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Return of Private Foundation

OMB No 1545-0052

**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 CRUSE, LEE H., TRUST DTD. 04/30/1987		A Employer identification number 76-6188736
Number and street (or P O box number if mail is not delivered to street address) 7777 BONHOMME AVE.	Room/suite 2001	B Telephone number 314-727-1155
City or town, state, and ZIP code ST. LOUIS, MO 63105-1946		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input type="checkbox"/> Section 501(c)(3) exempt private foundation <input checked="" 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) \$ 37,867,145. (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)
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		1,609,433.	1,609,433.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		58,978.			
b Gross sales price for all assets on line 6a		11,458,393.			
7 Capital gain net income (from Part IV, line 2)			58,978.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		1,668,411.	1,668,411.		
13 Compensation of officers, directors, trustees, etc		200,250.	83,437.		116,813.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 2		2,150.	2,150.		0.
c Other professional fees					
17 Interest					
18 Taxes STMT 3		15,436.	4,880.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses					
24 Total operating and administrative expenses Add lines 13 through 23		217,836.	90,467.		116,813.
25 Contributions, gifts, grants paid		1,227,000.			1,227,000.
26 Total expenses and disbursements Add lines 24 and 25		1,444,836.	90,467.		1,343,813.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		223,575.			
b Net investment income (if negative, enter -0-)			1,577,944.		
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	2,304.	3,748.	3,748.
	2 Savings and temporary cash investments	1,271,964.	1,262,533.	1,262,533.
	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			
	b Investments - corporate stock			
	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 ▶ STATEMENT 4)	35,372,278.	35,603,840.	36,600,864.	
16 Total assets (to be completed by all filers)	36,646,546.	36,870,121.	37,867,145.	
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	33,849,346.	33,849,346.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	2,797,200.	3,020,775.		
30 Total net assets or fund balances	36,646,546.	36,870,121.		
31 Total liabilities and net assets/fund balances	36,646,546.	36,870,121.		

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	36,646,546.
2 Enter amount from Part I, line 27a	2	223,575.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	36,870,121.
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	36,870,121.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a STIFEL NICOLAUS				
b STIFEL NICOLAUS SCHEDULE				
c STIFEL NICOLAUS SCHEDULE				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 23,428.			23,428.
b 1,923,000.		1,946,209.	-23,209.
c 9,511,965.		9,453,206.	58,759.
d			
e			

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			23,428.
b			-23,209.
c			58,759.
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	58,978.
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	2,104,527.	34,149,635.	.061627
2008	1,406,728.	32,761,445.	.042939
2007	1,385,737.	32,883,958.	.042140
2006	1,371,323.	32,625,496.	.042032
2005	1,180,735.	33,214,999.	.035548

2 Total of line 1, column (d)	2	.224286
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	.044857
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	37,308,865.
5 Multiply line 4 by line 3	5	1,673,564.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	15,779.
7 Add lines 5 and 6	7	1,689,343.
8 Enter qualifying distributions from Part XII, line 4	8	1,343,813.

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)

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	31,559.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	31,559.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-		5	31,559.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	7,020.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	7,020.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	133.	
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9	24,672.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> MO		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ STEVEN R. WILHELM Telephone no. ▶ 314-727-1155			
Located at ▶ 7777 BONHOMME AVE; SUITE 2001, ST. LOUIS, MO ZIP+4 ▶ 63105				
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 N/A			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 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 ▶	16	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 N/A	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.) N/A	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) N/A	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

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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

5b

Organizations relying on a current notice regarding disaster assistance check here

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

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

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?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(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
STEVEN R. WILHELM	TRUSTEE			
7777 BONHOMME AVE				
ST LOUIS, MO 63105	4.00	66,750.	0.	0.
DON RYAN	TRUSTEE			
2215 S. CATALINA				
SPRINGFIELD, MO 65804	8.00	66,750.	0.	0.
WILLIAM T. WOOLSEY	TRUSTEE			
1935 E. BATTLEFIELD				
SPRINGFIELD, MO 65804	8.00	66,750.	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

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Part VIII**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3 Five highest-paid independent contractors for professional services. If none, enter "NONE."**

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

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	37,057,523.
b	Average of monthly cash balances	1b	819,497.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	37,877,020.
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	37,877,020.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	568,155.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	37,308,865.
6	Minimum investment return. Enter 5% of line 5	6	1,865,443.

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	1,865,443.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	31,559.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	31,559.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,833,884.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,833,884.
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	1,833,884.

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	1,343,813.
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	1,343,813.
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	1,343,813.

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				1,833,884.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			711,529.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 1,343,813.				
a Applied to 2009, but not more than line 2a			711,529.	
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				632,284.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		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				1,201,600.
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	0.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i>				
SEE STATEMENT 5				
Total				▶ 3a 1,227,000.
b <i>Approved for future payment</i>				
NONE				
Total				▶ 3b 0.

FORM 990-PF .	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
STIFEL NICOLAUS	22,088.	0.	22,088.
STIFEL NICOLAUS	1,410,469.	0.	1,410,469.
STIFEL NICOLAUS	176,876.	0.	176,876.
TOTAL TO FM 990-PF, PART I, LN 4	1,609,433.	0.	1,609,433.

FORM 990-PF	ACCOUNTING FEES			STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
WILHELM & WILHELM	2,150.	2,150.		0.	
TO FORM 990-PF, PG 1, LN 16B	2,150.	2,150.		0.	

FORM 990-PF	TAXES		STATEMENT		3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MISSOURI	7.	7.			0.
FIDUCIARY INCOME TAX	3,830.	3,830.			0.
EXCISE TAX	10,556.	0.			0.
FOREIGN TAXES PAID	1,043.	1,043.			0.
TO FORM 990-PF, PG 1, LN 18	15,436.	4,880.			0.

FORM 990-PF	OTHER ASSETS		STATEMENT	4
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE	
CORPORATE/GOVERNMENT BONDS	34,803,538.	32,148,588.	32,975,471.	
MUNICIPAL BONDS	459,469.	439,486.	400,368.	
ACCRUED INTEREST PURCHASED	109,271.	63,487.	63,487.	
BOND MUTUAL FUNDS	0.	2,952,279.	3,161,538.	
TO FORM 990-PF, PART II, LINE 15	35,372,278.	35,603,840.	36,600,864.	

FORM 990-PF	GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR	STATEMENT	5
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RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
OZARK HONOR FLIGHT P. O. BOX 3500 SPRINGFIELD, MO 65808		501(C)3	50,000.
AMERICAN RED CROSS 1545 N. WEST BYPASS SPRINGFIELD, MO 65803		501(C)3	100,000.
BOYS HOPE GIRLS HOPE 12120 BRIDGETON SQUARE BRIDGETON, MO 63044		501(C)3	60,000.
CHILD ADVOCACY CENTER 1033 E. WALNUT SPRINGFIELD, MO 65803		501(C)3	50,000.
HELP GIVE HOPE 3830 PIONEER ROAD ROGERSVILLE, MO 65742		501(C)3	50,000.

LIFT FOR LIFE 1731 S. BROADWAY ST LOUIS, MO 63104	501(C)3	20,000.
MAYO CLINIC 200 FIRST ST ROCHESTER, MN 55905	501(C)3	50,000.
OZARK FOOD HARVEST 615 N. GLENSTONE SPRINGFIELD, MO 65802	501(C)3	150,000.
PLANNED PARENTHOOD 4251 FOREST PARK AVE ST LOUIS, MO 63108	501(C)3	40,000.
PLANNED PARENTHOOD OF SW MISSOURI 626 E. BATTLEFIELD RD SPRINGFIELD, MO 65807	501(C)3	35,000.
RECOVERY FELLOWSHIP MINISTRIES 2362 S. LUSTER SPRINGFIELD, MO 65808	501(C)3	15,000.
SPRINGFIELD VICTORY MISSION 203 W. COMMERCIAL SPRINGFIELD, MO 65801	501(C)3	40,000.
THE KITCHEN 1630 N JEFFERSON SPRINGFIELD, MO 65803	501(C)3	75,000.
COUNCIL OF CHURCHES 627 N GLENSTONE SPRINGFIELD, MO 65808	501(C)3	35,000.
OTC FOUNDATION 1001 E CHESTNUT EXPWY SPRINGFIELD, MO 65802	501(C)3	100,000.

GREATER OZARK AUDOBON SOCIETY P. O. BOX 3231 SPRINGFIELD, MO 65808	501(C)3	10,000.
FAIRHAVEN CHILDREN'S HOME 132 N FAIR HAVEN LOOP SPRINGFIELD, MO 65757	501(C)3	5,000.
LAURA INGALLS WILDER FOUNDATION 3068 HIGHWAY A MANSFIELD, MO 65704	501(C)3	100,000.
THE VICTIM CENTER 819 BOONVILLE SPRINGFIELD, MO 65802	501(C)3	25,000.
COMMUNITY FOUNDATION OF THE OZARKS 425 E TRAFFICWAY SPRINGFIELD, MO 65806	501(C)3	160,000.
MISSOURI STATE UNIVERSITY FOUNDATION 300 S JEFFERSON AVE SPRINGFIELD, MO 65806	501(C)3	20,000.
CYSTIC FIBROSIS FOUNDATION 6931 ARLINGTON RD BETHESDA, MD 20814	501(C)3	1,000.
POOR CLAIRE SISTERS 300 N 16TH BELLVILLE, IL 62223	501(C)3	5,000.
K. G. WELLS JR ACADEMY 2362 S LUSTER SPRINGFIELD, MO 65109	501(C)3	26,000.
NAMI OF MISSOURI 3405 W TRUMAN BLVD JEFFERSON CITY, MO 65109	501(C)3	5,000.

TOTAL TO FORM 990-PF, PART XV, LINE 3A

1,227,000.

STIFEL NICOLAUS

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2010 SUPPLEMENTAL TAX INFORMATION ORIGINAL 02/04/2011

PAYER INFORMATION:

STIFEL, NICOLAUS & COMPANY, INCORPORATED

FEDERAL ID NO: 43-0538770

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TAXPAYER ID: 76-6188736

SUPPLEMENTAL INFORMATION AND DISCLOSURES FOR TRANSACTIONS OCCURRING DURING THE 2010 TAX YEAR

LONG TERM CAPITAL GAIN/(LOSS) (CONTINUED)									
DESCRIPTION	QUANTITY	DATE ACQUIRED	DATE SOLD	ORIGINAL COST BASIS	ADJUSTED COST BASIS	PROCEEDS	GAIN/(LOSS)	1099B	
FHLMC 3321 MB 5 5 051537 CUSIP 31397GW22	400,000 00	07/16/07	11/15/10	\$395,805 58	\$603 22	\$3,589 15	\$2,985 93	Y	
FIRST REGL BK3 35 122710 CUSIP 33616EAW6	100,000 00	12/16/08	02/03/10	\$100,000 00		\$100,000 00	\$0 00	Y	
FIRSTBANK 3 85 121010 CUSIP 337629K65	50,000 00	12/02/08	12/10/10	\$50,000 00		\$50,000 00	\$0 00	Y	
8FLORIS MO 5 000 050118 CUSIP 343299AC7	5,000 00	06/15/05	11/01/10	\$5,000 36	\$5,000 00	\$5,000 00	\$0 00	Y	
GMAC BANK 4 25 102910 CUSIP 36185AYW2	100,000 00	10/28/08	10/29/10	\$100,000 00		\$100,000 00	\$0 00	Y	
GE CAP CORP 4 25 120110 CUSIP 36962GE75	50,000 00	08/24/09	12/01/10	\$51,380 00		\$50,000 00	(\$1,380 00)	Y	
GECC MTN 4 25 091310 CUSIP 36962GK78	100,000 00	08/24/09	09/13/10	\$102,845 00		\$100,000 00	(\$2,845 00)	Y	
GNMA 08-6LE 5 25 012038 CUSIP 383742GM9	500,000 00	07/31/08	06/21/10	\$481,829 79	\$22,893 84	\$31,159 19	\$8,265 35	Y	
HSBC INTRNTS 5 05 111510 CUSIP 40429XC95	50,000 00	11/21/07	11/15/10	\$50,000 00		\$50,000 00	\$0 00	Y	
8HANNIB MO 4 700 041523 CUSIP 410639AH1	15,000 00	06/14/06	10/15/10	\$14,982 75		\$15,000 00	\$17 25	Y	
HARTFORD LIF5 875 071513 CUSIP 41659FLE2	250,000 00	07/19/06	01/15/10	\$250,000 00		\$250,000 00	\$0 00	Y	
INDEPENDENCE 4 9 092310 CUSIP 453414AC8	133,000 00	07/17/09	09/23/10	\$133,670 00		\$133,000 00	(\$670 00)	Y	
INTL LEASE 5 15 031510 CUSIP 45974EWK8	250,000 00	03/26/08	03/15/10	\$250,000 00		\$250,000 00	\$0 00	Y	
JPMORGAN CHS2 625 120110 CUSIP 481247AD6	100,000 00	12/11/08	12/01/10	\$101,230 00		\$100,000 00	(\$1,230 00)	Y	
MERRILL LYNCH4 79 080410 CUSIP 59018YVV0	250,000 00	12/16/08	08/04/10	\$245,370 00		\$250,000 00	\$4,630 00	Y	
MERRILL LYNCH4 79 080410 CUSIP 59018YVV0	28,000 00	12/16/08	08/04/10	\$27,485 88		\$28,000 00	\$514 12	Y	
CUSIP TOTAL				\$272,855 88		\$278,000 00	\$5,144 12		
MOLSON COORS 4 85 092210 CUSIP 60871NAC3	250,000 00	07/21/09	09/22/10	\$258,130 00		\$250,000 00	(\$8,130 00)	Y	
PSEG POWER 6 5 011514 CUSIP 69362HAA7	200,000 00	01/13/09	04/21/10	\$200,000 00		\$200,000 00	\$0 00	Y	
PSEG POWER 6 5 011514 CUSIP 69362HAA7	25,000 00	01/13/09	04/21/10	\$25,000 00		\$25,000 00	\$0 00	Y	
CUSIP TOTAL				\$225,000 00		\$225,000 00	\$0 00		
SOVEREIGN BANC4 8 090110 CUSIP 845905AU2	102,000 00	07/14/09	09/01/10	\$102,515 00		\$102,000 00	(\$515 00)	Y	
SOVEREIGN BANC4 8 090110 CUSIP 845905AU2	15,000 00	07/15/09	09/01/10	\$15,080 00		\$15,000 00	(\$80 00)	Y	
CUSIP TOTAL				\$117,595 00		\$117,000 00	(\$595 00)		
UST NOTE 4 0 031510 CUSIP 912828DP2	1,000,000 00	03/23/05	03/15/10	\$990,945 00		\$1,000,000 00	\$9,055 00	Y	
TOTAL LONG TERM				\$13,802,556.18	\$9,453,206.03	\$9,511,965.29	\$58,759.26		

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SUPPLEMENTAL INFORMATION AND DISCLOSURES FOR TRANSACTIONS OCCURRING DURING THE 2010 TAX YEAR

LONG TERM CAPITAL GAIN/(LOSS) (CONTINUED)								
DESCRIPTION	QUANTITY	DATE ACQUIRED	DATE SOLD	ORIGINAL COST BASIS	ADJUSTED COST BASIS	PROCEEDS	GAIN/(LOSS)	1099B
BUNGE LTD FIN 7 8 101512 CUSIP 120568AC4	250,000 00	06/17/09	06/28/10	\$257,505 00		\$285,620 00	\$28,115 00	Y
CIT BANK 4 05 050510 CUSIP 17284PN35	100,000 00	10/28/08	05/05/10	\$100,000 00		\$100,000 00	\$0 00	Y
COMERICA BK 4 0 050510 CUSIP 200339DP1	100,000 00	10/28/08	05/05/10	\$100,000 00		\$100,000 00	\$0 00	Y
DEERE CORENTS3 75 101510 CUSIP 24424CAK7	250,000 00	04/16/09	10/15/10	\$250,000 00		\$250,000 00	\$0 00	Y
DORAL BANK 3 5 032910 CUSIP 258115C93	28,000 00	03/19/08	03/29/10	\$28,000 00		\$28,000 00	\$0 00	Y
EUROBANK 4-75 091712 CUSIP 29870UV55	50,000 00	09/12/08	05/06/10	\$50,000 00		\$50,000 00	\$0 00	Y
FHLMC MTN 3 0 031514 CUSIP 3133F24B8	300,000 00	03/02/09	03/15/10	\$300,000 00		\$300,000 00	\$0 00	Y
FHLMC MTN 2 0 101512 CUSIP 3133F25S0	300,000 00	04/01/09	04/16/10	\$300,000 00		\$300,000 00	\$0 00	Y
FHLMC MTN 2 0 101512 CUSIP 3133F25S0	200,000 00	04/01/09	04/16/10	\$200,000 00		\$200,000 00	\$0 00	Y
CUSIP TOTAL				\$500,000 00		\$500,000 00	\$0 00	
FHLMC MTN 2 0 101512 CUSIP 3133F26K6	200,000 00	04/15/09	04/16/10	\$200,000 00		\$200,000 00	\$0 00	Y
FHLMC MTN STP 101512 CUSIP 3133F4GL9	500,000 00	09/22/09	10/15/10	\$500,000 00		\$500,000 00	\$0 00	Y
FHLMC MTN 3 0 121516 CUSIP 3133F4KW0	200,000 00	12/01/09	12/15/10	\$200,000 00		\$200,000 00	\$0 00	Y
FHLMC MTN STP 121517 CUSIP 3133F4KX8	200,000 00	12/01/09	12/15/10	\$200,000 00		\$200,000 00	\$0 00	Y
FHLB BOND 3 97 011112 CUSIP 3133XNWB1	25,000 00	12/04/08	01/11/10	\$25,005 00		\$25,000 00	(\$5 00)	Y
FHLB BOND 4 2 011513 CUSIP 3133XNX46	100,000 00	12/01/08	01/15/10	\$100,212 00		\$100,000 00	(\$212 00)	Y
FHLB BOND 4 2 011513 CUSIP 3133XNX46	50,000 00	12/01/08	01/15/10	\$50,111 00		\$50,000 00	(\$111 00)	Y
CUSIP TOTAL				\$150,323 00		\$150,000 00	(\$323 00)	
FHLB BOND 3 25 051215 CUSIP 3133XTKK1	400,000 00	04/24/09	06/08/10	\$399,005 00		\$400,000 00	\$995 00	Y
FHLMC MTN 4 125 071210 CUSIP 3134A4VB7	700,000 00	07/26/05	07/12/10	\$696,505 00		\$700,000 00	\$3,495 00	Y
FNMA 05-14JA 5 0 082535 CUSIP 31394CWW8	1,000,000 00	02/09/05	08/19/10	\$1,000,005 00	\$468,084 44	\$466,904 24	(\$1,180 20)	Y
FNMA 05-47EL 4 75 032535 CUSIP 31394D3Q1	750,000 00	05/10/05	07/26/10	\$748,130 00	\$21,148 16	\$23,018.15	\$1,869 99	Y
FHLMC 2750JD 5 0 021534 CUSIP 31394RDX4	1,000,000 00	03/02/04	08/19/10	\$994,578.34	\$533,700 57	\$536,090.66	\$2,390 09	Y
FNMA 05-112BK 5 5 122535 CUSIP 31394UZU9	1,000,000 00	11/21/05	05/25/10	\$1,000,005 00	\$323,354 10	\$323,349 10	(\$5 00)	Y
FHLMC 2898WA 5 0 121534 CUSIP 31395K6C2	1,000,000 00	12/22/04	08/19/10	\$1,000,005 00	\$453,922 27	\$452,777.48	(\$1,144 79)	Y
FHLMC 3101HD 5 25 011536 CUSIP 31396GKU4	600,000 00	01/24/06	11/15/10	\$600,005 00	\$47,307.32	\$47,302.32	(\$5.00)	Y

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SUPPLEMENTAL INFORMATION AND DISCLOSURES FOR TRANSACTIONS OCCURRING DURING THE 2010 TAX YEAR

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SHORT TERM CAPITAL GAIN/(LOSS)									
DESCRIPTION	QUANTITY	DATE ACQUIRED	DATE SOLD	ORIGINAL COST BASIS	ADJUSTED COST BASIS	PROCEEDS	GAIN/(LOSS)	1099B	
AMR EX CRD VAR 052710 CUSIP 0258M0CV9	14,000 00	06/16/09	05/27/10	\$13,802 98		\$14,000 00	\$197 02	Y	
BANK ONE CRP7 875 080110 CUSIP 06423AAG8	95,000 00	08/07/09	08/02/10	\$100,111 25		\$95,000 00	(\$5,111 25)	Y	
FHLMC MTN 4 0 121516 CUSIP 3133F4BY6	500,000 00	06/17/09	06/16/10	\$500,000 00		\$500,000 00	\$0 00	Y	
FHLMC MTN STP 071514 CUSIP 3133F4CZ2	100,000 00	06/21/10	07/16/10	\$100,106 00		\$100,000 00	(\$106 00)	Y	
FHLMC MTN 3 125 101515 CUSIP 3133F4HW4	300,000 00	10/21/09	10/15/10	\$300,000 00		\$300,000 00	\$0 00	Y	
FHLB BOND 2 0 030413 CUSIP 3133XX3K1	100,000 00	02/25/10	06/04/10	\$100,005 00		\$100,000 00	(\$5 00)	Y	
FNMA NOTE 3 1 092414 CUSIP 3136FJCV1	204,000 00	10/02/09	03/24/10	\$204,005 00		\$204,000 00	(\$5 00)	Y	
INDEPENDENCE 4 9 092310 CUSIP 453414AC8	17,000 00	02/26/10	09/23/10	\$17,271 90		\$17,000 00	(\$271 90)	Y	
MONONGAHELA 7 36 011510 CUSIP 61020FAF1	250,000 00	07/22/09	01/15/10	\$255,837 50		\$250,000 00	(\$5,837 50)	Y	
REYNOLDS 6 5 071510 CUSIP 761713AM8	250,000 00	08/11/09	07/15/10	\$260,160 00		\$250,000 00	(\$10,160 00)	Y	
SOVEREIGN BANC4 8 090110 CUSIP 845905AU2	63,000 00	09/23/09	09/01/10	\$64,658 75		\$63,000 00	(\$1,658 75)	Y	
SOVEREIGN BANC4 8 090110 CUSIP 845905AU2	30,000 00	05/07/10	09/01/10	\$30,251 00		\$30,000 00	(\$251 00)	Y	
CUSIP TOTAL				\$94,909 75		\$93,000 00	(\$1,909 75)		
TOTAL SHORT TERM				\$1,946,209.38	\$1,946,209.38	\$1,923,000.00	(\$23,209.38)		

LONG TERM CAPITAL GAIN/(LOSS)									
DESCRIPTION	QUANTITY	DATE ACQUIRED	DATE SOLD	ORIGINAL COST BASIS	ADJUSTED COST BASIS	PROCEEDS	GAIN/(LOSS)	1099B	
ADVANTA BANK 4 2 110510 CUSIP 00759TM63	100,000 00	10/28/08	05/21/10	\$100,000 00		\$100,000 00	\$0 00	Y	
ALCOA INC 6 5 060111 CUSIP 013817AD3	125,000 00	01/05/09	09/27/10	\$123,130 00		\$130,155 00	\$7,025 00	Y	
AMR EX CRD VAR 052710 CUSIP 0258M0CV9	236,000 00	05/12/09	05/27/10	\$229,085.48		\$236,000.00	\$6,914.52	Y	
ANCHORBANK FSB3 0 063010 CUSIP 032841ZA9	100,000 00	12/16/08	06/30/10	\$100,000 00		\$100,000 00	\$0 00	Y	