	CBS CORP-CLASS B NON VOTING	16.48	5.70	1,236.31	427.73	808.58
07/08/2009	11/19/2010	30	COSTCO WHOLESALE CORP	66.53	45.02	1,995.76	1,350.59	645.17
06/11/2009	11/19/2010	95	D R HORTON INC	10.51	9.55	998.17	907.29	90.88
07/09/2009	11/19/2010	105	D R HORTON INC	10.51	8.66	1,103.25	909.08	194.17
10/14/2009	11/19/2010	30	TARGET CORP	55.33	50.92	1,659.98	1,527.59	132.39
10/28/2009	11/22/2010	70	ILLINOIS TOOL WORKS	47.25	46.41	3,307.51	3,248.75	58.76
07/08/2009	11/23/2010	275	ALTRIA GROUP INC	24.43	16.35	6,717.12	4,496.23	2,220.89
11/17/2009	11/23/2010	250	FORD MOTOR CO	15.80	8.91	3,951.03	2,228.35	1,722.68
07/31/2009	11/23/2010	375	PULTE GROUP INC	6.31	11.32	2,366.55	4,245.11	-1,878.56
07/09/2009	12/02/2010	325	D R HORTON INC	10.89	8.66	3,538.28	2,813.82	724.46
07/08/2009	12/02/2010	65	GILEAD SCIENCES INC	37.44	45.08	2,433.43	2,930.17	-496.74
01/06/2009	12/03/2010	65	ARCHER-DANIELS-MIDLAND CO	30.40	28.73	1,976.07	1,867.48	108.59
01/20/2009	12/03/2010	35	ARCHER-DANIELS-MIDLAND CO	30.40	25.63	1,064.04	897.00	167.04
02/04/2009	12/03/2010	15	ARCHER-DANIELS-MIDLAND CO	30.40	25.44	456.02	381.63	74.39
07/08/2009	12/03/2010	230	ARCHER-DANIELS-MIDLAND CO	30.40	26.64	6,992.25	6,126.31	865.94
07/08/2009	12/03/2010	25	TIME WARNER CABLE	65.98	29.84	1,649.61	745.99	903.62
07/08/2009	12/06/2010	100	CELGENE CORP	57.17	46.52	5,717.38	4,651.92	1,065.46
07/08/2009	12/09/2010	10	COSTCO WHOLESALE CORP	70.57	45.02	705.68	450.19	255.49
10/28/2009	12/09/2010	20	ILLINOIS TOOL WORKS	50.49	46.41	1,009.71	928.21	81.50
11/27/2009	12/09/2010	50	ILLINOIS TOOL WORKS	50.49	48.68	2,524.29	2,434.06	90.23
07/08/2009	12/10/2010	165	AT&T INC	28.85	23.59	4,760.09	3,893.16	866.93
07/08/2009	12/10/2010	5	AT&T INC	28.85	23.59	144.25	117.97	26.28
07/08/2009	12/10/2010	5	AT&T INC	28.85	23.59	144.25	117.97	26.28
07/27/2009	12/10/2010	10	HEWLETT-PACKARD CO	42.51	41.33	425.10	413.33	11.77

Capital Gains Report

SK FOUNDATION (Account: 888-15100)

January 1, 2010 through December 31, 2010

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss		
12/07/2009	12/10/2010	75	VERTEX PHARMACEUTICALS INC	34.21	39.40	2,565.45	2,955.33	-389.88		
07/08/2009	12/13/2010	50	KOHL'S CORP	53.45	42.94	2,672.61	2,147.10	525.51		
07/08/2009	12/13/2010	40	***TEVA PHARMACEUTICAL-SP ADR	53.43	48.98	2,137.36	1,959.14	178.22		
09/29/2009	12/17/2010	21	***ALCON INC	162.14	140.37	3,404.95	2,947.79	457.16		
09/29/2009	12/20/2010	11	***ALCON INC	161.70	140.37	1,778.70	1,544.08	234.62		
08/10/2009	12/20/2010	45	***TYCO ELECTRONICS LTD	35.14	22.16	1,581.37	997.37	584.00		
07/08/2009	12/22/2010	100	AT&T INC	29.02	23.59	2,902.07	2,359.50	542.57		
07/23/2009	12/22/2010	30	AT&T INC	29.02	25.26	870.62	757.81	112.81		
11/04/2009	12/22/2010	105	CONOCOPHILLIPS	66.87	51.49	7,021.14	5,406.86	1,614.28		
09/29/2009	12/30/2010	15	***ALCON INC	163.53	140.37	2,453.01	2,105.57	347.44		
07/08/2009	12/30/2010	25	PEPSICO INC	65.22	55.11	1,630.46	1,377.84	252.62		
SUBTOTAL FOR LONG-TERM								581,766.88	-39,879.68	
TOTAL								2,424,610.15	2,278,806.91	145,803.24

** ACCOUNT TOTALS **

CURRENT PERIOD - G/L 145,803.24

185,682.92
-39,879.68

SHORT TERM
LONG TERM

Capital-Gains Distributions: If you own shares of the Sanford C. Bernstein Fund, Inc., you may have received an annual capital-gains distribution (different from the capital gains or losses on securities sold, which are listed in this report). Long-term capital-gains distributions are a separate item on the I.R.S. forms, and appear on the Summary-of-Key-Items report.

Zero-Cost Transactions: If you transferred securities to Bernstein for which the purchase price was unavailable, the total capital-gains figure that appears on this report needs to be adjusted. Any such transactions are segregated on the Capital-Gains report, with the cost entered as zero. You will need to update the report data with the correct purchase information.

This information should be reviewed by your tax advisor or accountant.

PRIVATE CLIENT GROUP
 Realized Capital Gains and Losses with Estimated Amortization/Accretion
 01/04/2010 - 12/31/2010

SK Foundation
 Attn W A Stockard Jr President
 2001 Kirby Drive
 Suite 510
 Houston TX 77019

Entity: Private Client Group
 Account Executive: Robert Brandenberger
 William Brandenberger
 Phone: N/A
 Account Number: 677345684 basl
 Account Method: FIFO
 Run Date & Time: 03/02/2011 11:58:27

SECURITY ACTION	QUANTITY CURRENT	FACE	S/L TERM	SETTLEMENT DATE	ORIGINAL UNIT COST	ORIGINAL COST	AMORTIZED UNIT COST	AMORTIZED COST	LIQUIDATION DATE	LIQUIDATION PRICE	TOTAL PROCEEDS	REALIZED GAIN(LOSS)	PERCENT GAIN(LOSS)
MUNICIPAL BONDS													
.05364RAK5	AVERY TEX G.O. RANCH RD DIST NO 1 BOOK ENTRY ONLY BANK QUALIFIED OID 99.144 TO YLD 5.25%	5.150%	Due: 8/15/2013										
SLD	35,000.000	ST	04/01/2010	105.91	37,068.50	105.62	36,968.75	05/13/2010	106.40	37,240.00	271.25	0.73%	
.088365EB3	BEVAR CNTY TEX HOSP DIST CTFS OBLIG 2009B CALLABLE BOOK ENTRY ONLY TAXABLE	6.804%	Due: 2/15/2028										
SLD	175,000.000	ST	08/11/2009	105.35	184,357.25	105.07	183,879.02	04/01/2010	105.37	184,402.75	518.48	0.28%	
.159807K96	CHARLES CNTY MD CNTY COMRS PUB IMPT BDS 2006 CALLABLE BOOK ENTRY ONLY TAXABLE	5.125%	Due: 3/1/2021										
SLD	200,000.000	ST	08/24/2009	103.21	206,425.50	102.90	205,799.25	05/06/2010	101.90	203,796.50	(1,999.25)	(0.97)%	
.17240FGA2	CINCO SOUTHWEST MUD #1 CONTRACT REV TX BOOK ENTRY ONLY NON-CALLABLE	3.250%	Due: 12/1/2013										
SLD	10,000.000	ST	03/11/2010	101.77	10,176.50	101.68	10,167.95	05/21/2010	98.50	9,849.50	(317.95)	(3.13)%	
.196711LT0	COLORADO ST CTFS PARTN BUILD AMERICA BDS 2009B CALLABLE BOOK ENTRY ONLY TAXABLE	5.420%	Due: 9/15/2020										
SLD	170,000.000	ST	08/11/2009	102.88	174,889.30	102.73	174,648.46	05/06/2010	103.40	175,776.50	1,131.54	0.65%	
.215723GL5	COOK CNTY ILL CMNTY HIGH SCH D CMNTY HIGH SCH DIST 2007B CALLABLE BOOK ENTRY ONLY TAXABLE	6.000%	Due: 12/1/2022										
SLD	150,000.000	ST	08/24/2009	106.74	160,110.50	106.25	159,377.99	05/06/2010	104.80	157,196.50	(2,177.99)	(1.37)%	
.232760T40	CYPRESS-FAIRBANKS TEX INDPT SC GO SCH BDS 2009B CALLABLE BOOK ENTRY ONLY TAXABLE	6.529%	Due: 2/15/2031										
SLD	100,000.000	ST	08/06/2009	104.52	104,521.50	104.22	104,223.18	05/06/2010	101.20	101,196.50	(3,023.18)	(2.90)%	
.34681PDG1	FORT BEND CNTY TEX MUN UTIL DI G O BDS 2003 CALLABLE BOOK ENTRY ONLY	4.000%	Due: 9/1/2013										
SLD	90,000.000	ST	02/04/2010	102.77	92,496.50	102.25	92,026.70	05/21/2010	101.98	91,784.80	(244.70)	(0.27)%	
.378508JR7	GLENDALE HEIGHTS ILL GO BDS 2009 NON-CALLABLE BOOK ENTRY ONLY TAXABLE	4.000%	Due: 12/15/2016										
SLD	100,000.000	ST	08/17/2009	101.59	101,587.50	101.45	101,448.65	05/06/2010	100.70	100,696.50	(748.65)	(0.74)%	
.41420QDN5	HARRIS CNTY MUD #400 UNLTD TAX SERIES 2010, TX BOOK ENTRY ONLY BANK QUALIFIED NON-CALLABLE	3.100%	Due: 9/1/2015										
SLD	55,000.000	ST	04/29/2010	100.01	55,003.50	100.01	55,005.42	05/13/2010	99.31	54,618.65	(384.92)	(0.70)%	

PRIVATE CLIENT GROUP
 Realized Capital Gains and Losses with Estimated Amortization/Accretion
 01/04/2010 - 12/31/2010

Entity: Private Client Group
 Account Executive: Robert Brandenberger
 William Brandenberger
 Phone: N/A
 Account Number: 677345684 bas1
 Account Method: FIFO
 Run Date & Time: 03/02/2011 11:58:28

SK Foundation
 Attn W A Stockard Jr President
 2001 Kirby Drive
 Suite 510
 Houston TX 77019

SECURITY	QUANTITY	S/L	SETTLEMENT	ORIGINAL	AMORTIZED	AMORTIZED	LIQUIDATION	LIQUIDATION	TOTAL	REALIZED	PERCENT
ACTION	CURRENT	FACE	TERM	DATE	UNIT	COST	DATE	PRICE	PROCEEDS	GAIN(LOSS)	GAIN(LOSS)
.414983BX1	HARRIS CNTY TEX MUD #221 ULT TX BDS 2003 CALLABLE BOOK ENTRY ONLY	6.625%	Due: 5/1/2012	106.22	53,110.00	104.47	05/07/2010	104.47	52,236.50	(2.03)	0.00%
SLD	50,000.000	ST	12/18/2009								
.413916GX9	HARRIS CNTY TEX MUD NO 222 G O REF BDS 2005 BOOK ENTRY ONLY BANK QUALIFIED XLCA INSURED	4.000%	Due: 9/1/2013	105.35	26,337.50	105.03	05/18/2010	103.47	25,867.50	(389.96)	(1.49)%
SLD	25,000.000	ST	03/01/2010								
.41420EBL8	HARRIS CNTY TEX MUN UTIL DIST G O BDS 2004 CALLABLE BOOK ENTRY ONLY	4.500%	Due: 9/1/2016	102.54	25,636.00	102.45	05/13/2010	104.99	26,246.50	634.44	2.48%
SLD	25,000.000	ST	03/30/2010								
.413946ER7	HARRIS CNTY TEX MUN UTIL DIST G O BDS 2006 NON-CALLABLE BOOK ENTRY ONLY	5.000%	Due: 9/1/2013	107.55	53,774.50	107.02	05/18/2010	105.87	52,933.50	(577.11)	(1.08)%
SLD	50,000.000	ST	02/16/2010								
HCTE14	HARRIS CNTY TX MUD UTIL DIST NO 208 REDG-WTRWKS & SWR AMBAC -REG- O.I.D REOF @98.837 TO YLD 5.6% UT BANK QUALIFIED	5.500%	Due: 11/1/2014	100.36	50,178.50	100.33	05/10/2010	100.35	50,176.50	10.89	0.02%
SLD	50,000.000	ST	12/18/2009								
.546585CZ1	LOUISVILLE & JEFFERSON CNTY KY GO REF BDS 2009C NON-CALLABLE BOOK ENTRY ONLY TAXABLE	4.000%	Due: 12/1/2016	101.00	90,903.50	100.90	05/06/2010	101.80	91,616.50	812.97	0.90%
SLD	90,000.000	ST	08/21/2009								
.549199AH0	LUBBOCK TEX EDL FACS AUTH REV REF IMPRT REV BDS 2007 NON-CALLABLE BOOK ENTRY ONLY	4.125%	Due: 11/1/2014	99.01	64,353.50	99.01	05/14/2010	103.49	67,271.50	2,918.00	4.53%
SLD	65,000.000	ST	12/18/2009								
.59164GCM2	METRO WASTEWTR RECLAMATION DIS REV BDS 2009B NON-CALLABLE BOOK ENTRY ONLY TAXABLE	4.718%	Due: 4/1/2019	101.58	177,580.76	101.47	05/06/2010	100.80	176,396.50	(1,180.76)	(0.66)%
SLD	175,000.000	ST	08/18/2009								
.597502BD4	MIDLAND CNTY TEX HOSP DIST BUILD AMERICA BONDS-TAXABLE BOOK ENTRY ONLY CALLABLE	5.255%	Due: 5/15/2018	103.58	129,479.75	103.32	05/07/2010	101.70	127,121.50	(2,027.39)	(1.57)%
SLD	125,000.000	ST	08/26/2009								
.61370FAK6	MONTGOMERY CNTY TEX MUN UTIL D G O BDS 2004 CALLABLE BOOK ENTRY ONLY	4.500%	Due: 9/1/2014	103.00	25,749.25	102.82	05/21/2010	102.42	25,603.75	(101.19)	(0.39)%
SLD	25,000.000	ST	03/30/2010								
.61370FAL4	MONTGOMERY CNTY TEX MUN UTIL DIST #89 BOOK ENTRY ONLY OID 99.143 TO YLD 4.70% BANK QUALIFIED CALLABLE	4.600%	Due: 9/1/2015	103.23	25,807.00	103.07	05/14/2010	104.99	26,246.50	480.63	1.87%
SLD	25,000.000	ST	03/30/2010								

PRIVATE CLIENT GROUP
 Realized Capital Gains and Losses with Estimated Amortization/Accretion
 01/04/2010 - 12/31/2010

SK Foundation
 Attn W A Stockard Jr President
 2001 Kirby Drive
 Suite 510
 Houston TX 77019

Entity: Private Client Group
 Account Executive: Robert Brandenberger
 William Brandenberger
 Phone: N/A
 Account Number: 677345684 bas1
 Account Method: FIFO
 Run Date & Time: 03/02/2011 11:58:28

SECURITY ACTION	QUANTITY CURRENT	S/L FACE	SETTLEMENT TERM DATE	ORIGINAL UNIT COST	ORIGINAL COST	AMORTIZED UNIT COST	AMORTIZED COST	LIQUIDATION DATE	LIQUIDATION PRICE	TOTAL PROCEEDS	REALIZED GAIN(LOSS)	PERCENT GAIN(LOSS)
.MFP10 MOUNT PLEASANT TEX CTFS OBLIG - COMB TAX & REV BOOK ENTRY ONLY LT BANK QUALIFIED												
	10,000.000	ST	03/22/2010	100.04	10,003.50	100.00	10,000.00	05/20/2010	100.00	10,000.00	0.00	0.00%
4.500% Due: 5/15/2010												
	5,000.000	ST	12/18/2009	100.32	5,016.00	100.00	5,000.00	03/04/2010	100.00	5,000.00	0.00	0.00%
6.375% Due: 3/1/2010												
.MDA10 MT HOUSTON RD TEX MUN UTIL DIST -REG- REF-WTRWKS & SWR BANK QUALIFIED OID 98.017 TO YLD 6.6% MSF BEG 3/1/02												
	25,000.000	ST	03/30/2010	102.86	25,714.25	102.62	25,654.01	05/14/2010	103.49	25,871.50	218.49	0.85%
4.625% Due: 9/1/2013												
.6921593F1 OYSTER BAY N Y PUB IMPT- SER B CALLABLE BOOK ENTRY ONLY												
	20,000.000	ST	12/18/2009	102.02	20,403.50	100.00	20,000.00	04/20/2010	102.00	20,400.00	0.00	0.00%
5.000% Due: 4/15/2026												
.796242NL5 SAN ANTONIO TEX ARPT SYS REV BDS 2007 SUBJ TO AMT												
	100,000.000	ST	12/16/2009	107.49	107,493.50	107.06	107,060.04	05/13/2010	104.55	104,546.50	(2,510.04)	(2.34)%
5.000% Due: 7/1/2016												
.852634B2 STAMFORD CONN GO BDS BUILD AMERICA BONDS NON-CALLABLE BOOK ENTRY ONLY TAXABLE												
	175,000.000	ST	08/12/2009	100.66	176,148.00	100.61	176,071.65	03/19/2010	101.30	177,268.00	1,203.35	0.68%
4.500% Due: 8/1/2018												
.882722KB6 TEXAS PUB FIN AUTH TAXABLE GO SERIES 2009B-2 BABS BOOK ENTRY ONLY CALLABLE												
	100,000.000	ST	08/27/2009	100.00	100,003.50	100.00	100,003.50*	02/02/2010	103.12	103,121.50	3,118.00	3.12%
5.763% Due: 10/1/2024												
.882722KC4 TEXAS PUB FIN AUTH TAXABLE GO SERIES 2009B-2 BABS BOOK ENTRY ONLY CALLABLE												
	100,000.000	ST	08/27/2009	100.00	100,003.50	100.00	100,003.50*	02/02/2010	104.12	104,121.50	4,118.00	4.12%
5.913% Due: 10/1/2025												
.916856BX4 UFTOWN DEV AUTH TEX TAX INCREM REV BDS 2002 A NON-CALLABLE BOOK ENTRY ONLY												
	45,000.000	ST	04/12/2010	106.01	47,703.50	105.74	47,584.38	05/21/2010	105.18	47,330.20	(253.38)	(0.53)%
5.250% Due: 9/1/2012												
.970046GV4 WILLIAMSON-TRAVIS CNTYS TEX MU G.O REF BDS 2002 NON-CALLABLE BOOK ENTRY ONLY												
	50,000.000	ST	02/22/2010	103.83	51,913.50	103.23	51,615.69	05/18/2010	102.44	51,218.00	(395.69)	(0.77)%
4.300% Due: 9/1/2011												

MUNICIPAL BONDS:
 TOTAL S/T: 2,420,000.000 \$2,494,128.55 \$2,487,688.65 \$ (898.15) (0.04)%

PRIVATE CLIENT GROUP
 Realized Capital Gains and Losses with Estimated Amortization/Accretion
 01/04/2010 - 12/31/2010

SK Foundation

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SECURITY	QUANTITY	S/L	SETTLEMENT	ORIGINAL	AMORTIZED	LIQUIDATION	LIQUIDATION	TOTAL	REALIZED	PERCENT
ACTION	CURRENT	FACE	TERM	DATE	UNIT	COST	DATE	PRICE	GAIN(LOSS)	GAIN(LOSS)
						\$2,487,688.65			\$2,487,152.15	\$(898.15) (0.04)%
						\$2,494,128.55			\$2,487,152.15	\$(898.15) (0.04)%

ACCOUNT TOTALS:

SHORT TERM 2,420,000.000
 NET LONG: 2,420,000.000

Please see Appendix for important disclaimers, disclosures, and definitions for this report.

Adjustment 361.15
(537.00)

APPENDIX

* Amortized cost is not available for this product

This report is provided as a courtesy to our customers and summarizes estimated gains, losses, and amortization (depreciation) and accretion (accrual) information for securities listed in this report that have been sold by Southwest Securities, Inc., as of the period reported. This report is general in nature and should not be construed as legal or tax advice. Additionally, this report (a) does not replace your regular Customer Statements or confirmations; (b) is not a solicitation to complete a transaction with Southwest Securities, Inc., or its affiliates; and (c) does not detail the overall performance of any investment portfolio held with, or managed by, Southwest Securities, Inc., or its financial professionals and affiliates.

The customer or customer's financial professional or other sources considered reliable may have supplied the data for this report; however, neither Southwest Securities nor its financial professionals guarantee or verify the accuracy of this data. In calculating gains/losses, Southwest Securities uses a First-In/First-Out (FIFO) accounting method. To determine whether a capital gain or loss has been realized, Southwest Securities may have, or may in the future, make adjustments to the original costs and liquidation prices of the securities mentioned to recognize specific events including, but not limited to, transaction costs.**

Terms Used in this Report:

Quantity Current Face = number of units bought/sold

S/L Term = "S" designates short-term security held for 12 months or less; "L" designates long-term security held more than 12 months

Original Unit Cost (cost basis) = original purchase price plus transaction costs**

Original Cost (cost basis) = quantity sold X original unit cost

Amortized / Accreted Unit Cost = estimated, includes transaction costs, and is calculated using the Constant Yield Method (see U.S. Internal Revenue Service Publication 1212, "Guide to Original Issue Discount Instruments" at <http://www.irs.gov/pub/irs-pdf/pi212.pdf>, or consult your tax advisor)**

Amortized / Accreted Cost = quantity sold X amortized / accreted unit cost

Liquidation Price = sale price per unit plus transaction costs**

Realized Gain (Loss) = estimated amount gained or lost from the sale of the listed security; gain or loss is the difference between the amount realized on the sale, exchange, or redemption of the listed security and your amortized/accreted cost basis in the security

Percent Gain (Loss) = the gain or loss portion of total proceeds resulting from the sale of the listed security

Securities Protection Because of Southwest Securities' membership with Securities Investor Protection Corporation (SIPC), the SIPC protects the securities held at Southwest in customer accounts (as defined by SIPC) up to a maximum of \$500,000 per customer, including up to \$100,000.00 for cash. You may obtain information about the SIPC, including the SIPC brochure, by contacting SIPC at www.sipc.org or (202) 371-8300. Southwest Securities has purchased additional securities protection up to an aggregate of \$100 million. This protection does not apply to any decline in the market value of your securities. For more details, talk with your financial professional.

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**Your Southwest Securities, Inc., affiliated financial professional can provide transaction costs reflected in this report, or answer questions that you may have about this report.

Investor Education - For additional tax information, you may call the Internal Revenue Service at 1-800-829-1040 or visit www.irs.gov. For complete information about a specific issue listed in this report, including expenses, charges, risks and other important information, obtain a prospectus, offering circular, official statement, or term sheet from your Private Client Group financial professional or the issuer. Additional investor education is available through FINRA (Financial Industry Regulatory Authority) at <http://www.finra.org/Investors/index.htm>; Securities Industry and Financial Markets Association (SIFMA) at <http://www.investinginbonds.com/>; and Municipal Securities Rulemaking Board (MSRB) at <http://www.msrb.org> and <http://www.emma.msrb.org>.

Grants and Contributions Paid During the Year

Recipient name	Address	Recipient Status	Purpose of Grant	Amount
All addresses are Houston unless otherwise specified				
Bo's Place		Public charity	charitable	1000
Gulf Coast Bird Observatory	Lake Jackson, Tx	Public charity	charitable	101000
Houston Humane Society		Public charity	charitable	250
Lamar High School		Public charity	educational	5000
Little Woman Home for Animals	Huntsville, Tx	Public charity	charitable	250
Spay & Neuter Assistance Program		Public charity	charitable	250
SPCA		Public charity	charitable	250
Star of Hope		Public charity	charitable	1,000
Orthapedic Associates		Public charity	charitable	1,000
National Alliance on Mental Health		Public charity	charitable	250
Last Chance Forever	San Antonio, Tx	Public charity	charitable	250
Turtle Survival Alliance	Fort Worth, Tx	Public charity	charitable	500
Camp for All		Public charity	charitable	3,000
The Chinquapin School		Public charity	charitable	1,000
Center for Hearing & Speech		Public charity	charitable	1,000
Friends of Lake McQueeney	McQueeney, Tx	Public charity	charitable	1,000
McQueeney Volunteer Fire Dept	McQueeney, Tx	Public charity	charitable	1,000
Open Door Mission Foundation		Public charity	charitable	1,000
Periwinkle Foundation		Public charity	charitable	1,000
River Oaks Baptist School		Public charity	charitable	1,000
Robbin Parish Scholarship Fund		Public charity	charitable	1,000
Yellowstone Academy		Public charity	charitable	1,000
Life Houston		Public charity	charitable	500
Consortium on Aging		Public charity	charitable	1,000
				124,500

SK FOUNDATION
 INVESTMENT - CORPORATE STOCKS
 31-Dec-10

Qty.	Description	Total Cost	Market Value
103,602 348	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	\$ 1,406,408	\$ 1,421,424
34,332 160	BERNSTEIN INTERNATIONAL STANFORD CPORTFOLIO	\$ 410,087	\$ 536,268
3,694 390	BERNSTEIN EMERGING MARKETS PORTFOLIO	\$ 99,725	\$ 123,023
1,800 000	JPMORGAN CHASE & CO	\$ 62,064	\$ 76,356
195.000	APPLE INC	\$ 30,691	\$ 62,899
275 000	GOLDMAN SACHS GROUP INC	\$ 41,671	\$ 46,244
550 000	SCHLUMBERGER LTD	\$ 29,432	\$ 45,925
74.000	GOOGLE INC-CL A	\$ 32,112	\$ 43,954
1,310 000	WELLS FARGO & COMPANY	\$ 35,754	\$ 40,597
550 000	JOHNSON & JOHNSON	\$ 33,081	\$ 34,018
1,900.000	PFIZER INC	\$ 28,732	\$ 33,269
192.000	ALCON INC	\$ 28,643	\$ 31,373
810 000	GILEAD SCIENCES INC	\$ 36,503	\$ 29,354
520 000	KOHL'S CORP	\$ 25,348	\$ 28,257
770.000	DOW CHEMICAL	\$ 21,774	\$ 26,288
1,495.000	FORD MOTOR CO	\$ 18,304	\$ 25,101
375 000	NORTHROP GRUMMAN CORP	\$ 22,481	\$ 24,293
775.000	ORACLE CORP	\$ 22,244	\$ 24,258
525.000	ASTRAZENECA PLC-SPONS ADR	\$ 22,572	\$ 24,250
1,625.000	NEWS CORP	\$ 19,216	\$ 23,660
1,020 000	EMC CORP/MASS	\$ 17,429	\$ 23,358
1,100.000	CISCO SYSTEMS INC	\$ 24,343	\$ 22,253
465 000	DANAHER CORP	\$ 14,955	\$ 21,934
300 000	UNITED PARCEL SERVICE-CL B	\$ 20,310	\$ 21,774
275.000	DEVON ENERGY CORPORATION	\$ 18,417	\$ 21,590
1,500 000	DELL INC	\$ 20,081	\$ 20,325
295.000	TIME WARNER CABLE	\$ 10,470	\$ 19,479
225.000	NOBLE ENERGY INC	\$ 17,015	\$ 19,368
880 000	COMCAST CORP-CL A	\$ 15,999	\$ 19,334
375 000	INGERSOLL-RAND PLC	\$ 11,932	\$ 17,659
300 000	COOPER INDUSTRIES PLC	\$ 13,612	\$ 17,487
450.000	JOHNSON CONTROLS INC	\$ 12,224	\$ 17,190
610 000	MICROSOFT CORP	\$ 16,870	\$ 17,031
675 000	LOWE'S COS INC	\$ 17,401	\$ 16,929
450 000	MARATHON OIL CORP	\$ 14,186	\$ 16,664
700 000	SAFEWAY INC	\$ 17,420	\$ 15,743
350.000	BROADCOM CORP-CL A	\$ 10,976	\$ 15,243
175.000	PARKER HANNIFIN CORP	\$ 12,542	\$ 15,103
275 000	ENSCO PLC- SPON ADR	\$ 12,135	\$ 14,680
45.000	CME GROUP INC	\$ 12,240	\$ 14,479

650.000	CONSTELLATION BRANDS INC-A	\$ 9,590	\$ 14,398
625.000	NEXEN INC	\$ 13,079	\$ 14,313
375.000	THE WALT DISNEY CO.	\$ 11,284	\$ 14,066
200.000	BUNGE LTD	\$ 11,094	\$ 13,104
350.000	SOUTHWESTERN ENERGY	\$ 12,501	\$ 13,101
575.000	GAP INC/THE	\$ 13,126	\$ 12,731
475.000	VODAFONE GROUP PLC-SP ADR	\$ 8,797	\$ 12,554
225.000	TRAVELERS COS INC/THE	\$ 9,451	\$ 12,535
150.000	DEERE & CO	\$ 11,541	\$ 12,458
294.000	HEWLETT-PACKARD CO	\$ 13,157	\$ 12,377
975.000	DELTA AIR LINES INC	\$ 12,979	\$ 12,285
375.000	STARBUCKS CORP	\$ 10,358	\$ 12,049
175.000	CONOCOPHILLIPS	\$ 9,223	\$ 11,918
155.000	HESS CORP	\$ 8,996	\$ 11,864
120.000	OCCIDENTAL PETROLEUM CORP	\$ 9,200	\$ 11,772
475.000	ALTRIA GROUP INC	\$ 9,779	\$ 11,695
115.000	EATON CORP	\$ 10,884	\$ 11,674
220.000	TEVA PHARMACEUTICAL-SP ADR	\$ 10,775	\$ 11,469
130.000	GOODRICH CORP	\$ 9,187	\$ 11,449
610.000	GENERAL ELECTRIC CO	\$ 9,795	\$ 11,157
200.000	EXPRESS SCRIPTS INC	\$ 9,816	\$ 10,810
200.000	HONEYWELL INTERNATIONAL INC	\$ 9,039	\$ 10,632
115.000	EOG RESOURCES INC	\$ 11,778	\$ 10,512
225.000	CARNIVAL CORP	\$ 9,325	\$ 10,375
525.000	CORNING INC	\$ 8,923	\$ 10,143
55.000	AMAZON.COM INC	\$ 6,411	\$ 9,900
100.000	LEAR CORP	\$ 6,997	\$ 9,871
475.000	SMITHFIELD FOODS INC	\$ 6,929	\$ 9,799
275.000	TYCO ELECTRONICS LTD	\$ 6,485	\$ 9,735
140.000	CITRIX SYSTEMS INC	\$ 9,066	\$ 9,577
130.000	NEWFIELD EXPLORATION CO	\$ 6,987	\$ 9,374
275.000	CABLEVISION SYS CORP	\$ 6,772	\$ 9,306
525.000	SARA LEE CORP	\$ 7,437	\$ 9,193
195.000	CENTURYLINK INC	\$ 7,765	\$ 9,003
150.000	CELGENE CORP	\$ 8,045	\$ 8,871
575.000	ALCOA INC	\$ 8,069	\$ 8,849
325.000	MORGAN STANLEY	\$ 9,776	\$ 8,843
225.000	SUNCOR ENERGY INC	\$ 8,342	\$ 8,615
325.000	BB&T CORP	\$ 8,056	\$ 8,544
55.000	POTASH CORP OF SASKATCHEWAN	\$ 7,671	\$ 8,516
575.000	FIFTH THIRD BANCORP	\$ 7,265	\$ 8,441
120.000	MONSANTO CO	\$ 6,966	\$ 8,357
70.000	FLOWSERVE CORPORATION	\$ 7,966	\$ 8,345
195.000	CAPITAL ONE FINANCIAL CORP	\$ 8,102	\$ 8,299
90.000	AGRIUM INC	\$ 6,696	\$ 8,258
60.000	CF INDUSTRIES HOLDINGS INC	\$ 5,531	\$ 8,109

270 000	AT&T INC	\$ 6,915	\$ 7,933
200.000	VIACOM INC-CLASS B	\$ 7,493	\$ 7,922
160.000	ACCENTURE PLC-CL A	\$ 7,281	\$ 7,758
250.000	GARMIN LTD	\$ 8,390	\$ 7,748
250 000	CONSTELLATION ENERGY GROUP	\$ 9,023	\$ 7,658
11.000	NVR INC	\$ 6,031	\$ 7,601
115 000	KIMBERLY-CLARK CORP	\$ 7,515	\$ 7,250
1,300 000	OFFICE DEPOT INC	\$ 9,302	\$ 7,020
225 000	LIMITED BRANDS INC	\$ 7,189	\$ 6,914
145.000	ROYAL CARIBBEAN CRUISES LTD	\$ 4,328	\$ 6,815
320 000	INTEL CORP	\$ 6,178	\$ 6,730
400 000	COMMERCIAL METALS CO	\$ 6,455	\$ 6,636
55 000	FREEMPORT-MCMORAN COPPER	\$ 3,880	\$ 6,605
130 000	CAMERON INTERNATIONAL CORP	\$ 3,287	\$ 6,595
85 000	COSTCO WHOLESALE CORP	\$ 4,973	\$ 6,138
145 000	COMERICA INC	\$ 6,036	\$ 6,125
190 000	TIME WARNER INC	\$ 4,712	\$ 6,112
150.000	EDISON INTERNATIONAL	\$ 5,822	\$ 5,790
140 000	DIRECTV-CLASS A	\$ 5,229	\$ 5,590
80 000	ALLERGAN INC	\$ 5,481	\$ 5,494
350.000	NVIDIA CORP	\$ 4,776	\$ 5,390
150.000	VERTEX PHARMACEUTICALS INC	\$ 5,554	\$ 5,255
110 000	RAYTHEON COMPANY	\$ 5,093	\$ 5,097
75.000	STANLEY BLACK & DECKER INC	\$ 5,042	\$ 5,015
325 000	GANNETT CO	\$ 3,893	\$ 4,904
75.000	ROVI CORP	\$ 4,253	\$ 4,651
250 000	MARVELL TECHNOLOGY GROUP LT	\$ 4,771	\$ 4,638
115 000	GENERAL MOTORS CO	\$ 3,891	\$ 4,239
85.000	INTUIT INC	\$ 4,144	\$ 4,191
180 000	KROGER CO	\$ 4,136	\$ 4,025
145.000	HEALTH NET INC	\$ 4,260	\$ 3,957
130 000	ARCHER-DANIELS-MIDLAND CO	\$ 3,463	\$ 3,910
60 000	TARGET CORP	\$ 3,025	\$ 3,608
60 000	JUNIPER NETWORKS INC	\$ 1,622	\$ 2,215
30.000	PEPSICO INC	\$ 1,922	\$ 1,960
87,890 995	OVERLAY A PORTFOLIO CLASS 1	\$ 901,115	\$ 1,004,594
59,103 386	OVERLAY B PORTFOLIO CLASS 1	\$ 609,142	\$ 627,678
	NET PORTFOLIO VALUE	\$ 4,854,027	\$ 5,389,432