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Form 990-PF

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning 01-01-2010 , and ending 12-31-2010

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

Name of foundation
WHEELER FAMILY FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)
5940 S CHESTNUT ST

Room/suite

City or town, state, and ZIP code
CASPER, WY 82601

A Employer identification number
83-0331386

B Telephone number (see page 10 of the instructions)
(307) 472-1000

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ☐

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

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

H Check type of organization

☒ Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust

☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)☐\$ 2,219,194

J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify)
(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	138			
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	26,147	26,147		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	92,256			
	b Gross sales price for all assets on line 6a <u>2,109,871</u>				
	7 Capital gain net income (from Part IV , line 2) . . .		92,256		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	118,541	118,403		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	☐ 2,890	2,890		0
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	☐ 2,412	2,412		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	☐ 19,528	19,528		0
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	24,830	24,830		0
	25 Contributions, gifts, grants paid	106,000			106,000
	26 Total expenses and disbursements. Add lines 24 and 25	130,830	24,830		106,000
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-12,289			
	b Net investment income (if negative, enter -0-)		93,573		
	c Adjusted net income (if negative, enter -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
Assets	1	Cash—non-interest-bearing	6,271	13,326	13,326
	2	Savings and temporary cash investments	78,232	56,411	56,411
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	1,777,123	1,779,600	2,149,457
	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)			
	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 the instructions Also, see page 1, item I)	1,861,626	1,849,337	2,219,194	
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 (attach schedule)			
	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 ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	2,563,624	2,563,624	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	-701,998	-714,287	
	30	Total net assets or fund balances (see page 17 of the instructions)	1,861,626	1,849,337	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,861,626	1,849,337	

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)	1,861,626
2	Enter amount from Part I, line 27a	-12,289
3	Other increases not included in line 2 (itemize) ▶ _____	0
4	Add lines 1, 2, and 3	1,849,337
5	Decreases not included in line 2 (itemize) ▶ _____	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	1,849,337

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)
1 a	SCHWAB 3869	P	2009-01-01	2009-12-31
b	SCHWAB 6383	P	2009-01-01	2009-12-31
c	SCHWAB 3873	P	2009-01-01	2009-12-31
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 394,376		406,421	-12,045
b 1,037,206		934,316	102,890
c 678,289		676,878	1,411
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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			-12,045
b			102,890
c			1,411
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	92,256
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	

Part V

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	154,986	1,837,259	0 084357
2008	152,000	2,632,249	0 057745
2007	151,000	3,202,591	0 047149
2006	150,000	2,903,023	0 051670
2005	212,357	2,026,320	0 104799

2 Total of line 1, column (d).	2	0 345720
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 069144
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5.	4	2,036,902
5 Multiply line 4 by line 3.	5	140,840
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	936
7 Add lines 5 and 6.	7	141,776
8 Enter qualifying distributions from Part XII, line 4.	8	106,000

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 on page 18

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)			
1aExempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
bDomestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	1,871
cAll other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3Add lines 1 and 2.		3	1,871
4Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	1,871
6Credits/Payments			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	86
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	
7Total credits and payments Add lines 6a through 6d.		7	86
8Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	1,785
10Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	
11Enter the amount of line 10 to be Credited to 2011 estimated tax ☐ Refunded ☐		11	

Part VII-AStatements Regarding Activities			
1aDuring 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?			YesNo
bDid it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the 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.		1a1b	NoNo
cDid the foundation file Form 1120-POL for this year?.		1c	No
dEnter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ 0 (2) On foundation managers ☐ \$ 0			
eEnter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0			
2Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		2	No
3Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		3	No
4aDid the foundation have unrelated business gross income of \$1,000 or more during the year?.		4a	No
bIf "Yes," has it filed a tax return on Form 990-T for this year?.		4b	
5Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		5	No
6Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		6	No
7Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV		7	Yes
8aEnter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ☐ -WY			
bIf the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .		8b	Yes
9Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		9	No
10Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		10	No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of RICHARD E WHEELER Telephone no (307) 472-1000 Located at 5940 S CHESTNUT STREET CASPER WY ZIP+4 82601			
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	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?	15		
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		No

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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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).			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? 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 page 20 of the instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?			
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes	☒ No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes	☒ No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes	☒ No	
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions).	☐ Yes	☒ No	
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes	☒ No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	5b		
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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>	6b		No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				
2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

Part VIII

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	0

Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	1,921,684
b	Average of monthly cash balances.	1b	146,237
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	2,067,921
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	2,067,921
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	31,019
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,036,902
6	Minimum investment return. Enter 5% of line 5.	6	101,845

Part XI

Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☒ and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	101,845
2a	Tax on investment income for 2010 from Part VI, line 5.	2a	1,871
b	Income tax for 2010 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,871
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	99,974
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	99,974
6	Deduction from distributable amount (see page 25 of the instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	99,974

Part XII

Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	106,000
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	106,000
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	106,000
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1		Distributable amount for 2010 from Part XI, line 7			
2		Undistributed income, if any, as of the end of 2010			
a		Enter amount for 2009 only. 0			
b		Total for prior years 20____, 20____, 20____ 0			
3		Excess distributions carryover, if any, to 2010			
a		From 2005. 114,327			
b		From 2006. 7,715			
c		From 2007.			
d		From 2008. 20,401			
e		From 2009. 63,151			
f		Total of lines 3a through e. 205,594			
4		Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 106,000			
a		Applied to 2009, but not more than line 2a 0			
b		Applied to undistributed income of prior years (Election required—see page 26 of the instructions) 0			
c		Treated as distributions out of corpus (Election required—see page 26 of the instructions). . . 0			
d		Applied to 2010 distributable amount. 99,974			
e		Remaining amount distributed out of corpus 6,026			
5		Excess distributions carryover applied to 2010 0			
		(If an amount appears in column (d), the same amount must be shown in column (a).)			
6		Enter the net total of each column as indicated below:			
a		Corpus Add lines 3f, 4c, and 4e Subtract line 5 211,620			
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 page 27 of the instructions . . . 0			
e		Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions 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) (see page 27 of the instructions). 0			
8		Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions). 114,327			
9		Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a. 97,293			
10		Analysis of line 9			
a		Excess from 2006. 7,715			
b		Excess from 2007.			
c		Excess from 2008. 20,401			
d		Excess from 2009. 63,151			
e		Excess from 2010. 6,026			

Part XIV

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

1a

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

b

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

☐ 4942(j)(3) or ☐ 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			(e) Total
		(a) 2010	(b) 2009	(c) 2008	(d) 2007	
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 page 27 of the instructions.)

1

Information Regarding Foundation Managers:

a

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

See Additional Data Table

b

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

2

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

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

a

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

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)				
a Paid during the year See Additional Data Table				
Total			▶ 3a	106,000
b Approved for future payment				
Total			▶ 3b	0

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments.						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities.				14	26,147	
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				18	92,256	
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory.						
11 Other revenue a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal Add columns (b), (d), and (e).			0		118,403	0
13 Total. Add line 12, columns (b), (d), and (e).				13		118,403

(See worksheet in line 13 instructions on page 28 to verify calculations)

[illegible]

Part XVII

Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

1

Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a

Transfers from the reporting foundation to a noncharitable exempt organization of

1

Cash.

1a(1)

No

2

Other assets.

1a(2)

No

b

Other transactions

1

Sales of assets to a noncharitable exempt organization.

1b(1)

No

2

Purchases of assets from a noncharitable exempt organization.

1b(2)

No

3

Rental of facilities, equipment, or other assets.

1b(3)

No

4

Reimbursement arrangements.

1b(4)

No

5

Loans or loan guarantees.

1b(5)

No

6

Performance of services or membership or fundraising solicitations.

1b(6)

No

c

Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

1c

No

d

If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

2a

Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐

Yes

☒

No

b

If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
--------------------------	--------------------------	---------------------------------

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

2011-05-06

Date

Title

Paid Preparer's Use Only

Preparer's Signature

DENNIS R HOWARD CPA

Firm's name

PORTER MUIRHEAD CORNIA & HOWARD CPAS

123 WEST FIRST ST SUITE 800

CASPER, WY 82601

Firm's address

Date

Check if self-employed

PTIN

Firm's EIN

Phone no (307) 265-4311

Form 990-PF (2010)

Additional Data

Software ID:
Software Version:
EIN: 83-0331386
Name: WHEELER FAMILY FOUNDATION

Form 990PF Part VIII Line 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
RICHARD E WHEELER	PRESIDENT 0 00	0	0	0
5940 S CHESTNUT ST CASPER, WY 82601				
LINDA S WHEELER	SECRETARY 0 00	0	0	0
5940 S CHESTNUT ST CASPER, WY 82601				
RICHARD S WHEELER	DIRECTOR 0 00	0	0	0
1709 MIRACLE DRIVE CASPER, WY 82609				
PAULA M WHEELER	DIRECTOR 0 00	0	0	0
1709 MIRACLE DRIVE CASPER, WY 82601				
WENDY W FENTON	DIRECTOR 0 00	0	0	0
6130 EAST LAST CAMP CIRCLE SALT LAKE CITY, UT 84108				
STEVEN L FENTON	DIRECTOR 0 00	0	0	0
6130 EAST LAST CAMP CIRCLE SALT LAKE CITY, UT 84108				
DAVID N WHEELER	DIRECTOR 0 00	0	0	0
5015 HAROLD PLACE NE SEATTLE, WA 98105				
CATHRINE J WHEELER	DIRECTOR 0 00	0	0	0
5015 HAROLD PLACE NE SEATTLE, WA 98105				

Form 990PF Part XV Line 1a - 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).

RICHARD E WHEELER
LINDA S WHEELER

Form 990PF Part XV Line 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)				
a Paid during the year				
CASA OF NATRONA COUNTY 1701 EAST E STREET CASPER, WY 82601	NONE	501(C)(3)	GENERAL FUND	5,000
CENTRAL WYOMING RESCUE MISSION 230 N PARK ST CASPER, WY 82601	NONE	501(C)(3)	GENERAL FUND	5,000
CHILDHAVEN 316 BROADWAY SEATTLE, WA 98104	NONE	501(C)(3)	GENERAL FUND	3,000
CLIMB WYOMING OUR FAMILIES OUR FUTURE 1720 S POPLAR CASPER, WY 82601	NONE	501(C)(3)	GENERAL FUND	5,000
CROSSROADS URBAN CENTER 347 S 400 E SALT LAKE CITY, UT 84111	NONE	501(C)(3)	GENERAL FUND	5,000
ENGLISH SKILLS LEARNING CENTER 175 NORTH 600 WEST SALT LAKE CITY, UT 84116	NONE	501(C)(3)	GENERAL FUND	2,000
GTNP FUND - YOUTH CONSERVATION PROGRAM PO DRAWER 170 MOOSE, WY 83012	NONE	501(C)(3)	GENERAL FUND	2,000
FOOD LIFELINE 1702 NE 150TH STREET SHORELINE, WA 98155	NONE	501(C)(3)	GENERAL FUND	5,000
KOSTOPOLUS DREAM FOUNDATION 2500 EMIGRATION CANYON SALT LAKE CITY, UT 84108	NONE	501(C)(3)	GENERAL FUND	3,000
MEALS ON WHEELS 1760 EAST 12TH STREET CASPER, WY 82601	NONE	501(C)(3)	GENERAL FUND	5,000
NEIGHBORCARE HEALTH 905 SPRUCE STREE SUITE 300 SEATTLE, WA 98104	NONE	501(C)(3)	GENERAL FUND	5,000
NEW BEGINNINGS PO BOX 75125 SEATTLE, WA 98175	NONE	501(C)(3)	GENERAL FUND	5,000
NATRONA COUNTY PUBLIC LIBRARY FOUNDATION 307 E SECOND STREET CASPER, WY 82601	NONE	501(C)(3)	GENERAL FUND	5,000
RAINBOW RESCUES INC 3055 TULIP CASPER, WY 82604	NONE	501(C)(3)	GENERAL FUND	2,000
RONALD MCDONALD HOUSE 1135 EAST SOUTH TEMPLE SALT LAKE CITY, UT 84102	NONE	501(C)(3)	GENERAL FUND	4,000
Total  3a				106,000

Form 990PF Part XV Line 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)				
a Paid during the year				
RONALD MCDONALD HOUSE 5000 40TH AVENUE NE SEATTLE,WA 98105	NONE	501(C)(3)	GENERAL FUND	4,000
SENIOR SERVICES 2208 2ND AVENUE SEATTLE,WA 98121	NONE	501(C)(3)	GENERAL FUND	5,000
SPECIAL OLYMPICS OF WYOMING 350 W A STREET SUITE 101 CASPER,WY 82601	NONE	501(C)(3)	GENERAL FUND	4,000
THE TEAM IN TRAINING 6130 E LAST CAMP CIRCLE SALT LAKE CITY,UT 84108	NONE	501(C)(3)	GENERAL FUND	3,000
WYOMING MEDICAL CENTER FOUNDATION 1233 E SECOND STREET CASPER,WY 82601	NONE	501(C)(3)	GENERAL FUND	10,000
WYOMING PUBLIC TELEVISION FOUNDATION 2660 PECK AVENUE RIVERTON,WY 82501	NONE	501(C)(3)	GENERAL FUND	10,000
YOUTH CRISIS CENTER 915 S MCKINLEY STREET CASPER,WY 82601	NONE	501(C)(3)	GENERAL FUND	5,000
UTAH HUMANITIES COUNCIL 202 WEST 300 NORTH SALT LAKE CITY,UT 84103	NONE	501(C)(3)	GENERAL FUND	4,000
Total  3a				106,000

TY 2010 Accounting Fees Schedule

Name: WHEELER FAMILY FOUNDATION

EIN: 83-0331386

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	2,890	2,890		0

TY 2010 General Explanation Attachment**Name:** WHEELER FAMILY FOUNDATION**EIN:** 83-0331386

Identifier	Return Reference	Explanation
		WHEELER FAMILY FOUNDATION EIN #83-0331386 IRC SECTION 754 STATEMENT TAX YEAR ENDING 12/31/2010 THE WHEELER FAMILY FOUNDATION A TRANSFEREE PARTNER IN THE FOLLOWING PARTNERSHIP WHO HAS A SPECIAL ADJUSTMENT UNDER INTERNAL REVENUE CODE (IRC) SECTION 743(B) ELECTION MADE BY THE PARTNERSHIP THE SPECIAL BASIS ADJUSTMENT WAS MADE IN ACCORDANCE WITH THE RULES PROVIDED IN IRC SECTION 743 AND 755 AND THE REGULATIONS THEREUNDER DETAILED INFORMATION IS AVAILABLE IN THE OFFICE OF THE GENERAL PARTNER UPON REQUEST MAGELLAN MIDSTREAM PARTNERS, L P TIN #73-1599053 PO BOX 22186 MAIL DROP 28 TULSA, OK 74121-2186

**TY 2010 Investments Corporate
Stock Schedule**

Name: WHEELER FAMILY FOUNDATION
EIN: 83-0331386

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CHARLES SCHWAB	1,779,600	2,149,457

TY 2010 Other Expenses Schedule

Name: WHEELER FAMILY FOUNDATION

EIN: 83-0331386

Description	Revenue and Expenses per Books	Net Invest ment Income	Adjusted Net Income	Disbursement s for Charit able Purposes
INVESTMENT FEES	19,404	19,404		0
LICENSES AND PERMITS	25	25		0
BANK CHARGES	29	29		0
MAGELLAN MIDSTREAM PARTNERS, L P OPERATING LOSS	70	70		0

TY 2010 Taxes Schedule

Name: WHEELER FAMILY FOUNDATION

EIN: 83-0331386

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	2,412	2,412		0



Rushmore Investment Advisors
REALIZED GAINS AND LOSSES
Wheeler Family Foundation
Client Directed / Holding Account
9398-6382
From 01-01-10 Through 12-31-10

Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss
TOTAL GAINS					0 00
TOTAL LOSSES					0 00
					8000



Rushmore Investment Advisors
REALIZED GAINS AND LOSSES
Wheeler Family Foundation
RIA Large Cap Growth
9398-6383
From 01-01-10 Through 12-31-10

<u>Date</u>	<u>Quantity</u>	<u>Security</u>	<u>Cost Basis</u>	<u>Proceeds</u>	<u>Gain Or Loss</u>
Common & ADR Stockus					
03-31-10	100	AMERICA MOVIL SAB DE CVADR EACH REP 20 SHSNPV SER L	4.317 54	5.050 11	732 57
04-26-10	282	AMERICA MOVIL SAB DE CVADR EACH REP 20 SHSNPV SER L	12.175 46	14.533 35	2.357 89
			16.493 00	19.583 46	3.090 46
03-31-10	330	ANHEUSER BUSCH INBEV SA NV SPONSORED ADR ISIN#US03524A1088	17.511 81	16.646 23	-865 58
04-29-10	224	ANHEUSER BUSCH INBEV SA NV SPONSORED ADR ISIN#US03524A1088	10.915 52	10.801 02	-114 50
			28.427 33	27.447 25	-980 08
10-22-10	220	CTRIIP COM INTL LTD AMERICAN DEP SHS	9.411 82	11.208 70	1.796 88
04-27-10	87	NEW ORIENTAL ED & TECHNOLOGY GROUP INC SPONSORED ADR REPSTG COM	6.187 40	8.312 70	2.125 30



Rushmore Investment Advisors
REALIZED GAINS AND LOSSES
Wheeler Family Foundation
RIA Large Cap Growth
9398-6383
From 01-01-10 Through 12-31-10

<u>Date</u>	<u>Quantity</u>	<u>Security</u>	<u>Cost Basis</u>	<u>Proceeds</u>	<u>Gain Or Loss</u>
11-05-10	26	NEW ORIENTAL ED & TECHNOLOGY GROUP INC SPONSORED ADR REPSTG COM	1.849 11	2.727 87	878 76
			8.036 51	11.040 57	3,004 06
03-31-10	122	NOVO-NORDISK A-S ADR F 1 ADR REP 1 ORD	8.668 33	9.449 96	781 63
05-04-10	26	NOVO-NORDISK A-S ADR F 1 ADR REP 1 ORD	1.847 35	2.157 21	309 86
			10.515 68	11.607 17	1,091 49
03-31-10	1,591	TAIWAN SEMICONDUCTR ADRF SPONSORED ADR 1 ADR REPS 5 ORD	17.454 22	16.660 66	-793 56
08-03-10	99	TAIWAN SEMICONDUCTR ADRF SPONSORED ADR 1 ADR REPS 5 ORD	1.059 30	1.017 76	-41 54
10-07-10	1,098	TAIWAN SEMICONDUCTR ADRF SPONSORED ADR 1 ADR REPS 5 ORD	11.748 60	11.250 03	-498 57
			30.262 12	28.928 45	-1,333 67
03-31-10	45	APPLE INC COM	3.049 90	10.624 77	7,574 87



Rushmore Investment Advisors
REALIZED GAINS AND LOSSES
Wheeler Family Foundation
RIA Large Cap Growth
9398-6383
From 01-01-10 Through 12-31-10

<u>Date</u>	<u>Quantity</u>	<u>Security</u>	<u>Cost Basis</u>	<u>Proceeds</u>	<u>Gain Or Loss</u>
08-03-10	5	APPLE INC COM	338 88	1,310 47	971 59
			3,388 77	11,935 24	8,546 47
03-31-10	170	ACCENTURE PLC CL A F	6,112 63	7,150 24	1,037 61
04-09-10	502	ACCENTURE PLC CL A F	18,050 24	21,469 27	3,419 03
			24,162 88	28,619 51	4,456 63
02-05-10	74	ALLERGAN INC	3,291 40	4,252 79	961 39
03-31-10	129	ALLERGAN INC	5,737 71	8,456 19	2,718 48
05-04-10	30	ALLERGAN INC	1,334 35	1,891 48	557 13
			10,363 45	14,600 46	4,237 01
08-03-10	49	ALTERA CORP COM	1,152 00	1,361 19	209 19
03-31-10	144	BED BATH & BEYOND	5,873 75	6,341 84	468 09
03-31-10	170	BMC SOFTWARE INC COM	5,956 80	6,495 69	538 89
03-31-10	165	CELGENE CORP	10,308 61	10,243 19	-65 42
08-03-10	22	CELGENE CORP	1,351 28	1,236 37	-114 91
10-07-10	201	CELGENE CORP	12,345 75	11,616 53	-729 22
			24,005 64	23,096 09	-909 55
02-05-10	68	C H ROBINSON WORLDWD NEW	3,526 19	3,543 50	17 31



Rushmore Investment Advisors
REALIZED GAINS AND LOSSES
Wheeler Family Foundation
RIA Large Cap Growth
9398-6383
From 01-01-10 Through 12-31-10

<u>Date</u>	<u>Quantity</u>	<u>Security</u>	<u>Cost Basis</u>	<u>Proceeds</u>	<u>Gain Or Loss</u>
02-26-10	556	C H ROBINSON WORLDWD NEW	28.831 83	29.606 06	774 23
			32.358 02	33.149 56	791 54
10-26-10	50	CME GROUP INC	15.547 21	14.055 23	-1,491 98
03-31-10	99	COGNIZANT TECH SOLUTIONS CRP COM	4.379 23	5.083 56	704 33
08-03-10	40	COGNIZANT TECH SOLUTIONS CRP COM	1.769 38	2.433 55	664 17
			6.148 61	7.517 11	1,368 50
02-05-10	111	C V S CAREMARK CORP	3.369 12	3.428 85	59 73
03-31-10	144	C V S CAREMARK CORP	4.370 74	5.287 73	916 99
07-21-10	288	C V S CAREMARK CORP	8.741 49	8.714 53	-26 96
			16.481 35	17.431 11	949 76
02-05-10	21	DANAHER CORP COM	1.665 30	1.476 91	-188 39
03-31-10	129	DANAHER CORP COM	10.229 73	10.378 00	148 27
05-04-10	22	DANAHER CORP COM	1.744 60	1.825 61	81 01
			13.639 64	13.680 52	40 88
03-31-10	303	DIRECTV COM CL A	6.875 07	10.247 37	3,372 30
05-04-10	60	DIRECTV COM CL A	1.361 40	2.143 22	781 82
10-22-10	284	DIRECTV COM CL A	6.443 96	12.147 75	5,703 79
			14.680 43	24.538 34	9,857 91



Rushmore Investment Advisors
REALIZED GAINS AND LOSSES
Wheeler Family Foundation
RIA Large Cap Growth
9398-6383
From 01-01-10 Through 12-31-10

Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss
03-31-10	167	ENBRIDGE INC COM ISIN#CA29250N1050	5,604 19	8,044 92	2,440 73
05-04-10	438	ENBRIDGE INC COM ISIN#CA29250N1050	14,698 40	20,900 87	6,202 47
			20,302 59	28,945 79	8,643 20
02-05-10	62	EATON VANCE CP NON VTG	1,887 00	1,737 83	-149 17
03-31-10	305	EATON VANCE CP NON VTG	9,282 83	10,312 54	1,029 71
06-15-10	562	EATON VANCE CP NON VTG	17,104 75	17,004 43	-100 32
			28,274 58	29,054 80	780 22
04-27-10	439	FORD MTR CO DEL COM PAR \$0 01	4,679 74	6,076 09	1,396 35
03-31-10	81	FLOWSERVE CORP COM	7,623 88	8,945 64	1,321 76
05-04-10	17	FLOWSERVE CORP COM	1,600 07	1,910 59	310 52
			9,223 96	10,856 23	1,632 27
01-15-10	312	GILEAD SCIENCES INC	7,514 93	14,110 92	6,595 99
03-31-10	175	GILEAD SCIENCES INC	4,215 11	7,994 04	3,778 93
07-13-10	416	GILEAD SCIENCES INC	10,019 91	14,667 37	4,647 46
			21,749 95	36,772 33	15,022 38
03-31-10	20	GOOGLE INC CL A	9,017 21	11,364 20	2,346 99
08-03-10	2	GOOGLE INC CL A	901 72	980 70	78 98



Rushmore Investment Advisors
REALIZED GAINS AND LOSSES
Wheeler Family Foundation
RIA Large Cap Growth
9398-6383
From 01-01-10 Through 12-31-10

<u>Date</u>	<u>Quantity</u>	<u>Security</u>	<u>Cost Basis</u>	<u>Proceeds</u>	<u>Gain Or Loss</u>
11-05-10	3	GOOGLE INC CL A	1,352 58	1,872 96	520 38
11-17-10	23	GOOGLE INC CL A	10,369 79	13,458 73	3,088 94
			21,641 31	27,676 59	6,035 28
03-31-10	245	HEWLETT PACKARD CO COM	10,108 71	13,060 97	2,952 26
08-03-10	38	HEWLETT PACKARD CO COM	1,567 88	1,803 44	235 56
12-20-10	477	HEWLETT PACKARD CO COM	19,681 04	20,045 59	364 55
			31,357 63	34,910 00	3,552 37
02-05-10	13	INTERNATIONAL BUSINESS MACHS CORP COM	1,020 30	1,594 55	574 25
03-31-10	76	INTERNATIONAL BUSINESS MACHS CORP COM	5,964 83	9,782 55	3,817 72
05-04-10	22	INTERNATIONAL BUSINESS MACHS CORP COM	1,726 66	2,804 51	1,077 85
08-05-10	64	INTERNATIONAL BUSINESS MACHS CORP COM	5,023 02	8,400 41	3,377 39
			13,734 81	22,582 02	8,847 21
02-05-10	60	JUNIPER NETWORKS INC COM	1,516 26	1,492 78	-23 48



Rushmore Investment Advisors
REALIZED GAINS AND LOSSES
Wheeler Family Foundation
RIA Large Cap Growth
9398-6383
From 01-01-10 Through 12-31-10

<u>Date</u>	<u>Quantity</u>	<u>Security</u>	<u>Cost Basis</u>	<u>Proceeds</u>	<u>Gain Or Loss</u>
03-31-10	50	JUNIPER NETWORKS INC COM	1,263 55	1,544 97	281 42
05-04-10	98	JUNIPER NETWORKS INC COM	2,476 56	2,731 21	254 65
11-05-10	79	JUNIPER NETWORKS INC COM	1,996 41	2,718 42	722 01
			7,252 78	8,487 38	1,234 60
03-31-10	202	NORDSTROM INC COM	7,207 85	8,290 33	1,082 48
08-03-10	27	NORDSTROM INC COM	963 43	936 88	-26 55
			8,171 27	9,227 21	1,055 94
03-31-10	75	LAB CP OF AMER HLDG NEW	3,040 66	5,693 15	2,652 49
07-13-10	167	LAB CP OF AMER HLDG NEW	6,770 54	12,562 49	5,791 95
			9,811 20	18,255 64	8,444 44
08-03-10	12	LUBRIZOL CORP COM	1,068 70	1,147 30	78 60
02-02-10	346	MASSEY ENERGY CORP	23,356 35	14,024 45	-9,331 90
02-05-10	60	MCAFEE INC	2,418 48	2,207 57	-210 91
03-31-10	164	MCAFEE INC	6,610 51	6,617 38	6 87
05-28-10	419	MCAFEE INC	16,889 04	13,323 09	-3,565 95
			25,918 02	22,148 04	-3,769 98



Rushmore Investment Advisors
REALIZED GAINS AND LOSSES
Wheeler Family Foundation
RIA Large Cap Growth
9398-6383
From 01-01-10 Through 12-31-10

<u>Date</u>	<u>Quantity</u>	<u>Security</u>	<u>Cost Basis</u>	<u>Proceeds</u>	<u>Gain Or Loss</u>
11-09-10	146	MILLICOM INTERNATIONAL CELLULARCOM USD1 50 (POST-SUBD)	13,224 34	13,616 72	392 38
08-03-10	15	3M CO COM	1,295 03	1,311 72	16 69
03-10-10	295	MONSANTO CO NEW DEL	23,996 03	21,000 69	-2,995 34
03-31-10	402	MARVELL TECHNOLOGY GROUP LTD	8,281 72	8,269 52	-12 20
10-05-10	1,029	MARVELL TECHNOLOGY GROUP LTD	21,198 74	17,364 50	-3,834 24
			29,480 46	25,634 02	-3,846 44
04-27-10	283	MSCI INC CLASS A	7,973 16	10,343 87	2,370 71
03-31-10	147	NIKE INC CLASS B	9,485 18	10,876 78	1,391 60
08-03-10	36	NIKE INC CLASS B	2,322 90	2,657 11	334 21
			11,808 08	13,533 89	1,725 81
02-05-10	42	N B T Y INC	1,889 63	1,821 93	-67 70
05-04-10	61	N B T Y INC	2,744 46	2,444 89	-299 57
05-12-10	301	N B T Y INC	13,542 35	10,488 29	-3,054 06
			18,176 44	14,755 11	-3,421 33



Rushmore Investment Advisors
REALIZED GAINS AND LOSSES
Wheeler Family Foundation
RIA Large Cap Growth
9398-6383
From 01-01-10 Through 12-31-10

Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss
02-05-10	150	ORACLE CORP COM	2,797 92	3,513 10	715 18
03-31-10	446	ORACLE CORP COM	8,319 14	11,480 87	3,161 73
08-03-10	56	ORACLE CORP COM	1,044 56	1,354 61	310 05
11-05-10	112	ORACLE CORP COM	2,089 11	3,269 44	1,180 33
			14,250 72	19,618 02	5,367 30
03-31-10	143	PEPSICO INC COM	8,588 61	9,482 30	893 69
05-04-10	34	PEPSICO INC COM	2,042 05	2,234 51	192 46
11-05-10	316	PEPSICO INC COM	18,979 03	20,575 23	1,596 20
			29,609 70	32,292 04	2,682 34
02-05-10	25	PROCTER & GAMBLE	1,242 78	1,525 76	282 98
03-31-10	115	PROCTER & GAMBLE	5,716 79	7,297 89	1,581 10
08-03-10	52	PROCTER & GAMBLE	2,584 98	3,102 78	517 80
08-20-10	315	PROCTER & GAMBLE	15,659 03	18,836 05	3,177 02
			25,203 58	30,762 48	5,558 90
02-05-10	59	PHILIP MORRIS INTERNATIONAL INC	2,436 65	2,680 39	243 74
03-31-10	91	PHILIP MORRIS INTERNATIONAL INC	3,758 23	4,756 48	998 25
08-03-10	23	PHILIP MORRIS INTERNATIONAL INC	949 88	1,206 78	256 90
12-02-10	179	PHILIP MORRIS INTERNATIONAL INC	7,392 56	10,342 41	2,949 85
			14,537 32	18,986 06	4,448 74
02-05-10	23	PRAXAIR INC COM	1,821 89	1,702 66	-119 23



Rushmore Investment Advisors
REALIZED GAINS AND LOSSES
Wheeler Family Foundation
RIA Large Cap Growth
9398-6383
From 01-01-10 Through 12-31-10

<u>Date</u>	<u>Quantity</u>	<u>Security</u>	<u>Cost Basis</u>	<u>Proceeds</u>	<u>Gain Or Loss</u>
03-31-10	107	PRAXAIR INC COM	8.475 75	8.891 65	415 90
08-03-10	19	PRAXAIR INC COM	1.505 04	1.673 30	168 26
			11.802 68	12.267 61	464 93
02-05-10	21	TRANSOCEAN INC NEW F	1.880 68	1.733 73	-146 95
02-26-10	355	TRANSOCEAN INC NEW F	31.792 38	28.201 98	-3.590 40
			33.673 05	29.935 71	-3.737 34
05-04-10	74	SANDISK CORP	2.625 28	3.083 59	458 31
09-21-10	524	SANDISK CORP	18.589 85	18.738 76	148 91
			21.215 13	21.822 35	607 22
02-05-10	74	SYNOPSYS INC COM	1.382 80	1.549 54	166 74
02-11-10	767	SYNOPSYS INC COM	14.332 55	16.176 36	1,843 81
			15.715 35	17.725 90	2,010 55
11-05-10	116	SKYWORKS SOLUTIONS INC	2.140 89	2.790 91	650 02
03-31-10	277	STRYKER CORP	18.299 20	15.897 31	-2,401 89
09-20-10	186	STRYKER CORP	10.900 90	9.062 33	-1,838 57
			29.200 10	24.959 64	-4,240 46
12-16-10	167	TORONTO DOMINION BANK F	11.414 95	11.985 42	570 47
03-31-10	106	T J X COS INC	4.047 10	4.513 59	466 49



Rushmore Investment Advisors
REALIZED GAINS AND LOSSES
Wheeler Family Foundation
RIA Large Cap Growth
9398-6383
From 01-01-10 Through 12-31-10

Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss
12-02-10	452	T J X COS INC	18,181 77	20,230 10	2,048 33
			22,228 87	24,743 69	2,514 82
01-15-10	222	THERMO FISHER CORP COM	7,084 69	10,533 69	3,449 00
02-05-10	42	THERMO FISHER CORP COM	1,340 35	1,957 17	616 82
03-31-10	143	THERMO FISHER CORP COM	4,563 56	7,364 74	2,801 18
05-04-10	33	THERMO FISHER CORP COM	1,053 13	1,791 23	738 10
			14,041 72	21,646 83	7,605 11
03-31-10	141	URBAN OUTFITTERS INC	4,664 39	5,376 37	711 98
11-05-10	68	URBAN OUTFITTERS INC	2,249 49	2,200 44	-49 05
			6,913 89	7,576 81	662 92
03-31-10	143	UNITED TECHNOLOGIES CORP COM	7,708 92	10,597 76	2,888 84
08-03-10	31	UNITED TECHNOLOGIES CORP COM	1,671 16	2,251 18	580 02
			9,380 08	12,848 94	3,468 86
03-31-10	73	VISA INC COM CL A	6,170 30	6,693 98	523 68
05-14-10	185	VISA INC COM CL A	15,637 05	14,591 81	-1,045 24
			21,807 35	21,285 79	-521 56
02-11-10	242	WATERS CORP COM	14,935 13	13,966 58	-968 55



Rushmore Investment Advisors
REALIZED GAINS AND LOSSES
Wheeler Family Foundation
RIA Large Cap Growth
9398-6383
From 01-01-10 Through 12-31-10

<u>Date</u>	<u>Quantity</u>	<u>Security</u>	<u>Cost Basis</u>	<u>Proceeds</u>	<u>Gain Or Loss</u>
02-05-10	96	WESTERN DIGITAL CORP	3,105 43	3,727 92	622 49
04-27-10	198	WESTERN DIGITAL CORP	6,404 94	8,649 08	2,244 14
07-21-10	497	WESTERN DIGITAL CORP	16,077 05	15,384 91	-692 14
			25,587 42	27,761 91	2,174 49
08-03-10	32	WHOLE FOODS MKT INC COM	1,257 07	1,231 65	-25 42
			934,316 44	1,037,205 72	102,889 28
TOTAL GAINS					142,368 74
TOTAL LOSSES					-39,479 46

8000

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Rushmore Investment Advisors
REALIZED GAINS AND LOSSES
Wheeler Family Foundation
RIA Non-US ADR Growth
9502-3869
From 01-01-10 Through 12-31-10

<u>Date</u>	<u>Quantity</u>	<u>Security</u>	<u>Cost Basis</u>	<u>Proceeds</u>	<u>Gain Or Loss</u>
Common & ADR Stockus					
08-17-10	193	ANGLOGOLD LTDSPPONSORED ADR	8,045 50	8,492 78	447 28
01-05-10	76	BG GROUP ADR REP 5 ORDGBP0 10	6,818 08	7,117 76	299 68
07-13-10	160	ANHEUSER BUSCH INBEV SA NV SPONSORED ADR ISIN#US03524A1088	7,254 34	8,606 20	1,351 86
10-14-10	154	ANHEUSER BUSCH INBEV SA NV SPONSORED ADR ISIN#US03524A1088	7,270 16	9,793 06	2,522 90
			14,524 50	18,399 26	3,874 76
05-07-10	199	COMPANIA CERVECRIAS UNIDAS S A SPONS ADR	7,418 78	8,158 48	739 70
07-23-10	260	COMPANIA CERVECRIAS UNIDAS S A SPONS ADR	9,692 87	13,207 80	3,514 93
			17,111 65	21,366 28	4,254 63
08-12-10	149	CHINA MOBILE LIMITED	7,414 47	7,970 59	556 12
05-10-10	1	CIA ENER DE MINAS ADR F SPONSORED ADR 1 ADR REPS 1 PFD SH	8 42	9 49	1 07



Rushmore Investment Advisors
REALIZED GAINS AND LOSSES
Wheeler Family Foundation
RIA Non-US ADR Growth
9502-3869
From 01-01-10 Through 12-31-10

<u>Date</u>	<u>Quantity</u>	<u>Security</u>	<u>Cost Basis</u>	<u>Proceeds</u>	<u>Gain Or Loss</u>
11-11-10	536	CIA ENER DE MINAS ADR F SPONSORED ADR 1 ADR REPS 1 PFD SH	7,519 66	9,230 40	1,710 74
			7,528 08	9,239 89	1,711 81
09-23-10	598	DUOYUAN GLOBAL WTR INC SPONSORED ADR	18,868 74	6,688 76	-12,179 98
02-26-10	49	NEW ORIENTAL ED & TECHNOLOGY GROUP INC SPONSORED ADR REPSTG COM	3,169 80	3,817 69	647 89
07-12-10	130	FRESENIUS MED CARE ADR F SPONSORED ADR 1 ADR REP 1 ORD	7,100 90	6,967 79	-133 11
05-14-10	1,304	FAST RETAILING CO LTD ADR ISIN#US31188H1014	18,479 34	18,587 29	107 95
03-23-10	1,163	HONGKONG ELEC HLDGS LTDSPONSORED ADR	6,838 75	6,717 05	-121 70
02-09-10	162	DESARROLLADORA HOMEX SABDE CV ADR EACH REPR6 SHS	7,820 23	4,834 76	-2,985 47



Rushmore Investment Advisors
REALIZED GAINS AND LOSSES
Wheeler Family Foundation
RIA Non-US ADR Growth
9502-3869
From 01-01-10 Through 12-31-10

<u>Date</u>	<u>Quantity</u>	<u>Security</u>	<u>Cost Basis</u>	<u>Proceeds</u>	<u>Gain Or Loss</u>
01-22-10	322	IMPALA PLTUM HLD LTD SPONSORED ADR REPSTEG 1/4 SH	7,046 36	8,613 39	1,567 03
08-02-10	559	51JOB INC SPONS ADR RESTG COM	11,724 02	14,273 09	2,549 07
05-03-10	0	MOBILE TELESYSTEMSSPONSORED ADR	13 15	10 94	-2 21
10-18-10	480	MINDRAY MED INTL LTD SPONSORED ADR REPSTG ISIN#US6026751007 CL A	17,647 11	14,290 22	-3,356 89
12-03-10	994	MUENCHENER RUECKVER ADRF UNSPONSORED ADR 10 ADR REP 1 ORD	15,656 91	14,683 22	-973 69
09-13-10	517	NICE SYS LTD SPONSORED ADR SPONSORED ADR	14,993 85	14,827 52	-166 33
04-26-10	87	NOVO-NORDISK A-S ADR F 1 ADR REP 1 ORD	6,043 15	7,031 52	988 37



Rushmore Investment Advisors
REALIZED GAINS AND LOSSES
Wheeler Family Foundation
RIA Non-US ADR Growth
9502-3869
From 01-01-10 Through 12-31-10

<u>Date</u>	<u>Quantity</u>	<u>Security</u>	<u>Cost Basis</u>	<u>Proceeds</u>	<u>Gain Or Loss</u>
01-27-10	62	BANCO SANTANDER CHILE NEW SPON ADR REPSTG COM	3,477 70	4,021 43	543 73
11-04-10	625	TENCENT HOLDINGS ADR F UNSPONSORED ADR 1 ADR REPS 1 ORD	12,666 06	14,614 94	1,948 88
04-29-10	131	TEVA PHARMACEUTICAL INDS LTDADR	7,088 78	7,619 04	530 26
07-27-10	268	TEVA PHARMACEUTICAL INDS LTDADR	14,502 23	13,679 93	-822 30
			21,591 01	21,298 97	-292 04
11-24-10	1,060	USINAS SIDE MINAS ADR F SPONSORED ADR 1 ADR REPS 1 REG S PFD	16,066 18	12,455 53	-3,610 65
03-03-10	253	VESTAS WIND SYSTEMS UNSPONSOREDADR 3 REP1 ORD DKK1	5,713 20	4,305 29	-1,407 91
02-22-10	107	WAL-MART DE MEXICO S A DE C VSPONSORED ADR REPSTG SER V SHS	2,589 40	5,186 22	2,596 82



Rushmore Investment Advisors
REALIZED GAINS AND LOSSES
Wheeler Family Foundation
RIA Non-US ADR Growth
9502-3869
From 01-01-10 Through 12-31-10

<u>Date</u>	<u>Quantity</u>	<u>Security</u>	<u>Cost Basis</u>	<u>Proceeds</u>	<u>Gain Or Loss</u>
10-11-10	84	ALCON INC COM SHS ISIN#CH0013826497 (CHFO 20)	13.043 00	14.001 12	958 12
04-09-10	205	ACCENTURE PLC CL A F	7.422 73	8.767 33	1,344 60
09-09-10	597	ASIAINFO LINKAGE INC COM	16.767 34	9.988 30	-6,779 04
06-03-10	107	CREDICORP COM STK USD5	8.206 60	9.569 45	1,362 85
05-05-10	38	CORE LABORATORIES NV	4.527 96	5.522 07	994 11
03-11-10	504	DIANA SHIPPING INC COM	11.792 94	7.423 52	-4,369 42
11-30-10	279	GILDAN ACTIVEWEAR INC COM	8.036 26	8.409 81	373 55
08-30-10	286	LULULEMON ATHLETICA INC COM	11.944 62	9.372 66	-2,571 96
03-05-10	39	MILLICOM INTERNATIONAL CELLULARCOM USD1 50 (POST-SUBD)	3.958 30	3.348 08	-610 22

Rushmore Investment Advisors
REALIZED GAINS AND LOSSES
Wheeler Family Foundation
RIA Non-US ADR Growth
9502-3869
From 01-01-10 Through 12-31-10

Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss
10-05-10	734	MARVELL TECHNOLOGY GROUP LTD	13,261 47	12,386 33	-875 14
04-15-10	344	NEXEN INC COM SHS ISIN#CA65334H1029	7,643 41	8,943 26	1,299 85
12-10-10	456	ORTHOFIX INTL N V COMSTK USD0 10	15,775 73	12,701 08	-3,074 65
02-04-10	52	OPEN TEXT CORP F	1,703 11	2,327 27	624 16
03-18-10	98	OPEN TEXT CORP F	3,209 71	4,659 64	1,449 93
			4,912 82	6,986 91	2,074 09
07-28-10	93	POTASH CORP SASK INC F	10,543 52	9,129 96	-1,413 56
08-17-10	85	POTASH CORP SASK INC F	9,636 55	12,014 43	2,377 88
			20,180 07	21,144 39	964 32
			406,421 41	394,376 49	-12,044 92
TOTAL GAINS					33,409 32
TOTAL LOSSES					-45,454 24

8000

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Rushmore Investment Advisors
REALIZED GAINS AND LOSSES
Wheeler Family Foundation
RIA Small/Mid Cap Growth
9502-3873
From 01-01-10 Through 12-31-10

<u>Date</u>	<u>Quantity</u>	<u>Security</u>	<u>Cost Basis</u>	<u>Proceeds</u>	<u>Gain Or Loss</u>
Common & ADR Stockus					
03-31-10	80	EURAND N V SHS	918 00	903 98	-14 02
03-01-10	435	ICON PLC SPON ADR F SPONSORED ADR 1 ADR REPS 1 ORD	16,573 50	10,150 20	-6,423 30
04-29-10	48	NICE SYS LTD SPONSORED ADR SPONSORED ADR	1,291 68	1,540 34	248 66
09-13-10	307	NICE SYS LTD SPONSORED ADR SPONSORED ADR	8,261 37	8,767 40	506 03
			9,553 05	10,307 74	754 69
03-31-10	50	PARTNER COMMUNICATIONS CO LTDADR	1,101 56	1,125 98	24 42
04-20-10	383	PARTNER COMMUNICATIONS CO LTDADR	8,437 91	7,845 04	-592 87
			9,539 47	8,971 02	-568 45
03-31-10	247	TELVENT GIT SA	9,345 10	7,160 40	-2,184 70
06-15-10	232	TELVENT GIT SA	6,708 51	4,237 84	-2,470 67
			16,053 61	11,398 24	-4,655 37



Rushmore Investment Advisors
REALIZED GAINS AND LOSSES
Wheeler Family Foundation
RIA Small/Mid Cap Growth
9502-3873
From 01-01-10 Through 12-31-10

<u>Date</u>	<u>Quantity</u>	<u>Security</u>	<u>Cost Basis</u>	<u>Proceeds</u>	<u>Gain Or Loss</u>
03-31-10	116	VANCEINFO TECHS INC ADRF SPONSORED ADR 1 ADR REPS 1 ORD	2,548 91	2,566 33	17 42
05-17-10	290	VANCEINFO TECHS INC ADRF SPONSORED ADR 1 ADR REPS 1 ORD	6,372 29	6,180 63	-191 66
			8,921 20	8,746 96	-174 24
03-31-10	15	ACORDA THERAPEUTICS INCCDT	388 71	521 09	132 38
04-29-10	24	ACORDA THERAPEUTICS INCCDT	621 93	948 98	327 05
10-13-10	55	ACORDA THERAPEUTICS INCCDT	1,425 25	1,538 68	113 43
			2,435 89	3,008 75	572 86
03-31-10	50	AMETEK INC NEW COM	2,039 30	2,083 96	44 66
04-29-10	14	AMETEK INC NEW COM	571 00	616 13	45 13
11-08-10	70	AMETEK INC NEW COM	2,855 02	3,939 76	1,084 74
			5,465 32	6,639 85	1,174 53
03-11-10	207	AMERN SUPERCONDUCTOR CP	7,103 14	6,136 95	-966 19
03-31-10	60	AMPHENOL CORP CL A	2,350 68	2,536 75	186 07
04-29-10	26	AMPHENOL CORP CL A	1,018 63	1,210 82	192 19
09-13-10	130	AMPHENOL CORP CL A	5,093 14	6,157 55	1,064 41
			8,462 45	9,905 12	1,442 67



Rushmore Investment Advisors
REALIZED GAINS AND LOSSES
Wheeler Family Foundation
RIA Small/Mid Cap Growth
9502-3873
From 01-01-10 Through 12-31-10

<u>Date</u>	<u>Quantity</u>	<u>Security</u>	<u>Cost Basis</u>	<u>Proceeds</u>	<u>Gain Or Loss</u>
04-29-10	82	AEROPOSTALE	1.912 98	2.495 34	582 36
08-06-10	216	AEROPOSTALE	5.039 08	5.438 24	399 16
08-06-10	0	AEROPOSTALE	11 66	0 00	-11 66
			6.963 73	7.933 58	969 85
11-09-10	490	AMERICAN AXLE & MFG HOLDINGS COM	4.497 86	5.185 68	687 82
03-02-10	315	AZZ INCORPORATED	10.394 09	10.048 46	-345 63
10-13-10	111	BIG LOTS INC	4.411 46	3.666 84	-744 62
03-22-10	264	BALLY TECHNOLOGIES INC	8.964 01	10.123 64	1,159 63
12-15-10	80	CUBIST PHARMACEUTICALS	1.766 22	1.706 87	-59 35
03-25-10	156	CHURCH & DWIGHT CO INC	8.150 11	10.624 45	2,474 34
04-29-10	37	CHICOS FAS INC COM	535 89	564 72	28 83
07-26-10	434	CHICOS FAS INC COM	6.285 84	4.421 51	-1,864 33
			6.821 73	4.986 23	-1,835 50
12-03-10	30	CHIPOTLE MEXICAN GRILL INC CL A	4.102 02	7.049 35	2,947 33



Rushmore Investment Advisors
REALIZED GAINS AND LOSSES
Wheeler Family Foundation
RIA Small/Mid Cap Growth
9502-3873
From 01-01-10 Through 12-31-10

<u>Date</u>	<u>Quantity</u>	<u>Security</u>	<u>Cost Basis</u>	<u>Proceeds</u>	<u>Gain Or Loss</u>
08-06-10	47	CAPELLA ED CO COM	4.335 12	3.781 40	-553 72
03-31-10	50	COPART INC	1.898 30	1.789 96	-108 34
12-02-10	170	COPART INC	6.454 22	5.624 96	-829 26
			8.352 52	7.414 92	-937 60
04-22-10	454	CANADIAN SOLAR INC COM	10.136 59	8.148 30	-1.988 29
11-16-10	78	COINSTAR INC COM	4.235 40	4.570 15	334 75
03-31-10	26	CONCHO RES INC COM	1.297 86	1.323 63	25 77
11-03-10	74	CONCHO RES INC COM	3.693 91	5.287 24	1,593 33
			4.991 77	6.610 87	1,619 10
05-07-10	294	EZCORP INC CL A NON VTG	6.624 67	5.233 76	-1,390 91
03-01-10	119	FTI CONSULTING INC	6.221 97	4,359 51	-1,862 46
03-01-10	365	FEDERATED INVS PA CL B CLASS B	10.112 23	9,140 50	-971 73
03-31-10	194	FLIR SYS INC	6.752 11	5,486 41	-1,265 70
09-28-10	322	FLIR SYS INC	10.655 71	8,305 46	-2,350 25
			17.407 82	13,791 87	-3,615 95
03-31-10	20	FLOWSERVE CORP COM	1.742 31	2,214 60	472 29



Rushmore Investment Advisors
REALIZED GAINS AND LOSSES
Wheeler Family Foundation
RIA Small/Mid Cap Growth
9502-3873
From 01-01-10 Through 12-31-10

<u>Date</u>	<u>Quantity</u>	<u>Security</u>	<u>Cost Basis</u>	<u>Proceeds</u>	<u>Gain Or Loss</u>
12-27-10	120	GEORESOURCES INC COM	2,308 86	2,760 01	451 15
03-31-10	25	GUESS INC COM	983 72	1,188 97	205 25
04-29-10	23	GUESS INC COM	905 02	1,099 86	194 84
05-26-10	254	GUESS INC COM	9,994 55	9,149 96	-844 59
			11,883 28	11,438 79	-444 49
12-13-10	162	GREEN MTN COFFEE ROASTER	4,215 79	5,358 87	1,143 08
04-29-10	43	HANGER ORTHOPEDIC GROUP INC COM NEW	598 47	826 87	228 40
08-04-10	467	HANGER ORTHOPEDIC GROUP INC COM NEW	6,499 71	7,205 31	705 60
			7,098 18	8,032 18	934 00
03-31-10	35	HITTITE MICROWAVE CORP COM	1,491 37	1,560 27	68 90
09-13-10	168	HITTITE MICROWAVE CORP COM	7,158 60	7,642 95	484 35
			8,649 97	9,203 22	553 25
03-31-10	20	SCHEIN HENRY INC	1,087 48	1,183 97	96 49
05-03-10	110	SCHEIN HENRY INC	5,981 13	6,758 90	777 77
09-22-10	72	SCHEIN HENRY INC	3,914 92	4,062 76	147 84
			10,983 53	12,005 63	1,022 10



Rushmore Investment Advisors
REALIZED GAINS AND LOSSES
Wheeler Family Foundation
RIA Small/Mid Cap Growth
9502-3873
From 01-01-10 Through 12-31-10

<u>Date</u>	<u>Quantity</u>	<u>Security</u>	<u>Cost Basis</u>	<u>Proceeds</u>	<u>Gain Or Loss</u>
03-31-10	397	ICONIX BRAND GROUP INC COM	6.910 50	6.235 89	-674 61
03-02-10	325	INTREPID POTASH INC	8.628 91	9.472 03	843 12
04-29-10	36	ISHARES TR RUSSELL 2000 GROWTH INDEX FD	2.512 00	2.812 63	300 63
12-02-10	121	ISHARES TR RUSSELL 2000 GROWTH INDEX FD	8.478 90	10.198 32	1,719 42
12-03-10	144	ISHARES TR RUSSELL 2000 GROWTH INDEX FD	10.090 59	12.235 80	2,145 21
			21.081 48	25.246 75	4.165 27
11-18-10	696	ISHARES RUSSELL MIDCAP GROWTH INDEX FUND	33.144 81	36.923 50	3,778 69
01-13-10	137	LIFE TECHNOLOGIES CORPCOM	5.044 66	7.223 95	2,179 29
03-31-10	10	LIFE TECHNOLOGIES CORPCOM	368 22	526 50	158 28
08-03-10	148	LIFE TECHNOLOGIES CORPCOM	5.449 70	6.530 22	1,080 52
			10.862 58	14.280 67	3,418 09
02-02-10	690	LUMINEX CORP DEL	16.428 46	9.461 98	-6,966 48



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9502-3873
From 01-01-10 Through 12-31-10

<u>Date</u>	<u>Quantity</u>	<u>Security</u>	<u>Cost Basis</u>	<u>Proceeds</u>	<u>Gain Or Loss</u>
09-08-10	106	LULULEMON ATHLETICA INC COM	4,116 37	3,791 38	-324 99
03-31-10	20	MEDIFAST INC COM	501 57	512 79	11 22
04-29-10	35	MEDIFAST INC COM	877 75	1,126 40	248 65
			1,379 32	1,639 19	259 87
03-31-10	20	MCAFEE INC	711 14	806 78	95 64
04-29-10	19	MCAFEE INC	675 58	754 11	78 53
04-30-10	194	MCAFEE INC	6,898 04	6,748 36	-149 68
			8,284 76	8,309 25	24 49
02-25-10	114	MORNINGSTAR INC	6,292 80	5,047 14	-1,245 66
12-30-10	283	MARVELL TECHNOLOGY GROUP LTD	5,727 61	5,167 46	-560 15
06-22-10	43	NETFLIX INC COM	4,163 62	4,969 76	806 14
03-30-10	549	NORTHERN OIL AND GAS INC (MN)	7,311 36	8,179 96	868 60
04-29-10	18	N B T Y INC	889 93	723 76	-166 17
05-12-10	82	N B T Y INC	4,054 11	2,857 27	-1,196 84
			4,944 04	3,581 03	-1,363 01



Rushmore Investment Advisors
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9502-3873
From 01-01-10 Through 12-31-10

<u>Date</u>	<u>Quantity</u>	<u>Security</u>	<u>Cost Basis</u>	<u>Proceeds</u>	<u>Gain Or Loss</u>
04-29-10	57	NU SKIN ENTERPRISES INC CL A	1.408 73	1.802 36	393 63
02-25-10	580	N V ENERGY INC	5.769 84	6.461 17	691 33
03-10-10	186	OCEANEERING INTL INC	10.132 07	11.678 03	1,545 96
08-06-10	177	OVERSTOCK COM INC DEL COM	4.060 80	2.958 81	-1,101 99
03-02-10	537	3 PAR INC XXX CASH MERGER @ \$33 00/SH EFF 09/27/10	3.871 39	5.070 45	1,199 06
01-07-10	601	METROPCS COMMUNICATIONS	9.552 96	4.525 41	-5,027 55
04-29-10	49	PLEXUS CORP	1.358 11	1.908 22	550 11
06-09-10	202	PLEXUS CORP	5.598 73	5.974 38	375 65
			6.956 84	7.882 60	925 76
04-29-10	33	PERRIGO COMPANY COM	1.601 70	2.101 79	500 09
09-13-10	170	PACTIV CORP COM	4.420 00	5.494 31	1,074 31
12-29-10	152	PROSHARES TR PROSHARES ULTRA QQQ	12.066 87	12.535 34	468 47



Rushmore Investment Advisors
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09-22-10	153	RUBICON TECHNOLOGY INC COM	4,474 94	3,125 28	-1,349 66
03-31-10	15	ROCK TENN CO CL A	600 18	686 38	86 20
04-29-10	24	ROCK TENN CO CL A	960 29	1,272 95	312 66
			1,560 47	1,959 33	398 86
03-31-10	25	RESMED INC COM	875 57	1,599 22	723 65
04-29-10	19	RESMED INC COM	665 43	1,177 81	512 38
			1,541 00	2,777 03	1,236 03
04-29-10	713	RIGHTNOW TECHS NEW	9,549 34	11,915 59	2,366 25
04-29-10	37	SEATTLE GENETICS INC COM	399 60	456 24	56 64
11-01-10	184	SEATTLE GENETICS INC COM	1,987 22	2,814 60	827 38
			2,386 82	3,270 84	884 02
03-31-10	20	SILICON LABORATORIES INC OC COM	917 57	965 38	47 81
04-29-10	9	SILICON LABORATORIES INC OC COM	412 91	447 11	34 20
09-08-10	155	SILICON LABORATORIES INC OC COM	7,111 16	5,412 23	-1,698 93
			8,441 63	6,824 72	-1,616 91
09-17-10	99	SANDISK CORP	4,088 61	3,797 60	-291 01



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<u>Date</u>	<u>Quantity</u>	<u>Security</u>	<u>Cost Basis</u>	<u>Proceeds</u>	<u>Gain Or Loss</u>
04-29-10	34	SYNOPSIS INC COM	637 95	785 72	147 77
03-11-10	452	STANLEY INC XXX CASH MERGER @ \$37 50/SH EFF 08/18/10	15,301 38	11,874 06	-3,427 32
03-31-10	10	SYBASE INC XXX CASH MERGER @ \$65 00/SH EFF 07/29/10	337 90	467 39	129 49
04-29-10	22	SYBASE INC XXX CASH MERGER @ \$65 00/SH EFF 07/29/10	743 38	953 26	209 88
05-12-10	187	SYBASE INC XXX CASH MERGER @ \$65 00/SH EFF 07/29/10	6,318 73	11,119 26	4,800 53
06-08-10	69	SYBASE INC XXX CASH MERGER @ \$65 00/SH EFF 07/29/10	2,331 51	4,438 69	2,107 18
			9,731 52	16,978 60	7,247 08
01-11-10	440	SYNAPTICS INC	13,939 42	14,072 06	132 64
03-02-10	210	TIDEWATER INC	11,452 98	9,540 63	-1,912 35
03-31-10	15	THORATEC CORP COM NEW	380 71	505 19	124 48
04-29-10	57	THORATEC CORP COM NEW	1,446 71	2,059 43	612 72



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<u>Date</u>	<u>Quantity</u>	<u>Security</u>	<u>Cost Basis</u>	<u>Proceeds</u>	<u>Gain Or Loss</u>
06-15-10	153	THORATEC CORP COM NEW	3.883 28	6.694 73	2.811 45
			5.710 70	9.259 35	3,548 65
05-25-10	622	DIREXION SHS EXCH TRD FD DAILY SMALL CAP BULL 3X SHARES	28.591 41	25.845 03	-2.746 38
03-31-10	268	T N S INC	7.598 93	5.998 00	-1.600 93
05-10-10	249	T N S INC	6.680 17	5.610 84	-1.069 33
			14.279 10	11.608 84	-2,670 26
02-04-10	1,040	TRADESTATION GROUP INC	9.378 72	7.203 25	-2,175 47
03-31-10	50	TUPPERWARE BRANDS CORP	1.641 30	2.443 45	802 15
04-06-10	103	TUPPERWARE BRANDS CORP	3.381 08	5.075 79	1,694 71
04-29-10	28	TUPPERWARE BRANDS CORP	919 13	1,468 60	549 47
07-20-10	170	TUPPERWARE BRANDS CORP	5.580 42	6.385 45	805 03
			11.521 93	15.373 29	3,851 36
03-01-10	268	TOWER GROUP INC	6.509 34	5.757 98	-751 36



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9502-3873
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<u>Date</u>	<u>Quantity</u>	<u>Security</u>	<u>Cost Basis</u>	<u>Proceeds</u>	<u>Gain Or Loss</u>
03-11-10	340	UNIVERSAL ELECTRS INC	8.635 08	7.864 47	-770 61
03-02-10	169	U R S CORP NEW	5.286 42	7.987 52	2.701 10
12-14-10	88	VEECO INSTRUMENTS INC	3.897 35	4.087 64	190 29
05-17-10	339	BARCLAYS BANK PLC IPATHS&P 500 VIX SHORT-TERMFUTURES ISINUS06740C5278	8.892 24	9.432 65	540 41
03-31-10	10	WABTEC CORP COM	325 58	424 79	99 21
04-29-10	42	WABTEC CORP COM	1.367 43	2.024 74	657 31
			1.693 01	2.449 53	756 52
03-31-10	20	WATERS CORP COM	1.160 18	1.352 97	192 79
04-29-10	40	WATERS CORP COM	2.320 36	2.922 63	602 27
07-27-10	116	WATERS CORP COM	6.729 04	7.473 54	744 50
			10.209 58	11.749 14	1.539 56
11-08-10	195	WARNER CHILCOTT PLC SHS A	4.238 54	3.954 49	-284 05
03-31-10	96	ZOLL MEDICAL CORP	3.182 21	2.569 01	-613 20
10-11-10	239	ZOLL MEDICAL CORP	7.922 37	7.880 56	-41 81

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9502-3873
From 01-01-10 Through 12-31-10

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11-16-10	130	ZOLL MEDICAL CORP	4,309 24	3,970 46	-338 78
			15,413 82	14,420 03	-993 79
			676,878 00	678,289 42	1,411 42
TOTAL GAINS					65,930 98
TOTAL LOSSES					-64,519 56

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