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

2010

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

, 2010, and ending

G Check all that apply.

 Initial return Initial Return of a former public charity Final return Amended return Address change Name changeKriens Foundation
18974 Monte Vista Drive
Saratoga, CA 95070H Check type of organization Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationI Fair market value of all assets at end of year (from Part II, column (c), line 16) J Accounting method: Cash Accrual
 Other (specify) _____

► \$ 25,915,039. (Part I, column (d) must be on cash basis)

A Employer identification number

77-0456449

B Telephone number (see the instructions)

510 708-0663

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

Part I Analysis of Revenue and

Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
R E V E N U E	1 Contributions, gifts, grants, etc, received (att sch)	7,126,875.			
	2 Ck ► <input type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	28.	28.		
	4 Dividends and interest from securities	143,113.	143,113.		
	5a Gross rents b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a	17,545,157.			
	7 Capital gain net income (from Part IV, line 2)		17,545,157.		
	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/(loss) (att sch)				
	11 Other income (attach schedule) See Statement 1	5,738.	5,738.		
A D M I N I S T R A T U R E O P E R A T I V E A N D E X P E N S E S S E N C E	12 Total. Add lines 1 through 11	24,820,911.	17,694,036.	0.	
	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) See St 2 b Accounting fees (attach sch) See St 3 c Other prof fees (attach sch) See St 4	15,787. 21,859. 348,232.		183,282.	
	17 Interest				
	18 Taxes (attach schedule)(see instr) See Stm 5	-9,843.			
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	7,618.			
	22 Printing and publications				
	23 Other expenses (attach schedule) See Statement 6	13,000.			
	24 Total operating and administrative expenses. Add lines 13 through 23	396,653.	183,282.		
	25 Contributions, gifts, grants paid Part XV	440,000.			440,000.
	26 Total expenses and disbursements. Add lines 24 and 25	836,653.	183,282.	0.	440,000.
	27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements b Net investment income (if negative, enter -0-) c Adjusted net income (if negative, enter -0-)				
		23,984,258.		17,510,754.	
				0.	

Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
A S S E T S	1	Cash – non-interest-bearing			
	2	Savings and temporary cash investments	204,072.	4,067,866.	4,067,866.
	3	Accounts receivable	176,652.		
		Less: allowance for doubtful accounts	314.	176,652.	176,652.
	4	Pledges receivable			
		Less: allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7	Other notes and loans receivable (attach sch.)			
		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 (attach schedule)			
	b	Investments – corporate stock (attach schedule) <u>Statement 7</u>	5,797.	2,222.	7,459,206.
	c	Investments – corporate bonds (attach schedule)			
	11	Investments – land, buildings, and equipment basis			
	Less accumulated depreciation (attach schedule)				
12	Investments – mortgage loans				
13	Investments – other (attach schedule) <u>Statement 8</u>	671,254.	13,278,106.	14,211,315.	
14	Land, buildings, and equipment: basis				
	Less accumulated depreciation (attach schedule)				
15	Other assets (describe ►)				
16	Total assets (to be completed by all filers – see instructions. Also, see page 1, item I)	881,437.	17,524,846.	25,915,039.	
L I A B I L I T I E S	17	Accounts payable and accrued expenses		48,559.	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ► <u>See Statement 9</u>)		92,001.	
		Total liabilities (add lines 17 through 22)	0.	140,560.	
N F E U N D A S S E T S	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.		► <input type="checkbox"/>		
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.		► <input checked="" type="checkbox"/>		
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds		881,437.	17,384,286.
	30	Total net assets or fund balances (see the instructions)	881,437.	17,384,286.	
	31	Total liabilities and net assets/fund balances (see the instructions)	881,437.	17,524,846.	

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	881,437.
2	Enter amount from Part I, line 27a	2	23,984,258.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	24,865,695.
5	Decreases not included in line 2 (itemize) ► <u>See Statement 10</u>	5	7,481,409.
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	17,384,286.

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 shares MLC Company)			(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a 575,000 shares Juniper common stock			D	11/06/96	Various
b CWA account see attached			P	Various	Various
c CWA account see attached			P	Various	Various
d Capital Gains Distributions CWA PMA			P	Various	Various
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 17,256,237.		6,325.	17,249,912.		
b 3,267,353.		3,060,924.	206,429.		
c 420,225.		383,918.	36,307.		
d 52,509.			52,509.		
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h)) gain minus column (k), but not less than -0- or Losses (from column (h))		
a			17,249,912.		
b			206,429.		
c			36,307.		
d			52,509.		
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	17,545,157.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0- in Part I, line 8				3	0.

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 the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2009		3,638,623.	
2008	10,000.	1,729,873.	0.005781
2007	10,000.	2,049,294.	0.004880
2006	60,000.	1,706,025.	0.035169
2005	10,000.	1,820,295.	0.005494

2 Total of line 1, column (d)

2 0.051324

3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years

3 0.010265

4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5

4 20,060,764.

5 Multiply line 4 by line 3

5 205,924.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 175,108.

7 Add lines 5 and 6

7 381,032.

8 Enter qualifying distributions from Part XII, line 4

8 440,000.

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 the 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 instr.)	<table border="1" style="width: 100px; height: 100px; border-collapse: collapse;"> <tr><td>1</td><td>175,108.</td></tr> <tr><td>2</td><td>0.</td></tr> <tr><td>3</td><td>175,108.</td></tr> <tr><td>4</td><td>0.</td></tr> <tr><td>5</td><td>175,108.</td></tr> </table>	1	175,108.	2	0.	3	175,108.	4	0.	5	175,108.
1	175,108.											
2	0.											
3	175,108.											
4	0.											
5	175,108.											
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b											
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)											
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)											
3	Add lines 1 and 2											
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)											
5 Tax based on investment income.	Subtract line 4 from line 3. If zero or less, enter -0-											
6 Credits/Payments:												
a	2010 estimated tax pmts and 2009 overpayment credited to 2010	<table border="1" style="width: 100px; height: 100px; border-collapse: collapse;"> <tr><td>6a</td><td>312,273.</td></tr> <tr><td>6b</td><td></td></tr> <tr><td>6c</td><td></td></tr> <tr><td>6d</td><td></td></tr> </table>	6a	312,273.	6b		6c		6d			
6a	312,273.											
6b												
6c												
6d												
b	Exempt foreign organizations – tax withheld at source											
c	Tax paid with application for extension of time to file (Form 8868)											
d	Backup withholding erroneously withheld											
7	Total credits and payments. Add lines 6a through 6d											
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached											
9 Tax due.	If the total of lines 5 and 8 is more than line 7, enter amount owed											
10 Overpayment.	If line 7 is more than the total of lines 5 and 8, enter the amount overpaid											
11	Enter the amount of line 10 to be Credited to 2011 estimated tax ► 12,000. Refunded											

Part VII-A Statements Regarding Activities

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?

	Yes	No
1a		X

1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?

	X
--	---

If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities

	X
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1c Did the foundation file **Form 1120-POL** for this year?

	X
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1d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year

	0.
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(1) On the foundation ► \$ 0. (2) On foundation managers ► \$ 0.

1e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ 0.

	0.
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2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

	X
--	---

If 'Yes,' attach a detailed description of the activities

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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

--	--

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?

--	--

7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV

--	--

8a Enter the states to which the foundation reports or with which it is registered (see the instructions) ► **CA**

--	--

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

--	--

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

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10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses

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Part VII-A Statements Regarding Activities (Continued)

11		X
12		X
13	X	
14	Joan Kriens 18974 Monte Vista Dr, Saratoga, CA	Telephone no. 510 708-0663 ZIP + 4 95070
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	
16	15	N/A
16	Yes	No
	X	
See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If 'Yes,' enter the name of the foreign country ►		

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

	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
1b 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 the instructions)?	► <input type="checkbox"/>	
1c 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?	► <input type="checkbox"/>	
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 ► 20__ , 20__ , 20__ , 20__ .		
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 the instructions.)	2b N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20__ , 20__ , 20__ , 20__		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<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.)	3b N/A	
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:	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?			5b	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	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If 'Yes' to 6b, file Form 8870			6b	X
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			7b	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 (see instructions).**

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Joan Kriens 18974 Monte Vista Drive Saratoga, CA 95070	President 0	0.	0.	0.
Scott Kriens 18974 Monte Vista Drive Saratoga, CA 95070	Vice Pres. 0	0.	0.	0.
Ken Baker 18974 Monte Vista Dr Saratoga, CA 95070	Treas/Sec'tr 0	0.	0.	0.

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

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

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

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
<u>Saratoga Advisor</u> 18974 Monte Vista Drive <u>Saratoga, CA 95070</u>	Invest. Management	150,062.
<u>Sarley Enterprises</u> 294 White Hill Road <u>Hillsdale, NY 12529</u>	Consulting	133,640.
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 <u>N/A</u>	
2	
3	
4	

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

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

Amount

1 <u>N/A</u>	
2	

All other program-related investments See instructions

3	

Total. Add lines 1 through 3 ► 0.

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Form 990-PF (2010)

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

b Average of monthly cash balances

c Fair market value of all other assets (see instructions)

d **Total** (add lines 1a, b, and c)

e Reduction claimed for blockage or other factors reported on lines 1a and 1c
(attach detailed explanation)

1e | 0.

1a	17,716,775.
1b	2,322,182.
1c	327,301.
1d	20,366,258.

2 Acquisition indebtedness applicable to line 1 assets

2 | 0.

3 Subtract line 2 from line 1d

3 | 20,366,258.

4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3
(for greater amount, see instructions)

4 | 305,494.

5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4

5 | 20,060,764.

6 **Minimum investment return.** Enter 5% of line 5

6 | 1,003,038.

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 | 1,003,038.

2a Tax on investment income for 2010 from Part VI, line 5

2a | 175,108.

2b |

2c | 175,108.

3 | 827,930.

4 |

5 | 827,930.

6 |

7 | 827,930.

b Income tax for 2010. (This does not include the tax from Part VI.)

2b |

2c | 175,108.

3 | 827,930.

4 |

5 | 827,930.

6 |

7 | 827,930.

3 Distributable amount before adjustments Subtract line 2c from line 1

3 |

4 Recoveries of amounts treated as qualifying distributions

4 |

5 Add lines 3 and 4

5 |

6 Deduction from distributable amount (see instructions)

6 |

7 **Distributable amount as adjusted** Subtract line 6 from line 5. Enter here and on Part XIII, line 1

7 |

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes:

1a | 440,000.

1b |

2 |

3a |

3b |

4 | 440,000.

5 | 175,108.

6 | 264,892.

a Expenses, contributions, gifts, etc – total from Part I, column (d), line 26

1a |

1b |

2 |

3a |

3b |

4 |

5 |

6 |

b Program-related investments – total from Part IX-B

2 |

3a |

3b |

4 |

5 |

6 |

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.

3a |

3b |

4 |

5 |

6 |

a Suitability test (prior IRS approval required)

3a |

3b |

4 |

5 |

6 |

b Cash distribution test (attach the required schedule)

3a |

3b |

4 |

5 |

6 |

4 **Qualifying distributions** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4

4 |

5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income.

5 |

Enter 1% of Part I, line 27b (see instructions)

6 |

6 **Adjusted qualifying distributions.** Subtract line 5 from line 4

6 |

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				827,930.
2 Undistributed income, if any, as of the end of 2010			181,304.	
a Enter amount for 2009 only		0.		
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2010				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e		0.		
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 440,000.			181,304.	
a Applied to 2009, but not more than line 2a				
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				258,696.
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 instructions				0.
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				569,234.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		0.		
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)		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				

BAA

Form 990-PF (2010)

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

N/A

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling	►			
b Check box to indicate whether the foundation is a private operating foundation described in section	<input type="checkbox"/> 4942(j)(3) or		<input type="checkbox"/> 4942(j)(5)	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year Prior 3 years			
	(a) 2010	(b) 2009	(c) 2008	(d) 2007
				(e) Total
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 organization had \$5,000 or more in assets at any time during the year – see 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))

See Statement 11

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)				
<i>a Paid during the year</i> See Statement 12				
Total				► 3a 440,000.
<i>b Approved for future payment</i>				
Total				► 3b

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments				14	28.
4 Dividends and interest from securities				14	143,113.
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					17,545,157.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a Refund of Inv fees pd PY				14	5,738.
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				148,879.	17,545,157.
13 Total. Add line 12, columns (b), (d), and (e)				13	17,694,036.

(See worksheet in line 13 instructions to verify calculations.)

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

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

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

OMB No. 1545-0047

Schedule of Contributors

► Attach to Form 990, 990-EZ, or 990-PF

2010

Name of the organization

Kriens Foundation

Employer identification number

Organization type (check one):

Filers of:

Form 990 or 990-EZ

Section:

501(c)(____) (enter number) organization
 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
 527 political organization

Form 990-PF

501(c)(3) exempt private foundation
 4947(a)(1) nonexempt charitable trust treated as a private foundation
 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

General Rule

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

Special Rules

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

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

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

► \$ _____

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

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990,
990EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2010)

Name of organization

Kriens Foundation

Employer identification number

77-0456449

Part I **Contributors** (see instructions.)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	Scott & Joan Kriens	\$ 7,126,875.	Person <input type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash <input checked="" type="checkbox"/>
	18974 Monte Vista Drive		(Complete Part II if there is a noncash contribution.)
	Saratoga, CA 95070		
(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution.)

Name of organization

Kriens Foundation

Employer identification number

77-0456449

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	250,000 shares Juniper common stock	\$ 7,126,875.	5/12/10
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

BAA

Name of organization

Employer identification number

Kriens Foundation

77-0456449

Part III **Exclusively religious, charitable, etc, individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year.** Complete cols (a) through (e) and the following

For organizations completing Part III, enter total of *exclusively* religious, charitable, etc, contributions of **\$1,000 or less** for the year (Enter this information once See instructions)

5

N/A

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77-0456449

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Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Refund of Inv fees pd PY	\$ 5,738.	\$ 5,738.	\$ 5,738.
Total	\$ 5,738.	\$ 5,738.	\$ 0.

Statement 2
Form 990-PF, Part I, Line 16a
Legal Fees

	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Legal expenses	\$ 15,787.	\$ 0.	\$ 0.	\$ 0.
Total	\$ 15,787.	\$ 0.	\$ 0.	\$ 0.

Statement 3
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting and tax prep fees	\$ 10,581.	\$ 0.	\$ 0.	\$ 0.
Audit fees	\$ 11,278.	\$ 0.	\$ 0.	\$ 0.
Total	\$ 21,859.	\$ 0.	\$ 0.	\$ 0.

Statement 4
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Consulting Fees	\$ 164,950.	\$ 0.	\$ 0.	\$ 0.
Misc Inv Expense	\$ 1,161.	\$ 1,161.	\$ 1,161.	\$ 0.
Portfolio Management Fees CWA	\$ 32,059.	\$ 32,059.	\$ 32,059.	\$ 0.
Portfolio Management Fees SA	\$ 150,062.	\$ 150,062.	\$ 150,062.	\$ 0.
Total	\$ 348,232.	\$ 183,282.	\$ 0.	\$ 0.

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Statement 5
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Federal Tax	\$ -16,000.			
Foreign tax	5,883.			
State fees and taxes	274.			
Total	\$ <u>-9,843.</u>	\$ <u>0.</u>	\$ <u>0.</u>	\$ <u>0.</u>

Statement 6
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Marketing	\$ 13,000.			
Total	\$ <u>13,000.</u>	\$ <u>0.</u>	\$ <u>0.</u>	\$ <u>0.</u>

Statement 7
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

<u>Corporate Stocks</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Juniper Networks, Inc. 27,037 shs	Cost	\$ 297.	\$ 998,206.
Juniper Networks, 500,000 shares	Cost	\$ 0.	\$ 0.
Juniper Networks 175,000 shares	Cost	\$ 1,925.	\$ 6,461,000.
	Total	\$ 2,222.	\$ 7,459,206.

Statement 8
Form 990-PF, Part II, Line 13
Investments - Other

<u>Other Investments</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Wolff Real Estate Partners	Cost	\$ 775,745.	\$ 775,745.
	Total Other Investments	\$ 775,745.	\$ 775,745.

Other Publicly Traded Securities

Calamos Mutual Fund	Cost	0.	0.
Rydex Managed Futures Strategy	Cost	0.	0.
Aberdeen	Cost	1,846,260.	1,900,924.
Edgewood	Cost	1,328,340.	1,438,157.
FPA Crescent	Cost	2,044,918.	2,126,462.
IVA International	Cost	1,257,434.	1,335,726.

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Statement 8 (continued)
Form 990-PF, Part II, Line 13
Investments - Other

Other Publicly Traded Securities

Pioneer	Cost	\$ 1,365,970.	\$ 1,467,049.
SPDR Gold	Cost	658,588.	766,566.
Nuveen Tradewinds	Cost	1,930,282.	2,132,766.
iShares TRLC	Cost	652,210.	727,432.
Royce	Cost	517,630.	591,317.
Snow	Cost	900,729.	949,171.
Total Other Publicly Traded Securities		<u>\$ 12,502,361.</u>	<u>\$ 13,435,570.</u>
		Total	<u>\$ 13,278,106.</u> <u>\$ 14,211,315.</u>

Statement 9
Form 990-PF, Part II, Line 22
Other Liabilities

Rounding

1.

Total \$ 92,001.

Statement 10
Form 990-PF, Part III, Line 5
Other Decreases

Flow Through Loss unallowed	\$ 27,679.
Juniper Adjustment FMV - Basis Adj	7,124,126.
Prior Period Deferred Tax Adj	283,000.
Wolfe Unrealized	46,604.
Total <u>\$ 7,481,409.</u>	

Statement 11
Form 990-PF, Part XV, Line 1a
Foundation Managers - 2% or More Contributors

Joan Kriens
 Scott Kriens

2010

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Statement 12
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
Center for Contemplative Mind 199 Main St Northampton, MA 01060	None	501c3	To support contemplative practices and education	\$ 50,000.
Ibme, Inc 10 Franklin Road Ste 800 Roanoke, VA 24011	None	501c3	To promote education programs with respect to mindfulness skills	30,000.
Institute of Noetic Sciences 101 San Antonio Road Petaluma, CA 94952	None	501c3	To support individual and collective transformation through research, education and engaging global community.	100,000.
Kripalu Center for Yoga & Health P.O. Box 309 Stockbridge, MA 01262	None	501c3	To support teaching of diversity	25,000.
Lance Armstrong Foundation (Livestrong) 2201 E. Sixth Street Austin, TX 78702	None	501c3	To support fight against cancer	5,000.
Mindful Schools 1944 Embarcadero East Oakland, CA 94606	None	501c3	To support educational programs	50,000.
Omega Inistitue for Holistic Studies 150 Lake Drive Rhinebeck, NY 12572	None	501c3	To support programs that provide hope and healing	25,000.
Silicon Valley Community Foundation 2440 West El Camino Real Ste 300 Mountain View, CA 94040	None	501c3	To support charities in community.	105,000.
The Hawn Foundation 21731 Ventura Blvd c/o Starr & Co. Woodland Hills, CA 91364	None	501c3	To support education programs	50,000.

Total \$ 440,000.

May 04, 2011

Kriens Family Foundation
Schedule D - Capital Gains and Losses/2CWA
As of: December 31, 2010

<u>Quantity</u>	<u>Asset</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Proceeds</u>	<u>Tax Basis</u>	<u>Gain/Loss</u>
<u>Short-Term Capital Gains and Losses</u>						
49,322 536	ABERDEEN 49322 536/2CWA	Nov 24 10	Nov 24 10	962,775 90	806,519 14	156,256 76
33,551 221	CALAMOS 33551/2CWA	Jan 1 10	Mar 26 10	639,821 79	623,983 94	15,837 85
54,380 173	EDGEWOOD 54380 173/2CWA	Nov 24 10	Dec 16 10	610,145 54	565,564 45	44,581 09
8,614 903	FPA CRESCNT 52961/2CWA_SLD#1	Aug 1 10	Aug 26 10	209,428 28	216,666 86	-7,238 58
4,783 579	IVA INTL 50982/2CWA_SLD#1	Aug 1 10	Aug 26 10	70,270 77	69,670 67	600 10
19,559 106	JP MORGAN 19559/2CWA	Mar 26 10	Jun 30 10	327,028 25	371,818 60	-44,790 35
1,332 996	NUVEEN TW 1332/2CWA	Jan 1 10	Mar 26 10	30,925 51	25,104 04	5,821 47
2,795 539	NUVEEN TW 44383/2CWA_SLD#1	Aug 1 10	Aug 11 10	69,860 51	69,907 86	-47 35
28,180 72	ROYCE 78377 378/2CWA_SLD#1	Nov 24 10	Dec 16 10	326,896 35	290,600 82	36,295 53
726 672	RYDEX 726 672/2CWA	Jan 1 10	Feb 2 10	18,929 81	21,087 63	-2,157 82
1	SPDR GOLD FRAC SH/2CWA	Dec 31 10	Dec 31 10	1,270 18	0 00	1,270 18
Total Short-term				3,267,352 89	3,060,924 01	206,428 88
<u>Long-Term Capital Gains and Losses</u>						
4,641 349	ABERDEEN 4641 349/2CWA	Aug 10 09	Nov 24 10	90,599 14	75,895 05	14,704 09
3,921 164	CALAMOS 3921/2CWA	Dec 11 08	Mar 26 10	74,776 59	72,925 62	1,850 97
11,543 864	EDGEWOOD 11543 864/2CWA	Oct 16 09	Dec 16 10	129,522 16	120,058 43	9,463 73
3,504 752	NUVEEN TW 3504 7/2CWA	Jan 14 09	Mar 26 10	81,310 24	66,004 28	15,305 96
1,689 718	RYDEX 1689 718/2CWA	Dec 11 08	Feb 2 10	44,017 15	49,034 70	-5,017 55
Total Long-term				420,225 28	383,918 08	36,307 20
TOTAL CAPITAL GAINS				3,687,578 17	3,444,842 09	242,736 08

[Signature]