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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 , 2010, and ending ,

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

THE CREAN FOUNDATION
2300 MESA DRIVE
NEWPORT BEACH, CA 92660

A Employer identification number: 95-3676334

B Telephone number (see the instructions): (949) 642-3050

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, column (c), line 16) ► $ 73,441,940.

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 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 (att sch)				
	2 Ck ► ☒ if the foundn is **not** req to att Sch B				
	3 Interest on savings and temporary cash investments	107,406.	107,406.	107,406.	
	4 Dividends and interest from securities	1,669,028.	1,669,028.	1,669,028.	
	5a Gross rents	574,118.	574,118.	574,118.	
	b Net rental income or (loss) 386,936.				
	6a Net gain/(loss) from sale of assets not on line 10	960,443.			
	b Gross sales price for all assets on line 6a 21,580,824.				
	7 Capital gain net income (from Part IV, line 2)		960,443.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances 31,729.				
	b Less Cost of goods sold 8,752.				
	c Gross profit/(loss) (att sch) SEE ST 1	22,977.		22,977.	
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	3,333,972.	3,310,995.	2,373,529.	
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc	282,525.	282,545.		
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) SEE ST 2	12,371.	12,371.		
	c Other prof fees (attach sch)				
	17 Interest	24,561.	24,561.		
	18 Taxes (attach schedule) (see instr) SEE STM 3	11,974.	11,974.		
	19 Depreciation (attach sch) and depletion	43,407.	43,255.		
	20 Occupancy				
	21 Travel, conferences, and meetings	1,095.	1,095.		
	22 Printing and publications	384.	384.		
	23 Other expenses (attach schedule) SEE STATEMENT 4	383,934.	375,461.		8,473.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	760,251.	751,646.		8,473.
	25 Contributions, gifts, grants paid PART XV	4,086,740.			4,086,740.
	26 **Total expenses and disbursements.** Add lines 24 and 25	4,846,991.	751,646.	0.	4,095,213.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-1,513,019.			
	b **Net investment income** (if negative, enter -0-)		2,559,349.		
	c **Adjusted net income** (if negative, enter -0-)			2,373,529.	

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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			
	2 Savings and temporary cash investments	2,952,924.	1,627,732.	1,627,732.
	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 the instructions)			
	7 Other notes and loans receivable (attach sch) ► 4,400,000.			
	Less allowance for doubtful accounts ►		4,400,000.	4,400,000.
	8 Inventories for sale or use	35,110.	26,358.	99,421.
	9 Prepaid expenses and deferred charges			
	10a Investments — U.S. and state government obligations (attach schedule)			
	b Investments — corporate stock (attach schedule)	8,487,141.	5,930,424.	6,870,896.
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment: basis ► 3,701,641.			
	Less: accumulated depreciation (attach schedule) SEE STMT 5 ► 378,330.	3,366,566.	3,323,311.	4,312,500.
	12 Investments — mortgage loans	998,511.	989,177.	989,177.
	13 Investments — other (attach schedule)	53,311,247.	51,542,150.	55,142,214.
	14 Land, buildings, and equipment basis ► 2,613.			
	Less: accumulated depreciation (attach schedule) SEE STMT 6 ► 2,613.			
	15 Other assets (describe ►)			
	16 **Total assets** (to be completed by all filers — see instructions. Also, see page 1, item I)	69,151,499.	67,839,152.	73,441,940.
LIABILITIES	17 Accounts payable and accrued expenses			
	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 ► SEE STATEMENT 7)	682.	672.	
	23 **Total liabilities** (add lines 17 through 22)	682.	672.	
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			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	69,150,817.	67,838,480.	
	30 **Total net assets or fund balances** (see the instructions)	69,150,817.	67,838,480.	
	31 **Total liabilities and net assets/fund balances** (see the instructions)	69,151,499.	67,839,152.	

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	69,150,817.
2	Enter amount from Part I, line 27a	2	-1,513,019.
3	Other increases not included in line 2 (itemize) ► SEE STATEMENT 8	3	211,100.
4	Add lines 1, 2, and 3	4	67,848,898.
5	Decreases not included in line 2 (itemize) ► SEE STATEMENT 9	5	10,418.
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	67,838,480.

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	PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	21,580,824.		20,620,381.	960,443.
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
	(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	
a				960,443.
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) — If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7	2	960,443.
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	4,960,587.	65,602,763.	0.075616
2008	5,687,595.	78,304,086.	0.072635
2007	5,599,306.	92,247,311.	0.060699
2006	2,380,440.	87,113,694.	0.027326
2005	2,814,440.	81,282,610.	0.034625

2	**Total** of line 1, column (d)	2	0.270901
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	0.054180
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	70,221,921.
5	Multiply line 4 by line 3	5	3,804,624.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	25,593.
7	Add lines 5 and 6	7	3,830,217.
8	Enter qualifying distributions from Part XII, line 4	8	4,095,213.

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 ► ☐ and enter 'N/A' on line 1. Date of ruling or determination letter. _____ (attach copy of letter if necessary – see instr.)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► ☒ and enter 1% of Part I, line 27b	1	25,593.
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-)	2	0.
3	Add lines 1 and 2	3	25,593.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	25,593.
6	Credits/Payments:		
a	2010 estimated tax pmts and 2009 overpayment credited to 2010 — 6a: 19,072.		
b	Exempt foreign organizations – tax withheld at source — 6b:		
c	Tax paid with application for extension of time to file (Form 8868) — 6c:		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	19,072.
8	Enter any **penalty** for underpayment of estimated tax Check here ☒ if Form 2220 is attached	8	61.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ►	9	6,582.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►	10	
11	Enter the amount of line 10 to be: **Credited to 2011 estimated tax** ► **Refunded** ►	11	

Part VII-A Statements Regarding Activities

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

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► N/A

14 The books are in care of ► MARC S. GOLDIN, CFO Telephone no ► (949) 642-3050

Located at ► 2300 MESA DRIVE, NEWPORT BEACH, CA ZIP + 4 ► 92660

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		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
	File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
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 the instructions)?	1b		N/A
	Organizations relying on a current notice regarding disaster assistance check here ► ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).			
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ Yes ☒ 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? ☐ Yes ☒ No			
b	If 'Yes,' did it have excess business holdings in 2010 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)*	3b		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			
(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 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 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 ☐ Yes ☐ No		
If 'Yes,' attach the statement required by Regulations section 53.4945-5(d).			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X
If 'Yes' to 6b, file Form 8870			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		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 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
ANDREW CREAN P.O. BOX 8449 NEWPORT BEACH, CA 92658-8449	PRESIDENT 0	0.	0.	0.
EMILY CREAN VOGLER P.O. BOX 8449 NEWPORT BEACH, CA 92658-8449	VICE PRESIDE 0	0.	0.	0.
SUSAN E. THOMAS P.O. BOX 8449 NEWPORT BEACH, CA 92658-8449	SECRETARY 0	0.	0.	0.
MARC S. GOLDIN 2300 MESA DRIVE NEWPORT BEACH, CA 92660-0719	CFO 20.00	281,745.	0.	780.

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
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 DISTRIBUTION OF BOOKS ON ALCOHOLISM INTENDED TO EDUCATE AND ASSIST THE GENERAL PUBLIC CONCERNING THE DISEASE. THE TOTAL NUMBER OF BOOKS DISTRIBUTED DURING 2010 WAS 10,437.	
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 N/A	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ►	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:			
a	Average monthly fair market value of securities		1a	60,505,184.
b	Average of monthly cash balances		1b	1,813,042.
c	Fair market value of all other assets (see instructions)		1c	8,973,064.
d	**Total** (add lines 1a, b, and c)		1d	71,291,290.
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	71,291,290.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)		4	1,069,369.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	70,221,921.
6	**Minimum investment return.** Enter 5% of line 5		6	3,511,096.

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	3,511,096.
2a	Tax on investment income for 2010 from Part VI, line 5	2a 25,593.		
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	25,593.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	3,485,503.
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	3,485,503.
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	3,485,503.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes			
a	Expenses, contributions, gifts, etc – total from Part I, column (d), line 26		1a	4,095,213.
b	Program-related investments – total from Part IX-B		1b	
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	4,095,213.
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 instructions)		5	25,593.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4		6	4,069,620.

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				3,485,503.
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 .				
b From 2006 . .				
c From 2007 .				
d From 2008				
e From 2009 1,273,837.				
f **Total** of lines 3a through e	1,273,837.			
4 Qualifying distributions for 2010 from Part XII, line 4 ► $ 4,095,213.				
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2010 distributable amount				3,485,503.
e Remaining amount distributed out of corpus	609,710.			
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 . .	1,883,547.			
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 .				0.
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	1,883,547.			
10 Analysis of line 9.				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009 1,273,837.				
e Excess from 2010 609,710.				

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 ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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).)

NONE

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

NONE

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

Check here ▶ [X] 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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* SEE STATEMENT 10				
Total			► **3a**	4,086,740.
b *Approved for future payment*				
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) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	107,406.	
4 Dividends and interest from securities			14	1,669,028.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property			16	386,936.	
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	960,443.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					22,977.
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				3,123,813.	22,977.
13 **Total.** Add line 12, columns (b), (d), and (e)				13	3,146,790.

(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)
10	SALE OF BOOKS ON ALCOHOLISM INTENDED TO EDUCATE AND ASSIST THE GENERAL PUBLIC CONCERNING THE DISEASE.

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	1a (1)		X
(2) Other assets	1a (2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b (1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b (2)		X
(3) Rental of facilities, equipment, or other assets	1b (3)		X
(4) Reimbursement arrangements	1b (4)		X
(5) Loans or loan guarantees	1b (5)		X
(6) Performance of services or membership or fundraising solicitations	1b (6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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
N/A			

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
N/A		

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

Marc S. Goldin — Signature of officer or trustee

5/16/11 — Date

CFO — Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check if self-employed	PTIN
[redacted]	MARC S. GOLDIN, ATTORNEY		☐	[redacted]

Firm's name ▶ [redacted] Firm's EIN ▶ [redacted]

Firm's address ▶ [redacted] Phone no [redacted]

THE CREAN FOUNDATION 95-3676334

STATEMENT 1
FORM 990-PF, PART I, LINE 10C
GROSS PROFIT (LOSS) FROM SALES OF INVENTORY

ITEMS SOLD	AMOUNT
BOOK SALES	$ 31,729.
GROSS SALES	$ 31,729.
LESS RETURNS & ALLOWANCES	0.
NET SALES	$ 31,729.
LESS COST OF GOODS SOLD	8,752.
GROSS PROFIT FROM SALES OF INVENTORY	$ 22,977.

STATEMENT 2
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
WIEGEL, SZEKEL AND FRISBY	$ 12,371.	$ 12,371.		
TOTAL	$ 12,371.	$ 12,371.	$ 0.	$ 0.

STATEMENT 3
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD	$ 1,082.	$ 1,082.		
PAYROLL TAXES	10,882.	10,882.		
STATE TAX	10.	10.		
TOTAL	$ 11,974.	$ 11,974.	$ 0.	$ 0.

STATEMENT 4
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES	$ 20,185.	$ 20,150.		$ 35.
BOOK SALES EXPENSE	3,720.			3,720.
COMPUTER SOFTWARE	462.	462.		
INSURANCE	1,454.	1,454.		
INVESTMENT MANAGEMENT FEES	207,275.	207,275.		
LICENSING	1,195.	1,195.		
MISCELLANEOUS	23.			23.
OFFICE SUPPLIES	519.	519.		
POSTAGE	4,695.			4,695.
PROFESSIONAL MEMBERSHIPS	479.	479.		

STATEMENT 4 (CONTINUED)
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
RENTAL EXPENSES	$ 143,927.	$ 143,927.		
TOTAL	$ 383,934.	$ 375,461.	$ 0.	$ 8,473.

STATEMENT 5
FORM 990-PF, PART II, LINE 11
INVESTMENTS - LAND, BUILDINGS, AND EQUIPMENT

CATEGORY	BASIS	ACCUM. DEPREC.	BOOK VALUE	FAIR MARKET VALUE
BUILDINGS	$ 1,687,000.	$ 378,330.	$ 1,308,670.	$ 4,312,500.
LAND	2,014,641.		2,014,641.	0.
TOTAL	$ 3,701,641.	$ 378,330.	$ 3,323,311.	$ 4,312,500.

STATEMENT 6
FORM 990-PF, PART II, LINE 14
LAND, BUILDINGS, AND EQUIPMENT

CATEGORY	BASIS	ACCUM. DEPREC.	BOOK VALUE	FAIR MARKET VALUE
MACHINERY AND EQUIPMENT	$ 2,613.	$ 2,613.	$ 0.	$ 0.
TOTAL	$ 2,613.	$ 2,613.	$ 0.	$ 0.

STATEMENT 7
FORM 990-PF, PART II, LINE 22
OTHER LIABILITIES

SALES TAX PAYABLE	$ 672.
TOTAL	$ 672.

STATEMENT 8
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

MANAGEMENT FEE PAID FROM SUBSIDIARIES	$ 53,004.
NONTAXABLE DISTRIBUTIONS FROM HINES REIT	158,095.
ROUNDING	1.
TOTAL	$ 211,100.

STATEMENT 9
FORM 990-PF, PART III, LINE 5
OTHER DECREASES

FEDERAL EXISE TAX	$ 10,418.
TOTAL	$ 10,418.

STATEMENT 10
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
ORANGE COUNTY RESCUE MISSION ONE HOPE DRIVE TUSTIN, CA 92782	N/A	PUBLIC	FOOD AND SHELTER FOR THE POOR.	$ 10,000.
BIOLA UNIVERSITY 13800 BIOLA AVE. LA MIRADA, CA 90639	N/A	PUBLIC	MEDICAL SERVICES FOR THE POOR.	3,000.
THE MIDNIGHT MISSION 601 SOUTH SAN PEDRO ST. LOS ANGELES, CA 90014	N/A	PUBLIC	SHELTER FOR ALCOHOLICS.	20,000.
AMERICAN HEART ASSOCIATION P.O. BOX 6046 IRVINE, CA 92716	N/A	PUBLIC	MEDICAL RESEARCH.	10,000.
BIG BROTHERS/BIG SISTERS 14131 YORBA ST., STE. 200 TUSTIN, CA 92780,	N/A	PUBLIC	PROGRAMS FOR CHILDREN.	35,000.
CHAPMAN UNIVERSITY ONE UNIVERSITY DRIVE ORANGE, CA 92866	N/A	PUBLIC	EDUCATION.	40,000.
CHILDREN'S BUREAU OF SO. CALIF. 50 S. ANAHEIM BLVD., #241 ANAHEIM, CA 92805	N/A	PUBLIC	PROGRAMS FOR DISADVANTAGED CHILDREN.	250,000.
CHILDREN'S HOSPITAL OF OC FOUNDATION 455 S. MAIN ST. ORANGE, CA 92868	N/A	PUBLIC	PEDIATRIC MEDICAL CARE.	110,000.
CHILDHELP P.O. BOX 2954 NEWPORT BEACH, CA 92659	N/A	PUBLIC	TREATMENT AND PREVENTION OF CHILD ABUSE.	25,000.

STATEMENT 10 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
CREAN LUTHERAN SOUTH HIGH SCHOOL 4947 ALTON PKWY. IRVINE, CA 92604	N/A	PUBLIC	NEW SCHOOL TO BE BUILT.	$ 2,000,000.
GUIDE DOGS OF AMERICA 13445 GLENOAKS BLVD. SYLMAR, CA 91342	N/A	PUBLIC	TRAINING OF DOGS TO ASSIST THE VISION IMPAIRED.	10,000.
MAKE-A-WISH FOUNDATION OF O.C. 14232 RED HILL AVE. TUSTIN, CA 92780	N/A	PUBLIC	PROGRAM FOR TERMINALLY ILL CHILDREN.	1,000.
HOUSE EAR INSTITUTE 2100 WEST THIRD ST., 3RD FL. LOS ANGELES, CA 90057	N/A	PUBLIC	ASSISTANCE FOR THE HEARING IMPAIRED.	5,000.
PROVIDENCE SPEECH AND HEARING CENTER 1301 PROVIDENCE AVE. ORANGE, CA 92868	N/A	PUBLIC	ASSISTANCE OF THE HEARING IMPAIRED.	7,500.
SANTA CATATLINA ISLAND TUNA CLUB FOUNDTN P.O. BOX 526 AVALON, CA 90704	N/A	PUBLIC	MAINTAINING THE FORESTS OF SANTA CATALINA ISLAND.	5,000.
SUSAN G. KOMEN BREAST CANCER FOUNDATION P.O. BOX 224523 DALLAS, TX 75222	N/A	PUBLIC	MEDICAL RESEARCH.	2,300.
YMCA OF ORANGE COUNTY 13821 NEWPORT AVE., #200 TUSTIN, CA 92780	N/A	PUBLIC	RECREATION PROGRAMS FOR THE NEEDY.	50,000.
RECORDING FOR THE BLIND & DYSLEXIC 2021 EAST FOURTH ST., #114 SANTA ANA, CA 92705	N/A	PUBLIC	RECORDING OF BOOKS FOR THE VISUALLY IMPAIRED.	10,000.
VOLUNTEER CENTER O.C. 1901 EAST FOURTH ST., #100 SANTA ANA, CA 92705	N/A	PUBLIC	ASSISTANCE TO THE POOR.	5,000.
PHILHARMONIC SOCIETY OF OC 2082 BUSINESS CENTER DR. #100 IRVINE, CA 92612	N/A	PUBLIC	MUSIC PROGRAMS.	25,000.

STATEMENT 10 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
ALZHEIMER'S ASSOC. OF O.C. 2540 NORTH SANTIAGO BLVD. ORANGE, CA 92867	N/A	PUBLIC	PROGRAMS FOR PEOPLE WITH ALZHEIMER'S DISEASE.	$ 100,000.
BLIND CHILDREN'S LEARNING CENTER 18542-B VANDERLIP AVENUE SANTA ANA, CA 92705	N/A	PUBLIC	PROGRAMS FOR VISUALLY IMPAIRED CHILDREN.	10,000.
EXCHANGE CLUB CHARITIBLE FOUNDATION 515 CABRILLO PARK DRIVE SANTA ANA, CA 92701	N/A	PUBLIC	PROGRAMS TO PREVENT CHILD ABUSE.	15,000.
GLORIA DEI LUTHERAN CHURCH 33501 STONEHILL DR. DANA POINT, CA 92629	N/A	PUBLIC	RELIGIOUS PROGRAMS.	11,440.
LUTHERAN CHURCH OF THE MASTER 2900 PACIFIC VIEW DR. CORONA DEL MAR, CA 92625	N/A	PUBLIC	RELIGIOUS PROGRAMS.	5,200.
LUTHERAN CHURCH OF THE MASTER 10931 SANTA MONICA BLVD. LOS ANGELES, CA 90025	N/A	PUBLIC	RELIGIOUS PROGRAMS.	20,800.
SAINT ANDREW'S ABBEY P.O. BOX 40 VALYERMO, CA 93563	N/A	PUBLIC	RELIGIOUS PROGRAMS.	1,000.
ARTS ORANGE COUNTY 3750 S. SUSAN ST., SUITE 200 SANTA ANA, CA 92704	N/A	PUBLIC	EDUCATIONAL PROGRAMS FOR CHILDREN.	15,000.
BACK BAY THERAPEUTIC RIDING CLUB 20262 S.W. CYPRESS ST. NEWPORT BEACH, CA 92660	N/A	PUBLIC	PROGRAMS FOR DISABLED CHILDREN.	2,500.
SECOND HARVEST FOOD BANK OF OC 426-A WEST ALMOND ORANGE, CA 92866	N/A	PUBLIC	FOOD FOR THE POOR AND HOMELESS.	10,000.
LOS ANGELES MISSION 303 EAST 5TH ST. LOS ANGELES, CA 90013	N/A	PUBLIC	FOOD AND SHELTER FOR THE HOMELESS.	5,000.

STATEMENT 10 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
ORALINGUA SCHOOL FOR HEARING IMPAIRED 7056 S. WASHINGTON AVENUE WHITTIER, CA 90602	N/A	PUBLIC	EDUCATION OF HEARING IMPAIRED CHILDREN.	$ 7,500.
HOAG HOSPITAL FOUNDATION ONE HOAG DR., BLDG. 44, #300 NEWPORT BEACH, CA 92663	N/A	PUBLIC	CONSTRUCTION OF NEW HOSPITAL FACILITIES.	500,000.
PROJECT CUDDLE, INC. 2973 HARBOR BLVD, PMB 326 COSTA MESA, CA 92626	N/A	PUBLIC	ASSISTANCE TO POOR PREGNANT WOMEN WHO CANNOT KEEP THEIR BABIES.	1,000.
THE ALL-AMERICAN BOYS CHORUS P.O. BOX 1527 COSTA MESA, CA 92628	N/A	PUBLIC	MUSIC PROGRAM.	5,000.
F.A.C.E.S. 1966 E. CHAPMAN AVE., # G FULLERTON, CA 92831	N/A	PUBLIC	PROGRAMS FOR CHILDREN.	10,000.
KCET COMMUNITY TELEVISION OF SO. CALIF. 4401 SUNSET BLVD. LOS ANGELES, CA 90027	N/A	PUBLIC	PUBLIC TELEVISION PROGRAMMING.	1,000.
PAT MCCORMICK EDUCATIONAL FOUNDATION 915 1/2 ELECTRIC AVENUE SEAL BEACH, CA 90740	N/A	PUBLIC	EDUCATIONAL PROGRAMS FOR CHILDREN.	70,000.
SISTERS FUND FOR YOUTH 2927 SOUTH GREENVILLE ST. SANTA ANA, CA 92704	N/A	PUBLIC	RELIGIOUS PROGRAMS.	2,500.
THE LEUKEMIA & LYMPHOMA SOCIETY 2333 N. BROADWAY, #320 SANTA ANA, CA 92706	N/A	PUBLIC	MEDICAL RESEARCH.	2,500.
YOUTH EMPLOYMENT SERVICES, INC. 114 EAST 19TH STREET COSTA MESA, CA 92627	N/A	PUBLIC	ASSISTANCE OF TEENAGERS TO OBTAIN EMPLOYMENT.	10,000.
CHILD GUIDANCE CENTER, INC. 1440 E. FIRST ST., STE. 406 SANTA ANA, CA 92701	N/A	PUBLIC	TREATMENT AND PREVENTION OF CHILD ABUSE.	5,000.

STATEMENT 10 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
ACACIA ADULT DAY SERVICES 11391 ACACIA PARKWAY GARDEN GROVE, CA 92840	N/A	PUBLIC	PROGRAMS FOR SENIORS.	$ 10,000.
COSTA MESA SENIOR CENTER 695 W. 19TH STREET COSTA MESA, CA 92627	N/A	PUBLIC	PROGRAMS AND EQUIPMENT FOR SENIORS.	5,000.
FRIENDS OF SANTA ANA ZOO 1801 E. CHESTNUT AVE. SANTA ANA, CA 92701	N/A	PUBLIC	MAINTENANCE OF ANIMAL EXHIBITS.	10,000.
GOODWILL OF ORANGE COUNTY 410 N. FAIRVIEW SANTA ANA, CA 92703	N/A	PUBLIC	ASSISTANCE FOR POOR PEOPLE.	1,000.
LAURA'S HOUSE 999 CORPORATE DR., STE. 225 LADERA RANCH, CA 92694	N/A	PUBLIC	SHELTER FOR ABUSED WOMEN AND CHILDREN.	10,000.
ORANGEWOOD CHILDREN'S FOUNDATION 1575 E. 17TH STREET SANTA ANA, CA 92705	N/A	PUBLIC	PROGRAMS FOR CHILDREN WITHOUT PARENTS.	10,000.
PROJECT DIGNITY 12020 CHAPMAN AVE., PMB #257 GARDEN GROVE, CA 92840	N/A	PUBLIC	ASSISTANCE FOR POOR PEOPLE.	5,000.
RONALD MCDONALD HOUSE CHARITIES 1954 COTNER AVE. LOS ANGELES, CA 90025	N/A	PUBLIC	CAMP PROGRAM FOR CHILDREN WITH CANCER.	10,000.
VALENCIA ELEMENTARY SCHOOL 25661 PASEO DE VALENCIA LAGUNA HILLS, CA 92653	N/A	PUBLIC	EQUIPMENT FOR THE SCHOOL.	1,000.
AIDS SERVICES FOUNDATION OC 17982 SKY PARK CIRCLE, # J IRVINE, CA 92614	N/A	PUBLIC	MEDICAL RESEARCH.	5,000.
ANGEL FACES P.O. BOX 235538 ENCINITAS, CA 92023	N/A	PUBLIC	SEMINARS TO BUILD SELF-ESTEEEM FOR BURN VICTIMS.	15,000.
COURT APPOINTED SPECIAL ADVOCATES 1615 EAST 17TH ST., #100 SANTA ANA, CA 92705	N/A	PUBLIC	PROGRAMS FOR DISADVANTAGED YOUTH.	2,500.

STATEMENT 10 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
NEW VISTA SCHOOL 23902 MILL CREEK DR. LAGUNA HILLS, CA 92653	N/A	PUBLIC	TUITION ASSISTANCE FOR LOW INCOME STUDENTS.	$ 40,000.
OPERATION HOMEFRONT 1631 W. SUNFLOWER AVE., SUITE C-34 SANTA ANA, CA 92704	N/A	PUBLIC	ASSISTANCE FOR WAR VETERANS.	10,000.
PRETEND CITY CHILDREN'S MUSEUM OF O.C. 17752 SKY PARK CIRCLE, SUITE 280 IRVINE, CA 92614	N/A	PUBLIC	CONSTRUCTION OF EXHIBIT IN CHILDREN'S MUSEUM.	200,000.
THE WOODEN FLOOR 1810 N. MAIN ST. SANTA ANA, CA 92706	N/A	PUBLIC	DANCE PROGRAMS FOR POOR CHILDREN.	5,000.
SHARE OUR SELVES CORPORATION 1550 SUPERIOR AVE. COSTA MESA, CA 92627	N/A	PUBLIC	MEDICAL, FOOD AND CLOTHING FOR POOR PEOPLE.	10,000.
THE PRENTICE SCHOOL 18341 LASSEN DR. SANTA ANA, CA 92705	N/A	PUBLIC	EDUCATION PROGRAMS.	10,000.
THE WINSTON SCHOOL 215 9TH STREET DEL MAR, CA 92014	N/A	PUBLIC	EDUCATION PROGRAMS.	10,000.
YWCA CENTRAL ORANGE COUNTY P.O. BOX 689 ORANGE, CA 92856	N/A	PUBLIC	PROGRAMS FOR DISADVANTAGED YOUTH.	1,000.
COMMUNITY SENIORSERV 1200 N. KNOLLWOOD CIRCLE ANAHEIM, CA 92801	N/A	PUBLIC	PROGRAMS FOR SENIORS.	10,000.
FIRST STEP HOUSE OF ORANGE COUNTY P.O. BOX 1904 COSTA MESA, CA 92628	N/A	PUBLIC	PROGRAMS FOR ALCOHOLIC REHABILITATION.	20,000.
FRIENDSHIP SHELTER, INC. P.O. BOX 4252 LAGUNA BEACH, CA 92652	N/A	PUBLIC	SELF-SUFFICIENCY PROGRAMS FOR THE HOMELESS.	5,000.

STATEMENT 10 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
KIDWORKS 1902 W. CHESTNUT AVE. SANTA ANA, CA 92703	N/A	PUBLIC	PROGRAMS FOR AT-RISK CHILDREN.	$ 10,000.
MY STUFF BAGS FOUNDATION 5347 STERLING CENTER DR. WESTLAKE VILLAGE, CA 91361	N/A	PUBLIC	ITEMS FOR ABUSED CHILDREN.	5,000.
NAPA VALLEY WINE AUCTION P.O. BOX 41 ST. HELENA, CA 94574	N/A	PUBLIC	MEDICAL CARE AND HOUSING FOR LOW INCOME PEOPLE.	25,000.
PROBATION COMMUNITY ACTION ASSOCIATION PMB 176, 1111 N. MAIN ST. SANTA ANA, CA 92701	N/A	PUBLIC	PROGRAM FOR AT-RISK YOUTH.	5,000.
SANTA ANA FRIENDS FOR THE ANIMALS 60 CIVIC CENTER PLAZA SANTA ANA, CA 92701	N/A	PUBLIC	FUNDING OF SPAY/NEUTER SUGERIES FOR PETS.	2,500.
TALLER SAN JOSE 801 N. BROADWAY SANTA ANA, CA 92701	N/A	PUBLIC	JOB TRAINING PROGRAM FOR AT-RISK YOUTH.	10,000.
THE GARY CENTER 341 HILLCREST ST. LA HABRA, CA 90631	N/A	PUBLIC	JOB TRAINING FOR AT-RISK YOUTH.	10,000.
THE SHEA CENTER FOR THERAPEUTIC RIDING 26284 OSO RD. SAN JUAN CAPISTRANO, CA 92675	N/A	PUBLIC	PROGRAMS FOR DISABLED CHILDREN.	20,000.
VACAVILLE BALLET THEATRE COMPANY P.O. BOX 6166 VACAVILLE, CA 95696	N/A	PUBLIC	DANCE PROGRAMS.	6,000.
WOMEN'S TRANSITIONAL LIVING CENTER, INC. P.O. BOX 6103 ORANGE, CA 92863	N/A	PUBLIC	PROGRAMS FOR ABUSED ADULTS AND CHILDREN.	5,000.
ARMY AND NAVY ACADEMY P.O. BOX 3000 CARLSBAD, CA 92018	N/A	PUBLIC	TUITION ASSISTANCE FOR LOW INCOME STUDENTS.	60,000.

STATEMENT 10 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
CASA TERESA P.O. BOX 429 ORANGE, CA 92856	N/A	PUBLIC	PROVIDE SHELTER TO HOMELESS PREGNANT WOMEN.	$ 5,000.
LAGUNA BEACH SENIORS, INC. 380 THIRD ST. LAGUNA BEACH, CA 92651	N/A	PUBLIC	INCREASE OUTREACH TO SENIORS.	20,000.
ORANGE COUNTY PERFORMING ARTS CENTER 600 TOWN CENTER DR. COSTA MESA, CA 92626	N/A	PUBLIC	MUSIC PROGRAMS FOR CHILDREN.	20,000.
PHOENIX SWIM AND SPORTS FOUNDATION 151 KAHIKI DR. TAVERNIER, FL 33070	N/A	PUBLIC	FITNESS PROGRAM FOR CHILDREN.	15,000.
SERVING PEOPLE IN NEED, INC. 151 KALMUS DR., SUITE H-2 COSTA MESA, CA 92626	N/A	PUBLIC	SELF-SUFFICIENCY PROGRAMS FOR THE HOMELESS.	2,500.
ART & CREATIVITY FOR HEALING INC. 26079 GETTY DR LAGUNA NIGUEL, CA 92677	N/A	PUBLIC	PROGRAMS FOR VETERANS.	1,000.
UCI MIND SAVE THE CLINIC 2646 BIOLOGICAL SCIENCES III IRVINE, CA 92697	N/A	PUBLIC	MEDICAL RESEARCH.	25,000.
			TOTAL	$ 4,086,740.

Capital Gains (Losses) Report - Last year

1/1/2010 through 12/31/2010

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L...
SHORT TERM							
616-B of ...	MFS SER TR I RESH INTL F...	24,624.616	3/23/2009	1/27/2010	342,774.65	232,702.62	110,072.03
640-Com...	FIDELITY SELECT MONEY ...	450,081.280	10/2/2009	2/18/2010	450,081.28	450,081.28	0.00
640-Com...	FIDELITY SELECT MONEY ...	19,170.830	10/5/2009	2/18/2010	19,170.83	19,170.83	0.00
640-Com...	Vanguard Short Term Bond I...	319,351.764	9/30/2009	2/18/2010	3,350,000.00	3,340,419.45	9,580.55
651-Bern...	NEWS CORPORATION	2,400.000	3/17/2009	1/5/2010	33,306.34	14,786.88	18,519 46
651-Bern...	ACE LTD	325.000	4/16/2009	1/11/2010	15,470.41	14,720.07	750.34
651-Bern...	HOME DEPOT INC	300.000	2/10/2009	1/11/2010	8,447.21	6,727.56	1,719.65
651-Bern...	HOME DEPOT INC	1,300.000	2/24/2009	1/11/2010	36,604.59	25,811.63	10,792.96
651-Bern...	CATERPILLAR INC	200.000	7/14/2009	1/12/2010	12,392.68	6,295.50	6,097.18
651-Bern...	CATERPILLAR INC	200.000	7/28/2009	1/12/2010	12,392.68	8,526.38	3,866.30
651-Bern...	VISA INC	325.000	5/6/2009	1/14/2010	28,436.48	21,628.13	6,808.35
651-Bern...	US BANCORP	950.000	5/13/2009	1/19/2010	23,175.52	16,751.07	6,424.45
651-Bern...	CHEVRON CORPORATION	350.000	3/24/2009	1/22/2010	26,258 87	24,352 34	1,906.53
651-Bern...	CHEVRON CORPORATION	200.000	4/1/2009	1/22/2010	15,005.07	13,546.26	1,458.81
651-Bern...	LOWES COMPANIES INC.	355.000	4/23/2009	1/22/2010	7,971.67	7,292.41	679.26
651-Bern...	LOWES COMPANIES INC.	800.000	5/27/2009	1/22/2010	17,964.34	15,787.12	2,177.22
651-Bern...	SUPERVALU INC	800.000	10/14/2009	1/22/2010	12,152 08	12,406 48	-254.40
651-Bern...	VODAFONE GROUP PLC	600.000	4/30/2009	1/22/2010	13,163.83	11,064.84	2,098.99
651-Bern...	BUNGE LTD	600.000	3/17/2009	1/25/2010	37,608.66	33,322.92	4,285.74
651-Bern...	MERCK & CO. INC.	14.000	6/18/2009	1/25/2010	545.60	350.29	195.31
651-Bern...	OCCIDENTAL PETE. CORP.	101.000	2/9/2009	1/26/2010	7,807.60	5,884.88	1,922.72
651-Bern...	OCCIDENTAL PETE. CORP.	600.000	6/17/2009	1/26/2010	46,381.80	38,263.02	8,118.78
651-Bern...	OCCIDENTAL PETE. CORP.	34.000	7/2/2009	1/26/2010	2,628.30	2,148.50	479.80
651-Bern...	INGERSOLL RAND CO LTD	540.000	6/3/2009	1/27/2010	18,547.68	11,345.56	7,202.12
651-Bern...	LOWES COMPANIES INC.	475.000	5/27/2009	1/29/2010	10,424.21	9,373.60	1,050.61
651-Bern...	OCCIDENTAL PETE. CORP.	291.000	7/2/2009	1/29/2010	22,899.49	18,388.61	4,510.88
651-Bern...	OCCIDENTAL PETE. CORP.	9.000	9/2/2009	1/29/2010	708.23	644.66	63 57
651-Bern...	UNITED PARCEL SVC INC	375.000	9/14/2009	2/1/2010	21,644.76	22,078.39	-433.63
651-Bern...	NATIONAL OILWELL VARC...	350.000	6/1/2009	2/2/2010	14,889.75	13,992.44	897.31
651-Bern...	TYCO ELECTRONICS LTD	1,200.000	4/22/2009	2/3/2010	30,663.69	19,352.88	11,310.81
651-Bern...	FEDEX CORP	200.000	8/10/2009	2/4/2010	15,754.46	13,477.46	2,277.00
651-Bern...	OCCIDENTAL PETE CORP.	156.000	9/2/2009	2/4/2010	11,948.14	11,174.11	774.03

Capital Gains (Losses) Report - Last year

1/1/2010 through 12/31/2010

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L...
651-Bern...	OCCIDENTAL PETE. CORP.	69.000	9/21/2009	2/4/2010	5,284 75	5,237.69	47.06
651-Bern...	BANK NEW YORK MELLON...	550.000	4/17/2009	2/5/2010	14,792.39	17,246.35	-2,453.96
651-Bern...	INGERSOLL RAND CO LTD	325.000	6/3/2009	2/5/2010	10,669.77	6,828.35	3,841.42
651-Bern...	NEWS CORPORATION	600.000	3/17/2009	2/5/2010	7,748.72	3,696.72	4,052.00
651-Bern...	NEWS CORPORATION	1,100.000	3/18/2009	2/5/2010	14,205.99	6,866.20	7,339.79
651-Bern...	CORNING INC.	50.000	10/2/2009	2/9/2010	889.10	733.69	155.41
651-Bern...	MASCO CORP	1,300.000	5/15/2009	2/11/2010	17,780.39	12,378.47	5,401.92
651-Bern...	AIR PRODUCTS & CHEMIC...	225.000	3/31/2009	2/12/2010	15,404.38	12,628.17	2,776.21
651-Bern...	AIR PRODUCTS & CHEMIC...	25.000	11/13/2009	2/12/2010	1,711.60	2,072.04	-360.44
651-Bern...	E I DU PONT DE NEMOUR...	300.000	4/14/2009	2/16/2010	9,761.18	8,012.19	1,748.99
651-Bern...	E I DU PONT DE NEMOUR...	400.000	5/18/2009	2/16/2010	13,014.91	11,094.96	1,919.95
651-Bern...	E I DU PONT DE NEMOUR...	100.000	5/27/2009	2/16/2010	3,253.73	2,811.51	442.22
651-Bern...	NORTHROP GRUMMAN C...	600.000	4/13/2009	2/18/2010	36,179.00	26,562.18	9,616.82
651-Bern...	AIR PRODUCTS & CHEMIC...	200.000	11/13/2009	2/19/2010	13,921.56	16,576.32	-2,654.76
651-Bern...	CORNING INC.	650.000	10/2/2009	2/23/2010	11,218.46	9,537.97	1,680.49
651-Bern...	SYMANTEC CORP.	700.000	2/24/2009	2/23/2010	11,690.90	9,901.36	1,789.54
651-Bern...	SYMANTEC CORP.	1,300.000	3/13/2009	2/23/2010	21,711.67	17,721.21	3,990.46
651-Bern...	AIR PRODUCTS & CHEMIC...	50.000	11/13/2009	3/1/2010	3,449.49	4,144.08	-694.59
651-Bern...	AIR PRODUCTS & CHEMIC...	250.000	11/23/2009	3/1/2010	17,247.45	20,854.38	-3,606.93
651-Bern...	AIR PRODUCTS & CHEMIC...	75.000	12/2/2009	3/1/2010	5,174.24	6,301.65	-1,127.41
651-Bern...	J C PENNEY CO INC	475.000	3/20/2009	3/1/2010	13,199.13	8,344.28	4,854.85
651-Bern...	AETNA INC	800.000	9/8/2009	3/2/2010	24,809.68	22,920.00	1,889.68
651-Bern...	AIR PRODUCTS & CHEMIC...	100.000	12/2/2009	3/2/2010	7,065.16	8,402.20	-1,337.04
651-Bern...	AK STEEL HOLDING CORP	500.000	8/19/2009	3/2/2010	11,311.10	9,960.60	1,350.50
651-Bern...	ALCON INC.	125.000	7/23/2009	3/2/2010	20,323.80	15,837.24	4,486.56
651-Bern...	ALCON INC.	100.000	8/12/2009	3/2/2010	16,259.04	12,999.47	3,259.57
651-Bern...	ALCON INC.	75.000	8/12/2009	3/2/2010	12,194.28	9,749.60	2,444.68
651-Bern...	ALTRIA GROUP INC.	900.000	7/8/2009	3/2/2010	18,281.01	14,746.32	3,534.69
651-Bern...	AMAZON.COM INC.	125.000	5/22/2009	3/2/2010	15,688.86	9,491.50	6,197.36
651-Bern...	AMERIPRISE FINANCIAL INC	550.000	10/26/2009	3/2/2010	22,265.08	20,300.45	1,964.63
651-Bern...	ANHEUSER BUSCH COMP...	175.000	11/10/2009	3/2/2010	8,897.32	8,478.47	418.85
651-Bern...	ARCELORMITTAL SA LUXE...	300.000	8/5/2009	3/2/2010	11,829.60	11,492.79	336.81
651-Bern...	AT&T INC	100.000	6/15/2009	3/2/2010	2,486.22	2,458.33	27.89
651-Bern...	BANK OF AMERICA CORP.	1,200.000	8/31/2009	3/2/2010	19,730.74	21,108.12	-1,377.38

Capital Gains (Losses) Report - Last year

1/1/2010 through 12/31/2010

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L...
651-Bern...	BANK OF AMERICA CORP.	1,350.000	12/7/2009	3/2/2010	22,197.09	21,852.45	344.64
651-Bern...	BAXTER INTERNATIONAL I...	75.000	3/17/2009	3/2/2010	4,382.38	3,840.90	541.48
651-Bern...	BB&T CORP	600.000	9/9/2009	3/2/2010	16,675.28	16,095.00	580.28
651-Bern...	BUNGE LTD	200.000	4/27/2009	3/2/2010	12,278.34	9,342.10	2,936.24
651-Bern...	BUNGE LTD	350.000	4/30/2009	3/2/2010	21,487.10	16,803.50	4,683.60
651-Bern...	CIMAREX ENERGY CO	400.000	7/22/2009	3/2/2010	24,320.69	13,263.24	11,057.45
651-Bern...	COMCAST CORPORATION	1,000.000	12/17/2009	3/2/2010	16,782.28	17,107.50	-325.22
651-Bern...	CONSTELLATION BRANDS...	1,300.000	8/11/2009	3/2/2010	20,087.99	18,206.50	1,881.49
651-Bern...	COOPER INDUSTRIES LTD.	425.000	10/8/2009	3/2/2010	19,950.31	16,574.20	3,376.11
651-Bern...	COOPER INDUSTRIES LTD.	75.000	10/8/2009	3/2/2010	3,520.64	2,924.86	595.78
651-Bern...	CORNING INC.	450.000	10/2/2009	3/2/2010	7,916.51	6,603.21	1,313.30
651-Bern...	COVIDIEN PLC	500.000	12/22/2009	3/2/2010	25,135.93	23,856.45	1,279.48
651-Bern...	CREDIT SUISSE GROUP	200.000	5/12/2009	3/2/2010	9,142.38	8,378.38	764.00
651-Bern...	DANAHER CORP	150.000	3/31/2009	3/2/2010	11,325.23	8,083.10	3,242.13
651-Bern...	DELL INC.	1,800.000	7/15/2009	3/2/2010	24,592.18	22,218.66	2,373.52
651-Bern...	DEUTSCHE BANK AG	250.000	3/2/2009	3/2/2010	16,205.42	6,190.78	10,014.64
651-Bern...	DOVER CORP	350.000	1/22/2010	3/2/2010	16,146.16	15,400.77	745.39
651-Bern...	E I DU PONT DE NEMOUR...	500.000	5/27/2009	3/2/2010	17,006.03	14,057.55	2,948.48
651-Bern...	E I DU PONT DE NEMOUR...	400.000	6/18/2009	3/2/2010	13,604.83	10,124.08	3,480.75
651-Bern...	EMC CORP	1,600.000	7/24/2009	3/2/2010	28,211.64	24,012.16	4,199.48
651-Bern...	ENSCO PLC	500.000	5/19/2009	3/2/2010	22,730.96	16,684.95	6,046.01
651-Bern...	FORD MOTOR CO.	3,100.000	11/6/2009	3/2/2010	37,827.26	23,728.95	14,098.31
651-Bern...	FRANKLIN RESOURCES INC	25.000	11/3/2009	3/2/2010	2,602.78	2,657.36	-54.58
651-Bern...	FREEPORT MCMORAN CO...	350.000	6/25/2009	3/2/2010	27,286.52	17,486.00	9,800.52
651-Bern...	FREEPORT MCMORAN CO...	79.000	7/2/2009	3/2/2010	6,158.96	3,925.00	2,233.96
651-Bern...	FREEPORT MCMORAN CO...	121.000	7/2/2009	3/2/2010	9,433.34	6,011.72	3,421.62
651-Bern...	FREEPORT MCMORAN CO...	200.000	8/6/2009	3/2/2010	15,592.30	12,779.80	2,812.50
651-Bern...	FREEPORT MCMORAN CO...	300.000	10/15/2009	3/2/2010	23,388.45	22,725.60	662.85
651-Bern...	GARMIN LTD	1,250.000	11/6/2009	3/2/2010	41,215.09	35,140.00	6,075.09
651-Bern...	GENERAL ELECTRIC CO.	3,200.000	10/14/2009	3/2/2010	50,823.35	53,844.16	-3,020.81
651-Bern...	HUNTSMAN CORP	2,400.000	12/4/2009	3/2/2010	32,621.58	25,649.52	6,972.06
651-Bern...	ILLINOIS TOOL WORKS INC	500.000	5/22/2009	3/2/2010	23,010.96	16,463.90	6,547.06
651-Bern...	ILLINOIS TOOL WORKS INC	300.000	7/29/2009	3/2/2010	13,806.57	12,012.60	1,793.97
651-Bern...	INGERSOLL RAND CO LTD	835.000	6/3/2009	3/2/2010	27,398.09	17,543.60	9,854.49

Capital Gains (Losses) Report - Last year

1/1/2010 through 12/31/2010

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L...
651-Bern...	INTEL CORP.	600.000	3/19/2009	3/2/2010	12,409.34	9,023.40	3,385.94
651-Bern...	INTEL CORP.	1,700.000	4/30/2009	3/2/2010	35,159.80	26,959.62	8,200.18
651-Bern...	J C PENNEY CO INC	225.000	3/20/2009	3/2/2010	6,493.97	3,952.55	2,541.42
651-Bern...	J C PENNEY CO INC	625.000	12/16/2009	3/2/2010	18,038.83	17,329.88	708.95
651-Bern...	JOHNSON CONTROLS INC	950.000	8/7/2009	3/2/2010	30,021.99	25,614.28	4,407.71
651-Bern...	JOHNSON CONTROLS INC	250.000	11/16/2009	3/2/2010	7,900.52	6,970.83	929.69
651-Bern...	JPMORGAN CHASE & CO.	365.000	4/3/2009	3/2/2010	15,184.72	10,220.73	4,963.99
651-Bern...	LOWES COMPANIES INC.	425.000	5/27/2009	3/2/2010	10,060.68	8,386.91	1,673.77
651-Bern...	LOWES COMPANIES INC.	225.000	7/9/2009	3/2/2010	5,326.24	4,252.50	1,073.74
651-Bern...	MERCK & CO. INC.	1,750.000	6/18/2009	3/2/2010	65,401.03	43,786.75	21,614.28
651-Bern...	MICROSOFT CORP.	900.000	10/16/2009	3/2/2010	25,597.92	23,796.81	1,801.11
651-Bern...	MICROSOFT CORP.	300.000	11/3/2009	3/2/2010	8,532.64	8,286.96	245.68
651-Bern...	NEWFIELD EXPLORATION ...	475.000	2/22/2010	3/2/2010	25,133.12	23,769.86	1,363.26
651-Bern...	NEWS CORPORATION	2,300.000	3/18/2009	3/2/2010	31,791.34	14,356.60	17,434.74
651-Bern...	NEXEN INC	1,300.000	5/22/2009	3/2/2010	29,603.87	28,701.66	902.21
651-Bern...	NISOURCE INC	1,800.000	11/6/2009	3/2/2010	27,220.15	24,082.92	3,137.23
651-Bern...	NOBLE ENERGY INC	225.000	1/26/2010	3/2/2010	16,434.35	17,326.26	-891.91
651-Bern...	NOBLE ENERGY INC	75.000	1/29/2010	3/2/2010	5,478.12	5,569.38	-91.26
651-Bern...	NORTHROP GRUMMAN C...	250.000	4/16/2009	3/2/2010	15,722.93	11,711.62	4,011.31
651-Bern...	NORTHROP GRUMMAN C...	50.000	8/17/2009	3/2/2010	3,144.59	2,340.79	803.80
651-Bern...	NVR INC	20.000	6/30/2009	3/2/2010	14,245.86	10,061.47	4,184.39
651-Bern...	OCCIDENTAL PETE. CORP.	125.000	9/21/2009	3/2/2010	10,147.68	9,488.56	659.12
651-Bern...	OFFICE DEPOT INC.	3,000.000	9/24/2009	3/2/2010	22,027.22	18,591.00	3,436.22
651-Bern...	QUANTA SERVICES INC	800.000	8/26/2009	3/2/2010	15,137.80	18,384.08	-3,246.28
651-Bern...	ROYAL CARIBBEAN CRUIS...	700.000	1/12/2010	3/2/2010	19,874.49	18,065.67	1,808.82
651-Bern...	SPRINT NEXTEL CORPOR...	700.000	7/30/2009	3/2/2010	2,328.87	2,816.03	-487.16
651-Bern...	SPX CORP	350.000	7/7/2009	3/2/2010	21,389.10	16,525.61	4,863.49
651-Bern...	SPX CORP	250.000	12/16/2009	3/2/2010	15,277.93	13,766.43	1,511.50
651-Bern...	SUPERVALU INC	1,000.000	10/14/2009	3/2/2010	15,862.29	15,508.10	354.19
651-Bern...	SYMANTEC CORP.	200.000	3/13/2009	3/2/2010	3,310.46	2,726.34	584.12
651-Bern...	SYMANTEC CORP	400.000	9/24/2009	3/2/2010	6,620.91	6,235.04	385.87
651-Bern...	TARGET CORP.	450.000	4/20/2009	3/2/2010	23,243.33	17,666.55	5,576.78
651-Bern...	TARGET CORP.	400.000	5/13/2009	3/2/2010	20,660.73	16,131.48	4,529.25
651-Bern...	TEXTRON INC.	1,200.000	7/16/2009	3/2/2010	25,058.68	11,803.44	13,255.24

Capital Gains (Losses) Report - Last year

1/1/2010 through 12/31/2010

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L...
651-Bern...	TIME WARNER CABLE INC	713.000	4/13/2009	3/2/2010	33,462.44	19,897.19	13,565.25
651-Bern...	TIME WARNER CABLE INC	550.000	5/7/2009	3/2/2010	25,812.54	18,696.98	7,115.56
651-Bern...	TIME WARNER CABLE INC	520.000	9/2/2009	3/2/2010	24,404.59	18,854.00	5,550.59
651-Bern...	TYCO ELECTRONICS LTD	1,200.000	4/22/2009	3/2/2010	30,962.60	19,352.88	11,609.72
651-Bern...	TYCO ELECTRONICS LTD	100.000	5/15/2009	3/2/2010	2,580.22	1,696.57	883.65
651-Bern...	UNUM GROUP	450.000	4/28/2009	3/2/2010	9,576.99	6,922.26	2,654.73
651-Bern...	US BANCORP	750.000	5/13/2009	3/2/2010	18,541.63	13,224.53	5,317.10
651-Bern...	VALE SA	500.000	11/27/2009	3/2/2010	14,576.06	14,174.95	401.11
651-Bern...	VALERO ENERGY CORP	1,400.000	7/15/2009	3/2/2010	25,455.17	23,809.66	1,645.51
651-Bern...	VALERO ENERGY CORP	100.000	7/31/2009	3/2/2010	1,818.23	1,798.40	19.83
651-Bern...	VISA INC	125.000	5/6/2009	3/2/2010	10,803.92	8,318.51	2,485.41
651-Bern...	VODAFONE GROUP PLC	1,400.000	4/30/2009	3/2/2010	30,565.11	25,817.96	4,747.15
651-Bern...	WAL-MART STORES INC.	200.000	3/19/2009	3/2/2010	10,714.36	10,007.84	706.52
651-Bern...	WELLS FARGO & CO	750.000	5/8/2009	3/2/2010	20,889.11	16,500.00	4,389.11
651-Bern...	WELLS FARGO & CO	350.000	11/17/2009	3/2/2010	9,748.25	9,901.61	-153.36
651-Bern...	WELLS FARGO & CO	500.000	11/17/2009	3/2/2010	13,926.07	14,145.15	-219.08
651-Bern...	FORTUNE BRANDS INC	600.000	1/6/2010	3/9/2010	27,755.88	26,452.50	1,303.38
651-Bern...	LOWES COMPANIES INC.	400.000	7/9/2009	3/9/2010	9,589.39	7,560.00	2,029.39
651-Bern...	XL CAPITAL LTD.	500.000	5/22/2009	3/9/2010	9,555.22	4,887.85	4,667.37
651-Bern...	JPMORGAN CHASE & CO.	355.000	4/3/2009	3/11/2010	15,227.63	9,940.71	5,286.92
651-Bern...	VALERO ENERGY CORP	400.000	7/31/2009	3/11/2010	8,104.89	7,193.60	911.29
651-Bern...	LOWES COMPANIES INC.	550.000	7/9/2009	3/17/2010	13,823.57	10,395.00	3,428.57
651-Bern...	STEEL DYNAMICS INC	700.000	11/13/2009	3/17/2010	12,796.11	10,471.86	2,324.25
651-Bern...	SYMANTEC CORP.	550.000	9/24/2009	3/17/2010	9,399.87	8,573.18	826.69
651-Bern...	XL CAPITAL LTD.	600.000	5/22/2009	3/17/2010	11,628.93	5,865.42	5,763.51
651-Bern...	JPMORGAN CHASE & CO.	200.000	4/3/2009	3/18/2010	8,692.49	5,600.40	3,092.09
651-Bern...	SYMANTEC CORP.	50.000	9/24/2009	3/18/2010	867.07	779.38	87.69
651-Bern...	SYMANTEC CORP.	800.000	12/16/2009	3/18/2010	13,873.19	14,270.24	-397.05
651-Bern...	MERCK & CO. INC.	136.000	6/18/2009	3/24/2010	5,187.58	3,402.86	1,784.72
651-Bern...	MERCK & CO. INC.	22.098	3/24/2009	3/24/2010	842.91	930.30	-87.39
651-Bern...	VALERO ENERGY CORP	1,000.000	7/31/2009	3/24/2010	20,332 84	17,984.00	2,348.84
651-Bern...	VALERO ENERGY CORP	500.000	8/7/2009	3/24/2010	10,166.42	9,419.65	746.77
651-Bern...	CONOCOPHILLIPS	150.000	9/2/2009	3/25/2010	7,815 05	6,695.69	1,119.36
651-Bern...	CONOCOPHILLIPS	650.000	9/2/2009	3/25/2010	33,865.22	29,014.64	4,850.58

Capital Gains (Losses) Report - Last year

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L...
651-Bern...	CONOCOPHILLIPS	100.000	10/2/2009	3/25/2010	5,210.03	4,551.47	658.56
651-Bern...	SUPERVALU INC	400.000	10/14/2009	3/30/2010	6,646.00	6,203.24	442.76
651-Bern...	SUPERVALU INC	650.000	11/20/2009	3/30/2010	10,799.76	9,735.77	1,063.99
651-Bern...	FREEPORT MCMORAN CO...	175.000	2/8/2010	4/5/2010	15,322.74	12,478.48	2,844.26
651-Bern...	AIR PRODUCTS & CHEMIC...	25.000	12/2/2009	4/8/2010	1,848.68	2,100.55	-251.87
651-Bern...	AIR PRODUCTS & CHEMIC...	78.000	1/11/2010	4/8/2010	5,767.87	6,449.20	-681.33
651-Bern...	AIR PRODUCTS & CHEMIC...	122.000	1/11/2010	4/8/2010	9,021.54	10,149.39	-1,127.85
651-Bern...	SPRINT NEXTEL CORPOR...	2,200.000	7/30/2009	4/8/2010	8,814.96	8,850.38	-35.42
651-Bern...	ANHEUSER BUSCH COMP...	300.000	11/10/2009	4/9/2010	15,499.65	14,534.52	965.13
651-Bern...	FREEPORT MCMORAN CO...	69.000	2/8/2010	4/9/2010	5,876.28	4,920.09	956.19
651-Bern...	FREEPORT MCMORAN CO...	31.000	2/8/2010	4/9/2010	2,640.07	2,163.96	476.11
651-Bern...	AETNA INC	1,100.000	9/8/2009	4/12/2010	36,360.83	31,515.00	4,845.83
651-Bern...	AETNA INC	400.000	10/7/2009	4/12/2010	13,222.12	10,785.28	2,436.84
651-Bern...	DELL INC.	600.000	7/15/2009	4/13/2010	9,459.90	7,406.22	2,053.68
651-Bern...	SPRINT NEXTEL CORPOR...	300.000	7/30/2009	4/13/2010	1,260.48	1,206.87	53.61
651-Bern...	SPRINT NEXTEL CORPOR...	900.000	7/30/2009	4/13/2010	3,781.44	3,620.61	160.83
651-Bern...	SPRINT NEXTEL CORPOR...	3,000.000	7/31/2009	4/13/2010	12,604.80	12,158.70	446.10
651-Bern...	SPRINT NEXTEL CORPOR...	100.000	8/4/2009	4/13/2010	420.16	402.14	18.02
651-Bern...	SPRINT NEXTEL CORPOR...	100.000	8/4/2009	4/13/2010	420.16	402.14	18.02
651-Bern...	E I DU PONT DE NEMOUR...	500.000	6/18/2009	4/15/2010	19,407.85	12,655.10	6,752.75
651-Bern...	E I DU PONT DE NEMOUR...	250.000	6/25/2009	4/15/2010	9,703.93	6,228.45	3,475.48
651-Bern...	CREDIT SUISSE GROUP	700.000	5/12/2009	4/16/2010	37,412.48	29,324.33	8,088.15
651-Bern...	CREDIT SUISSE GROUP	300.000	9/22/2009	4/16/2010	16,033.92	16,995.63	-961.71
651-Bern...	DEUTSCHE BANK AG	150.000	5/7/2009	4/16/2010	11,168.18	8,060.85	3,107.33
651-Bern...	GOLDMAN SACHS GROUP ...	131.000	4/17/2009	4/16/2010	21,185.16	15,946.89	5,238.27
651-Bern...	GOLDMAN SACHS GROUP ...	94.000	4/17/2009	4/16/2010	15,201.57	11,442.81	3,758.76
651-Bern...	GOLDMAN SACHS GROUP ...	54.000	4/22/2009	4/16/2010	8,732.81	6,389.93	2,342.88
651-Bern...	GOLDMAN SACHS GROUP ...	21.000	4/22/2009	4/21/2010	3,362.01	2,484.97	877.04
651-Bern...	GOLDMAN SACHS GROUP ...	75.000	5/11/2009	4/21/2010	12,007.17	10,244.96	1,762.21
651-Bern...	GOLDMAN SACHS GROUP ...	14.000	5/11/2009	4/21/2010	2,241.34	1,912.39	328.95
651-Bern...	BANK OF AMERICA CORP.	950.000	12/7/2009	4/22/2010	17,462.43	15,377.65	2,084.78
651-Bern...	Overlay A Portfolio	1,693.294	3/2/2010	4/26/2010	18,456.90	17,508.66	948.24
651-Bern...	JPMORGAN CHASE & CO.	134.000	5/14/2009	4/28/2010	5,752.26	4,632.67	1,119.59
651-Bern...	BANK OF AMERICA CORP.	600.000	12/8/2009	4/29/2010	10,882.98	9,357.06	1,525.92

Capital Gains (Losses) Report - Last year

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L...
651-Bern...	E I DU PONT DE NEMOUR...	850.000	6/25/2009	4/29/2010	34,363.55	21,176.73	13,186.82
651-Bern...	DELL INC.	1,500.000	8/13/2009	4/30/2010	24,719.25	21,014.85	3,704.40
651-Bern...	DELL INC.	600.000	11/23/2009	4/30/2010	9,887.70	8,803.98	1,083.72
651-Bern...	GOLDMAN SACHS GROUP ...	311.000	5/11/2009	4/30/2010	45,358.73	42,482.42	2,876.31
651-Bern...	GOLDMAN SACHS GROUP ...	95.000	8/20/2009	4/30/2010	13,855.56	15,354.08	-1,498.52
651-Bern...	GOLDMAN SACHS GROUP ...	194.000	8/31/2009	4/30/2010	28,294.51	31,934.43	-3,639.92
651-Bern...	GOLDMAN SACHS GROUP ...	75.000	10/19/2009	4/30/2010	10,938.60	13,847.36	-2,908.76
651-Bern...	GOLDMAN SACHS GROUP ...	90.000	10/20/2009	4/30/2010	13,126.32	16,648.65	-3,522.33
651-Bern...	GOLDMAN SACHS GROUP ...	100.000	11/5/2009	4/30/2010	14,584.80	17,144.82	-2,560.02
651-Bern...	GOLDMAN SACHS GROUP ...	75.000	11/6/2009	4/30/2010	10,938.60	12,890.32	-1,951.72
651-Bern...	GOLDMAN SACHS GROUP ...	25.000	1/22/2010	4/30/2010	3,646.20	3,851.84	-205.64
651-Bern...	BAXTER INTERNATIONAL I...	400.000	1/27/2010	5/3/2010	18,999.20	23,353.40	-4,354.20
651-Bern...	MEDCO HEALTH SOLUTIO...	125.000	3/8/2010	5/3/2010	7,230.86	7,944.44	-713.58
651-Bern...	XL CAPITAL LTD.	375.000	5/22/2009	5/4/2010	6,420.30	3,665.89	2,754.41
651-Bern...	AK STEEL HOLDING CORP	1,100.000	8/19/2009	5/5/2010	17,478.12	21,913.32	-4,435.20
651-Bern...	JPMORGAN CHASE & CO.	291.000	5/14/2009	5/5/2010	12,270.54	10,060.51	2,210.03
651-Bern...	BAXTER INTERNATIONAL I...	175.000	1/27/2010	5/7/2010	7,883.33	10,217.11	-2,333.78
651-Bern...	JPMORGAN CHASE & CO.	225.000	5/14/2009	5/7/2010	9,081.59	7,778.74	1,302.85
651-Bern...	SAFEWAY INC.	400.000	3/25/2010	5/7/2010	9,424.00	9,773.00	-349.00
651-Bern...	PRINCIPAL FINANCIAL GR...	440.000	10/20/2009	5/11/2010	13,299.79	12,779.80	519.99
651-Bern...	FREEPORT MCMORAN CO...	225.000	2/8/2010	5/12/2010	16,303.07	15,706.13	596.94
651-Bern...	FREEPORT MCMORAN CO...	150.000	2/8/2010	5/12/2010	10,868.72	10,695.84	172.88
651-Bern...	NEWS CORPORATION	400.000	7/2/2009	5/12/2010	5,793.52	3,465.24	2,328.28
651-Bern...	SPRINT NEXTEL CORPOR...	100.000	8/4/2009	5/12/2010	414.23	402.14	12.09
651-Bern...	SPRINT NEXTEL CORPOR...	400.000	8/4/2009	5/12/2010	1,656.92	1,608.56	48.36
651-Bern...	SPRINT NEXTEL CORPOR...	1,800.000	8/4/2009	5/12/2010	7,456.14	7,238.52	217.62
651-Bern...	ROYAL CARIBBEAN CRUIS...	50.000	1/12/2010	5/14/2010	1,556.79	1,290.40	266.39
651-Bern...	ROYAL CARIBBEAN CRUIS...	200.000	1/12/2010	5/14/2010	6,227.16	5,161.62	1,065.54
651-Bern...	ROYAL CARIBBEAN CRUIS...	450.000	1/14/2010	5/14/2010	14,011.11	12,101.58	1,909.53
651-Bern...	UNUM GROUP	350.000	4/7/2010	5/17/2010	7,875.74	8,947.05	-1,071.31
651-Bern...	NOBLE CORP	550.000	2/18/2010	5/19/2010	18,029.00	23,468.06	-5,439.06
651-Bern...	CIMAREX ENERGY CO	100.000	7/22/2009	5/20/2010	6,399.39	3,315.81	3,083.58
651-Bern...	ROWAN COMPANIES INC	600.000	2/18/2010	5/20/2010	13,832.10	14,704.44	-872.34
651-Bern...	AMERIPRISE FINANCIAL INC	100.000	10/26/2009	5/25/2010	3,705.80	3,690.99	14.81

Capital Gains (Losses) Report - Last year

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L...
651-Bern...	AMERIPRISE FINANCIAL INC	250.000	10/28/2009	5/25/2010	9,264.50	9,033.93	230.57
651-Bern...	AMERIPRISE FINANCIAL INC	400.000	10/28/2009	5/25/2010	14,823.20	14,454.28	368.92
651-Bern...	PULTEGROUP INC.	800.000	7/27/2009	5/25/2010	8,292.32	8,441.52	-149.20
651-Bern...	SPRINT NEXTEL CORPOR...	1,100.000	8/4/2009	5/25/2010	5,413.32	4,423.54	989.78
651-Bern...	SPRINT NEXTEL CORPOR...	500.000	8/12/2009	5/25/2010	2,460.60	1,855.00	605.60
651-Bern...	RESEARCH IN MOTION LTD.	225.000	3/8/2010	5/26/2010	13,586.63	16,455.02	-2,868.39
651-Bern...	STEEL DYNAMICS INC	900.000	11/13/2009	6/7/2010	12,632.49	13,463.82	-831.33
651-Bern...	INTEL CORP.	550.000	6/11/2009	6/8/2010	11,015.07	9,076.10	1,938.97
651-Bern...	ARCELORMITTAL SA LUXE...	375.000	8/5/2009	6/9/2010	10,301.81	14,365.99	-4,064.18
651-Bern...	TRANSOCEAN LTD	325.000	3/5/2010	6/10/2010	14,489.05	27,391.42	-12,902.37
651-Bern...	GENERAL ELECTRIC CO.	1,300.000	10/14/2009	6/14/2010	20,251.79	21,874.19	-1,622.40
651-Bern...	MORGAN STANLEY	200.000	9/14/2009	6/15/2010	5,087.60	5,656.28	-568.68
651-Bern...	NEWFIELD EXPLORATION ...	225.000	2/22/2010	6/15/2010	12,619.87	11,259.41	1,360.46
651-Bern...	ILLINOIS TOOL WORKS INC	300.000	9/2/2009	6/16/2010	13,941.42	12,356.94	1,584.48
651-Bern...	DOVER CORP	150.000	1/22/2010	6/17/2010	6,888.26	6,600.33	287.93
651-Bern...	DOVER CORP	150.000	2/12/2010	6/17/2010	6,888.26	6,403.08	485.18
651-Bern...	US BANCORP	700.000	8/31/2009	6/17/2010	16,200.52	15,700.23	500.29
651-Bern...	CONOCOPHILLIPS	100.000	10/2/2009	6/23/2010	5,377.58	4,551.47	826.11
651-Bern...	CONOCOPHILLIPS	50.000	10/7/2009	6/23/2010	2,688.79	2,470.88	217.91
651-Bern...	EXXON MOBIL CORP.	200.000	5/13/2010	6/23/2010	12,270.82	12,948.22	-677.40
651-Bern...	EXXON MOBIL CORP.	275.000	5/14/2010	6/23/2010	16,872.38	17,621.75	-749.37
651-Bern...	EXXON MOBIL CORP.	25.000	5/20/2010	6/23/2010	1,533.85	1,528.53	5.32
651-Bern...	GENERAL ELECTRIC CO.	900.000	10/14/2009	6/23/2010	14,001.66	15,143.67	-1,142.01
651-Bern...	GENERAL ELECTRIC CO.	100.000	10/30/2009	6/23/2010	1,555.74	1,484.38	71.36
651-Bern...	MICROSOFT CORP.	400.000	11/3/2009	6/23/2010	10,154.08	11,049.28	-895.20
651-Bern...	NOBLE ENERGY INC	150.000	1/29/2010	6/23/2010	9,369.58	11,138.76	-1,769.18
651-Bern...	NOBLE ENERGY INC	25.000	2/2/2010	6/23/2010	1,561.60	1,928.09	-366.49
651-Bern...	CONOCOPHILLIPS	175.000	10/7/2009	6/25/2010	9,113.79	8,648.06	465.73
651-Bern...	EXXON MOBIL CORP.	300.000	5/20/2010	6/25/2010	17,858.04	18,342.36	-484.32
651-Bern...	EXXON MOBIL CORP.	200.000	5/21/2010	6/25/2010	11,905.36	12,086.90	-181.54
651-Bern...	FORD MOTOR CO.	1,200.000	11/13/2009	6/25/2010	12,706.44	10,052.52	2,653.92
651-Bern...	GENERAL ELECTRIC CO.	700.000	10/30/2009	6/25/2010	10,482.36	10,390.66	91.70
651-Bern...	GENERAL ELECTRIC CO.	150.000	11/27/2009	6/25/2010	2,246.22	2,357.28	-111.06
651-Bern...	INGERSOLL RAND CO LTD	500.000	7/22/2009	6/28/2010	18,772.40	11,633.20	7,139.20

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L...
651-Bern...	DEVON ENERGY CORP	100.000	7/16/2009	7/6/2010	6,197.93	5,440.13	757.80
651-Bern...	DEVON ENERGY CORP	125.000	7/16/2009	7/8/2010	7,852.86	6,800.16	1,052.70
651-Bern...	INTEL CORP.	650.000	7/17/2009	7/8/2010	13,022.69	12,103.72	918.97
651-Bern...	SUPERVALU INC	150.000	11/20/2009	7/8/2010	1,664.43	2,246.72	-582.29
651-Bern...	SUPERVALU INC	800.000	12/17/2009	7/8/2010	8,876.96	10,259.20	-1,382.24
651-Bern...	KLA-TENCOR CORP	500.000	9/18/2009	7/12/2010	14,751.55	17,717.35	-2,965.80
651-Bern...	ALCON INC.	90.000	8/12/2009	7/15/2010	13,925.22	11,699.52	2,225.70
651-Bern...	INTEL CORP.	800.000	7/17/2009	7/15/2010	17,039.04	14,896.88	2,142.16
651-Bern...	CAPITAL ONE FINANCIAL ...	200.000	5/5/2010	7/16/2010	8,478.32	9,010.88	-532.56
651-Bern...	RELIANCE STEEL & ALUMI...	325.000	4/20/2010	7/21/2010	12,109.37	17,120.55	-5,011.18
651-Bern...	TRANSOCEAN LTD	50.000	3/5/2010	7/23/2010	2,350.32	4,214.07	-1,863.75
651-Bern...	TRANSOCEAN LTD	100.000	3/30/2010	7/23/2010	4,700.65	8,322.56	-3,621.91
651-Bern...	TRANSOCEAN LTD	75.000	4/21/2010	7/23/2010	3,525.49	6,769.83	-3,244.34
651-Bern...	TRANSOCEAN LTD	100.000	4/30/2010	7/23/2010	4,700.65	7,405.38	-2,704.73
651-Bern...	MICROSOFT CORP.	100.000	11/3/2009	7/26/2010	2,610.90	2,762.32	-151.42
651-Bern...	MICROSOFT CORP.	300.000	2/8/2010	7/26/2010	7,832.70	8,393.19	-560.49
651-Bern...	VALERO ENERGY CORP	1,600.000	8/19/2009	7/26/2010	27,910.72	28,239.68	-328.96
651-Bern...	AOL INC.	532.000	2/12/2010	8/2/2010	11,208.18	12,673.89	-1,465.71
651-Bern...	BROADCOM CORP.	350.000	11/11/2009	8/2/2010	12,731.78	10,021.06	2,710.72
651-Bern...	FRANKLIN RESOURCES INC	75.000	11/3/2009	8/2/2010	7,786.32	7,972.08	-185.76
651-Bern...	FRANKLIN RESOURCES INC	75.000	11/9/2009	8/2/2010	7,786.32	8,447.44	-661.12
651-Bern...	MOTOROLA INC	2,300.000	1/6/2010	8/2/2010	17,519.10	18,341.81	-822.71
651-Bern...	MOTOROLA INC	1,400.000	1/27/2010	8/2/2010	10,663.80	10,207.96	455.84
651-Bern...	MOTOROLA INC	1,600.000	2/1/2010	8/2/2010	12,187.20	10,008.00	2,179.20
651-Bern...	MOTOROLA INC	300.000	2/2/2010	8/2/2010	2,285.10	1,931.46	353.64
651-Bern...	COMCAST CORPORATION	200.000	12/17/2009	8/5/2010	3,800.54	3,421.50	379.04
651-Bern...	COMCAST CORPORATION	350.000	2/26/2010	8/5/2010	6,650.95	5,704.62	946.33
651-Bern...	CVS CAREMARK CORP	450.000	3/29/2010	8/6/2010	13,331.84	16,682.89	-3,351.05
651-Bern...	TEXTRON INC.	750.000	5/25/2010	8/9/2010	15,587.63	14,593.65	993.98
651-Bern...	DEAN FOODS CO	1,200.000	10/6/2009	8/12/2010	12,343.44	22,446.48	-10,103.04
651-Bern...	COVIDIEN PLC	150.000	12/22/2009	8/13/2010	5,711.81	7,156.93	-1,445.12
651-Bern...	COVIDIEN PLC	100.000	1/27/2010	8/13/2010	3,807.87	5,096.21	-1,288.34
651-Bern...	MICROSOFT CORP.	100.000	2/8/2010	8/17/2010	2,481.30	2,797.73	-316.43
651-Bern...	MICROSOFT CORP.	225.000	2/8/2010	8/17/2010	5,582.93	6,294.89	-711.96

Capital Gains (Losses) Report - Last year

1/1/2010 through 12/31/2010

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L...
651-Bern...	ILLINOIS TOOL WORKS INC	200.000	9/2/2009	8/18/2010	8,565.00	8,237.96	327.04
651-Bern...	ILLINOIS TOOL WORKS INC	25.000	9/21/2009	8/18/2010	1,070.63	1,096.02	-25.39
651-Bern...	PRINCIPAL FINANCIAL GR...	360.000	10/20/2009	8/19/2010	8,206.02	10,456.20	-2,250.18
651-Bern...	PRINCIPAL FINANCIAL GR...	750.000	4/1/2010	8/19/2010	17,095.88	22,120.20	-5,024.32
651-Bern...	BANK OF AMERICA CORP.	900.000	12/8/2009	8/27/2010	11,339.01	14,035.59	-2,696.58
651-Bern...	BANK OF AMERICA CORP.	700.000	12/10/2009	8/27/2010	8,819.23	10,657.78	-1,838.55
651-Bern...	BANK OF AMERICA CORP.	2,500.000	1/25/2010	8/27/2010	31,497.25	37,569.50	-6,072.25
651-Bern...	VISA INC	150.000	5/3/2010	8/30/2010	10,516.92	13,489.44	-2,972.52
651-Bern...	GOLDMAN SACHS GROUP ...	60.000	1/22/2010	8/31/2010	8,231.98	9,244.40	-1,012.42
651-Bern...	GOLDMAN SACHS GROUP ...	200.000	1/25/2010	8/31/2010	27,439.94	31,375.22	-3,935.28
651-Bern...	GOLDMAN SACHS GROUP ...	40.000	1/27/2010	8/31/2010	5,487.99	6,056.05	-568.06
651-Bern...	FRANKLIN RESOURCES INC	100.000	11/9/2009	9/2/2010	10,080.77	11,263.25	-1,182.48
651-Bern...	FRANKLIN RESOURCES INC	25.000	11/12/2009	9/2/2010	2,520.19	2,869.33	-349.14
651-Bern...	GOLDMAN SACHS GROUP ...	60.000	1/27/2010	9/2/2010	8,361.71	9,084.07	-722.36
651-Bern...	GOLDMAN SACHS GROUP ...	40.000	2/16/2010	9/2/2010	5,574.48	6,223.55	-649.07
651-Bern...	FEDEX CORP	25.000	5/5/2010	9/3/2010	2,076.15	2,213.14	-136.99
651-Bern...	FEDEX CORP	150.000	5/5/2010	9/3/2010	12,456.90	13,278.81	-821.91
651-Bern...	FEDEX CORP	25.000	8/3/2010	9/3/2010	2,076.15	2,087.65	-11.50
651-Bern...	TARGET CORP.	50.000	10/22/2009	9/3/2010	2,642.69	2,471.99	170.70
651-Bern...	COMMUNITY HEALTH SYS...	425.000	4/13/2010	9/8/2010	12,071.70	16,884.91	-4,813.21
651-Bern...	COMMUNITY HEALTH SYS...	425.000	4/19/2010	9/8/2010	12,071.70	16,982.11	-4,910.41
651-Bern...	WELLS FARGO & CO	320.000	11/17/2009	9/9/2010	8,233.50	9,052.90	-819.40
651-Bern...	WELLS FARGO & CO	580.000	11/17/2009	9/13/2010	15,294.89	16,408.37	-1,113.48
651-Bern...	WELLS FARGO & CO	20.000	12/15/2009	9/13/2010	527.41	500.00	27.41
651-Bern...	TARGET CORP.	150.000	10/22/2009	9/14/2010	8,096.48	7,415.96	680.52
651-Bern...	COMCAST CORPORATION	450.000	2/26/2010	9/15/2010	8,078.49	7,334.51	743.98
651-Bern...	BANK OF AMERICA CORP.	600.000	1/25/2010	9/16/2010	8,169.24	9,016.68	-847.44
651-Bern...	WELLS FARGO & CO	350.000	12/15/2009	9/17/2010	9,077.99	8,750 00	327.99
651-Bern...	VISA INC	25.000	5/3/2010	9/22/2010	1,754.89	2,248.24	-493.35
651-Bern...	VISA INC	150.000	6/2/2010	9/22/2010	10,529.34	10,625.24	-95.90
651-Bern...	VISA INC	50 000	7/16/2010	9/22/2010	3,509.78	3,641.82	-132.04
651-Bern...	FEDEX CORP	75.000	8/3/2010	9/23/2010	6,251.75	6,262.95	-11.20
651-Bern...	SPX CORP	250.000	12/16/2009	9/24/2010	15,377.15	13,766.43	1,610.72
651-Bern...	COMCAST CORPORATION	550.000	2/26/2010	9/27/2010	10,099.43	8,964.40	1,135.03

Capital Gains (Losses) Report - Last year

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L...
651-Bern...	SPRINT NEXTEL CORPOR...	3,800.000	10/30/2009	9/27/2010	17,527.12	11,281.06	6,246.06
651-Bern...	SPRINT NEXTEL CORPOR...	1,800.000	11/2/2009	9/27/2010	8,302.32	5,339.88	2,962.44
651-Bern...	PROCTER & GAMBLE CO.	50.000	5/17/2010	9/28/2010	3,035.83	3,158.18	-122.35
651-Bern...	PROCTER & GAMBLE CO.	350.000	5/17/2010	9/28/2010	21,250.78	22,107.26	-856.48
651-Bern...	PROCTER & GAMBLE CO.	100.000	5/18/2010	9/28/2010	6,071.65	6,339.63	-267.98
651-Bern...	PROCTER & GAMBLE CO.	500.000	5/21/2010	9/28/2010	30,358.25	30,776.00	-417.75
651-Bern...	PROCTER & GAMBLE CO.	100.000	6/23/2010	9/28/2010	6,071.65	6,097.80	-26.15
651-Bern...	FRANKLIN RESOURCES INC	75.000	11/12/2009	10/1/2010	8,043.91	8,607.98	-564.07
651-Bern...	KLA-TENCOR CORP	150.000	10/1/2009	10/1/2010	5,247.11	5,159.87	87.24
651-Bern...	TARGET CORP.	175.000	10/22/2009	10/1/2010	9,355.48	8,651.95	703.53
651-Bern...	VISA INC	100.000	7/16/2010	10/1/2010	7,339.38	7,283.64	55.74
651-Bern...	HYATT HOTELS CORP	375.000	6/14/2010	10/4/2010	14,153.03	14,874.15	-721.12
651-Bern...	ROSS STORES INC	300.000	3/5/2010	10/5/2010	16,232.91	15,348.81	884.10
651-Bern...	ROSS STORES INC	300.000	3/10/2010	10/5/2010	16,232.91	15,599.91	633.00
651-Bern...	SARA LEE CORP	1,200.000	3/30/2010	10/5/2010	17,202.60	16,766.04	436.56
651-Bern...	SARA LEE CORP	600.000	5/5/2010	10/5/2010	8,601.30	8,387.22	214.08
651-Bern...	FREEPORT MCMORAN CO...	150.000	2/10/2010	10/7/2010	13,696.55	10,664.72	3,031.83
651-Bern...	TARGET CORP.	125.000	10/22/2009	10/8/2010	6,774.80	6,179.96	594.84
651-Bern...	TARGET CORP.	25.000	10/23/2009	10/8/2010	1,354.96	1,226.62	128.34
651-Bern...	DOVER CORP	200.000	2/12/2010	10/11/2010	10,820.56	8,537.44	2,283.12
651-Bern...	ALLIANCEBERNSTEIN GLO...	16,922.234	3/2/2010	10/13/2010	154,500.00	131,824.20	22,675.80
651-Bern...	BANK OF AMERICA CORP.	300.000	1/25/2010	10/13/2010	4,020.63	4,508.34	-487.71
651-Bern...	BANK OF AMERICA CORP.	300.000	1/27/2010	10/13/2010	4,020.63	4,451.07	-430.44
651-Bern...	COVIDIEN PLC	200.000	1/27/2010	10/13/2010	8,202.80	10,192.42	-1,989.62
651-Bern...	DEVON ENERGY CORP	75.000	11/13/2009	10/13/2010	5,094.39	5,044.39	50.00
651-Bern...	DOVER CORP	25.000	2/12/2010	10/13/2010	1,370.43	1,067.18	303.25
651-Bern...	DOVER CORP	25.000	2/12/2010	10/13/2010	1,370.43	1,067.18	303.25
651-Bern...	DOVER CORP	100.000	2/22/2010	10/13/2010	5,481.73	4,593.87	887.86
651-Bern...	FEDEX CORP	75.000	8/3/2010	10/13/2010	6,767.43	6,262.95	504.48
651-Bern...	FIFTH THIRD BANCORP	600.000	6/29/2010	10/13/2010	7,686.66	7,809.72	-123.06
651-Bern...	FORD MOTOR CO.	1,200.000	11/13/2009	10/13/2010	16,527.48	10,052.52	6,474.96
651-Bern...	FREEPORT MCMORAN CO...	150.000	2/10/2010	10/13/2010	14,966.60	10,664.72	4,301.88
651-Bern...	GENERAL ELECTRIC CO.	450.000	11/27/2009	10/13/2010	7,849.13	7,071.84	777.29
651-Bern...	HESS CORPORATION	150.000	7/23/2010	10/13/2010	9,555.72	7,863.36	1,692.36

Capital Gains (Losses) Report - Last year

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L...
651-Bern...	INGERSOLL RAND CO LTD	550.000	10/20/2009	10/13/2010	21,590.47	18,670.52	2,919.95
651-Bern...	JOHNSON & JOHNSON	400.000	6/24/2010	10/13/2010	25,454.20	23,802.72	1,651.48
651-Bern...	MOTOROLA INC	100.000	2/2/2010	10/13/2010	814.39	643.82	170.57
651-Bern...	MOTOROLA INC	1,100.000	2/2/2010	10/13/2010	8,958.29	7,082.02	1,876.27
651-Bern...	MOTOROLA INC	900.000	2/4/2010	10/13/2010	7,329.51	5,812.92	1,516.59
651-Bern...	NOBLE ENERGY INC	100.000	2/2/2010	10/13/2010	7,818.08	7,712.36	105.72
651-Bern...	PEPCO HOLDINGS INC	600.000	3/15/2010	10/13/2010	11,488.20	10,292.88	1,195.32
651-Bern...	PROCTER & GAMBLE CO.	200.000	6/23/2010	10/13/2010	12,557.72	12,195.60	362.12
651-Bern...	PROCTER & GAMBLE CO.	200.000	6/24/2010	10/13/2010	12,557.72	12,227.80	329.92
651-Bern...	ROYAL CARIBBEAN CRUIS...	275.000	1/14/2010	10/13/2010	9,660.70	7,395.41	2,265.29
651-Bern...	Overlay A Portfolio	32,568.767	3/2/2010	10/13/2010	367,050.00	336,790.09	30,259.91
651-Bern...	Overlay B Portfolio	22,674.826	3/2/2010	10/13/2010	249,649.83	230,149.48	19,500.35
651-Bern...	JUNIPER NETWORKS	375.000	8/24/2010	10/14/2010	11,865.45	10,140.00	1,725.45
651-Bern...	FREEPORT MCMORAN CO...	75.000	2/22/2010	10/18/2010	7,246.85	5,764.52	1,482.33
651-Bern...	WELLS FARGO & CO	275.000	12/15/2009	10/18/2010	6,632.34	6,875.00	-242.66
651-Bern...	FREEPORT MCMORAN CO...	225.000	2/22/2010	10/19/2010	20,967.86	17,293.55	3,674.31
651-Bern...	FREEPORT MCMORAN CO...	50.000	7/9/2010	10/19/2010	4,659.53	3,272.91	1,386.62
651-Bern...	Overlay A Portfolio	15.864	3/2/2010	10/19/2010	176.72	164.05	12.67
651-Bern...	DOVER CORP	150.000	2/22/2010	10/20/2010	8,012.60	6,890.81	1,121.79
651-Bern...	DOVER CORP	150.000	2/22/2010	10/20/2010	8,012 60	6,890.81	1,121.79
651-Bern...	DOVER CORP	25.000	4/26/2010	10/20/2010	1,335.43	1,343.00	-7.57
651-Bern...	COMCAST CORPORATION	600.000	2/26/2010	10/21/2010	11,767.32	9,779.34	1,987.98
651-Bern...	KLA-TENCOR CORP	150.000	3/4/2010	10/22/2010	5,412.41	4,481.30	931.11
651-Bern...	FREEPORT MCMORAN CO...	75.000	7/9/2010	10/27/2010	7,113.62	4,909.37	2,204.25
651-Bern...	HEWLETT PACKARD CO.	120.000	3/29/2010	10/27/2010	5,050.56	6,363.35	-1,312.79
651-Bern...	COMCAST CORPORATION	400.000	2/26/2010	10/29/2010	8,257.20	6,519.56	1,737.64
651-Bern...	KLA-TENCOR CORP	150.000	3/4/2010	10/29/2010	5,365.02	4,481.30	883.72
651-Bern...	KLA-TENCOR CORP	200.000	5/4/2010	10/29/2010	7,153.36	6,682.64	470.72
651-Bern...	FREEPORT MCMORAN CO...	225.000	7/9/2010	11/1/2010	21,583.58	14,728.10	6,855.48
651-Bern...	FREEPORT MCMORAN CO...	100.000	7/15/2010	11/1/2010	9,592.70	6,233.08	3,359.62
651-Bern...	DOVER CORP	225.000	4/26/2010	11/4/2010	12,439.42	12,086.96	352.46
651-Bern...	POLO RALPH LAUREN CO...	100.000	6/24/2010	11/4/2010	9,906.45	7,682.55	2,223.90
651-Bern...	GARMIN LTD	50.000	11/6/2009	11/5/2010	1,556.90	1,405.60	151.30
651-Bern...	GARMIN LTD	275.000	12/16/2009	11/5/2010	8,562.95	8,475.06	87.89

Capital Gains (Losses) Report - Last year

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L...
651-Bern...	HEWLETT PACKARD CO.	80.000	3/29/2010	11/5/2010	3,487.00	4,242.23	-755.23
651-Bern...	HEWLETT PACKARD CO.	175.000	4/29/2010	11/5/2010	7,627.81	9,247.09	-1,619.28
651-Bern...	BANK OF AMERICA CORP.	400.000	1/27/2010	11/8/2010	5,013.60	5,934.76	-921.16
651-Bern...	BANK OF AMERICA CORP.	150.000	3/9/2010	11/8/2010	1,880.10	2,520.12	-640.02
651-Bern...	POLO RALPH LAUREN CO...	125.000	6/24/2010	11/8/2010	12,558.93	9,603.19	2,955.74
651-Bern...	FORD MOTOR CO.	200.000	11/13/2009	11/11/2010	3,277.68	1,675.42	1,602.26
651-Bern...	FORD MOTOR CO.	400.000	1/29/2010	11/11/2010	6,555.36	4,480.88	2,074.48
651-Bern...	PROCTER & GAMBLE CO.	300.000	6/28/2010	11/12/2010	19,257.84	18,090.18	1,167.66
651-Bern...	PROCTER & GAMBLE CO.	50.000	6/29/2010	11/12/2010	3,209.64	3,014.24	195.40
651-Bern...	ROWAN COMPANIES INC	350.000	2/18/2010	11/12/2010	10,939.92	8,577.59	2,362.33
651-Bern...	ROWAN COMPANIES INC	250.000	3/25/2010	11/12/2010	7,814.23	6,622.82	1,191.41
651-Bern...	COMCAST CORPORATION	425.000	2/26/2010	11/16/2010	8,648.58	6,927.03	1,721.55
651-Bern...	BANK OF AMERICA CORP.	950.000	3/9/2010	11/22/2010	10,718.57	15,960.76	-5,242.19
651-Bern...	BANK OF AMERICA CORP.	500.000	4/15/2010	11/22/2010	5,641.35	9,804.45	-4,163.10
651-Bern...	BANK OF AMERICA CORP.	400.000	5/7/2010	11/22/2010	4,513.08	6,523.72	-2,010.64
651-Bern...	BANK OF AMERICA CORP.	500.000	6/8/2010	11/22/2010	5,641.35	7,490.25	-1,848.90
651-Bern...	BANK OF AMERICA CORP.	700.000	6/15/2010	11/22/2010	7,897.89	10,918.74	-3,020.85
651-Bern...	BANK OF AMERICA CORP.	700.000	7/7/2010	11/22/2010	7,897.89	10,068.52	-2,170.63
651-Bern...	PROCTER & GAMBLE CO.	150.000	6/29/2010	11/23/2010	9,383.39	9,042.72	340.67
651-Bern...	PROCTER & GAMBLE CO.	200.000	10/25/2010	11/23/2010	12,511.18	12,736.80	-225 62
651-Bern...	ALTRIA GROUP INC.	100.000	3/23/2010	11/24/2010	2,455.68	2,051.72	403.96
651-Bern...	FORD MOTOR CO.	1,300.000	1/29/2010	11/24/2010	20,650.63	14,562.86	6,087.77
651-Bern...	MOTOROLA INC	1,800.000	2/4/2010	11/29/2010	13,964.40	11,625.84	2,338.56
651-Bern...	ALTRIA GROUP INC.	400.000	3/23/2010	11/30/2010	9,643.76	8,206.88	1,436.88
651-Bern...	CF INDUSTRIES HOLDING...	75.000	8/6/2010	12/8/2010	9,144.41	6,350.57	2,793.84
651-Bern...	RAYTHEON CO	175.000	11/19/2010	12/10/2010	8,008.63	8,272.46	-263.83
651-Bern...	ARCHER-DANIELS-MIDLAN...	500.000	10/7/2010	12/14/2010	15,255.80	16,220.80	-965.00
651-Bern...	COVIDIEN PLC	325.000	1/27/2010	12/14/2010	14,653.37	16,562.68	-1,909.31
651-Bern..	HEWLETT PACKARD CO.	25.000	4/29/2010	12/17/2010	1,048.87	1,321.01	-272.14
651-Bern...	HEWLETT PACKARD CO.	200.000	5/10/2010	12/17/2010	8,390.96	9,890.76	-1,499.80
651-Bern...	HEWLETT PACKARD CO.	100.000	5/26/2010	12/17/2010	4,195 48	4,625.11	-429.63
651-Bern...	MICROSOFT CORP.	300.000	2/8/2010	12/17/2010	8,374.47	8,393.19	-18.72
651-Bern...	COVIDIEN PLC	25.000	1/27/2010	12/21/2010	1,141.66	1,274.05	-132.39
651-Bern...	COVIDIEN PLC	150.000	3/8/2010	12/21/2010	6,849.94	7,440.30	-590.36

Capital Gains (Losses) Report - Last year

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L...
651-Bern...	PEPCO HOLDINGS INC	1,300.000	3/15/2010	12/21/2010	23,742.42	22,301.24	1,441.18
651-Bern...	COMCAST CORPORATION	125.000	2/26/2010	12/22/2010	2,778.08	2,037.36	740.72
651-Bern...	COMCAST CORPORATION	200.000	3/25/2010	12/22/2010	4,444.92	3,685.32	759.60
651-Bern...	CABLEVISION SYSTEMS C...	850.000	5/5/2010	12/23/2010	28,832.34	22,782.13	6,050.21
651-Bern...	HESS CORPORATION	100.000	7/23/2010	12/28/2010	7,521.99	5,242.24	2,279.75
651-Bern...	HESS CORPORATION	150.000	7/26/2010	12/28/2010	11,282.99	7,883.31	3,399.68
TOTAL SHORT TERM					**10,399,048.24**	**9,635,730.09**	**763,318.15**
LONG TERM							
616-B of ...	COLUMBIA LARGE CAP EN...	22,221.940	12/27/2006	1/26/2010	235,108.12	275,629.25	-40,521.13
640-Com...	DFA US Core Equity II	43,646.560	9/30/2009	10/22/2010	437,775.00	383,653.26	54,121.74
640-Com...	Dimensional Advisor Real Es...	6,103.424	9/30/2009	10/22/2010	131,895.00	97,776.85	34,118.15
640-Com...	DFA International Real Estat...	3,181.818	9/30/2009	11/16/2010	17,150.00	17,022.73	127.27
640-Com...	DFA International Core Equity	5,818.396	9/30/2009	11/16/2010	61,675.00	58,882.17	2,792.83
640-Com...	Dimensional US Vector Equit...	26,803.030	9/30/2009	11/16/2010	265,350.00	227,825.76	37,524.24
640-Com...	DFA US Core Equity II	10,900.990	9/30/2009	11/16/2010	110,100.00	95,819.70	14,280.30
640-Com...	DFA Emerging Markets Core...	6,160.884	9/30/2009	11/16/2010	129,625.00	103,502.85	26,122.15
640-Com...	Dimensional Advisor Emergi...	1,813.657	9/30/2009	11/16/2010	64,675.00	53,684.25	10,990.75
640-Com...	Dimensional Advisor One Ye...	30,036.197	9/30/2009	11/16/2010	311,175.00	310,353.80	821.20
640-Com...	DFA International Small Com...	1,263.407	9/30/2009	11/16/2010	20,025.00	18,003.55	2,021.45
640-Com...	DFA Inv't Two Year Global Fi...	13,037.634	9/30/2009	11/16/2010	133,375.00	133,750.81	-375.81
640-Com...	DFA Int'l Small Cap Value	1,666.667	9/30/2009	11/16/2010	26,500.00	25,783.34	716.66
640-Com...	Dimensional Advisor US Lar...	7,300.000	9/30/2009	11/16/2010	135,050.00	120,596.00	14,454.00
640-Com...	Dimensional Advisor Real Es...	1,279.012	9/30/2009	11/16/2010	25,900.00	20,489.77	5,410.23
640-Com...	Dimensional Advisor Global ...	16,847.450	9/30/2009	11/16/2010	194,925.00	188,859.91	6,065.09
651-Bern...	NEWS CORPORATION	300.000	12/5/2008	1/5/2010	4,163.29	2,310.84	1,852.45
651-Bern...	APPLE INC	85.000	7/13/2007	1/7/2010	17,993.50	11,467.68	6,525.82
651-Bern...	MEDCO HEALTH SOLUTIO...	350.000	3/5/2008	1/8/2010	22,415.63	14,649.15	7,766.48
651-Bern...	CELGENE CORP	400.000	7/18/2007	1/11/2010	22,935.21	23,539.56	-604.35
651-Bern...	CELGENE CORP	100.000	7/18/2007	1/13/2010	5,751.26	5,884.89	-133.63
651-Bern..	CELGENE CORP	225.000	11/13/2007	1/13/2010	12,940.32	14,076.90	-1,136.58
651-Bern...	AT&T INC	500.000	8/23/2007	1/14/2010	13,354.53	20,051.45	-6,696.92
651-Bern...	CHEVRON CORPORATION	100.000	7/25/2008	1/22/2010	7,502.53	8,243.39	-740.86
651-Bern...	WESTERN DIGITAL CORP	100.000	5/28/2008	1/22/2010	4,344.12	3,659.22	684.90

Capital Gains (Losses) Report - Last year

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L...
651-Bern...	WESTERN DIGITAL CORP	300.000	8/21/2008	1/22/2010	13,032.37	8,566.38	4,465.99
651-Bern...	BUNGE LTD	50.000	11/24/2008	1/25/2010	3,134.06	1,872.63	1,261.43
651-Bern...	MERCK & CO. INC.	100.000	7/1/2008	1/25/2010	3,897.12	3,820.89	76.23
651-Bern...	MERCK & CO. INC.	600.000	7/24/2008	1/25/2010	23,382.71	19,585.80	3,796.91
651-Bern...	PFIZER INC.	1,400.000	4/6/2006	1/25/2010	26,878.82	35,068.04	-8,189.22
651-Bern...	PFIZER INC.	800.000	5/16/2006	1/25/2010	15,359.32	19,904.00	-4,544.68
651-Bern...	TIME WARNER INC.	366.333	11/29/2006	1/25/2010	9,927.21	18,415.22	-8,488.01
651-Bern...	TIME WARNER INC.	8.667	1/22/2007	1/25/2010	234.86	485.54	-250.68
651-Bern...	TIME WARNER INC.	191.333	1/22/2007	1/25/2010	5,184.91	10,719.66	-5,534.75
651-Bern...	TIME WARNER INC.	633.667	5/15/2008	1/25/2010	17,171.64	25,729.77	-8,558.13
651-Bern...	WAL-MART STORES INC.	350.000	1/23/2009	1/28/2010	18,420.89	16,820.13	1,600.76
651-Bern...	CME GROUP INC	25.000	2/15/2008	2/5/2010	6,884.71	13,207.96	-6,323.25
651-Bern...	CME GROUP INC	25.000	3/17/2008	2/5/2010	6,884.71	11,458.55	-4,573.84
651-Bern...	CME GROUP INC	25.000	3/31/2008	2/5/2010	6,884.71	11,668.52	-4,783.81
651-Bern...	CME GROUP INC	5.000	5/20/2008	2/5/2010	1,376.94	2,398.71	-1,021.77
651-Bern...	QUALCOMM INC.	250.000	6/16/2008	2/5/2010	9,446.65	12,369.80	-2,923.15
651-Bern...	QUALCOMM INC.	400.000	7/2/2008	2/5/2010	15,114.65	18,425.60	-3,310.95
651-Bern...	QUALCOMM INC.	50.000	7/8/2008	2/5/2010	1,889.33	2,300.56	-411.23
651-Bern...	CORNING INC.	500.000	1/21/2009	2/9/2010	8,890.98	4,633.40	4,257.58
651-Bern...	METLIFE INC.	50.000	1/14/2009	2/9/2010	1,758.94	1,370.70	388.24
651-Bern...	METLIFE INC.	600.000	1/21/2009	2/9/2010	21,107.24	15,169.56	5,937.68
651-Bern...	SYMANTEC CORP.	1,300.000	10/23/2008	2/9/2010	22,073.32	18,114.98	3,958.34
651-Bern...	TIME WARNER INC.	33.000	5/15/2008	2/11/2010	898.78	1,339.94	-441.16
651-Bern...	TIME WARNER INC.	442.000	11/24/2008	2/11/2010	12,038.20	8,837.96	3,200.24
651-Bern...	AIR PRODUCTS & CHEMIC...	250.000	11/8/2007	2/12/2010	17,115.98	24,746.88	-7,630.90
651-Bern...	CISCO SYSTEMS INC.	275.000	2/5/2007	2/12/2010	6,509.74	7,567.04	-1,057.30
651-Bern...	CISCO SYSTEMS INC.	600.000	3/15/2007	2/12/2010	14,203.08	15,484.08	-1,281.00
651-Bern...	QUALCOMM INC.	350.000	7/8/2008	2/12/2010	13,548.92	16,103.89	-2,554.97
651-Bern...	QUALCOMM INC.	250.000	7/28/2008	2/12/2010	9,677.80	13,690.10	-4,012.30
651-Bern...	WESTERN DIGITAL CORP	250.000	8/21/2008	2/17/2010	10,519.23	7,138.65	3,380.58
651-Bern...	AT&T INC	900.000	8/23/2007	2/18/2010	22,698.70	36,092.61	-13,393.91
651-Bern...	AT&T INC	600.000	9/17/2007	2/18/2010	15,132.47	24,226.20	-9,093.73
651-Bern...	AT&T INC	100.000	9/25/2007	2/18/2010	2,522.08	4,248.05	-1,725.97
651-Bern...	QUALCOMM INC.	250.000	7/28/2008	2/24/2010	9,422.33	13,690.10	-4,267.77

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L...
651-Bern...	QUALCOMM INC.	300.000	9/5/2008	2/24/2010	11,306.80	14,325.99	-3,019.19
651-Bern...	QUALCOMM INC.	50.000	10/21/2008	2/24/2010	1,884.47	1,952.96	-68.49
651-Bern...	WESTERN DIGITAL CORP	50.000	8/21/2008	2/24/2010	2,061.13	1,427.73	633.40
651-Bern...	WESTERN DIGITAL CORP	500.000	8/29/2008	2/24/2010	20,611.29	13,748.20	6,863.09
651-Bern...	AT&T INC	500.000	9/25/2007	2/25/2010	12,376 54	21,240.25	-8,863.71
651-Bern...	AT&T INC	400.000	10/1/2007	2/25/2010	9,901.23	16,898.16	-6,996.93
651-Bern...	AT&T INC	400.000	10/15/2007	2/25/2010	9,901.23	16,929.04	-7,027.81
651-Bern...	AT&T INC	500.000	10/22/2007	2/25/2010	12,376.54	20,569.55	-8,193.01
651-Bern...	J C PENNEY CO INC	375.000	2/5/2008	3/1/2010	10,420.37	17,284.73	-6,864.36
651-Bern...	ALCON INC.	95.000	5/26/2006	3/2/2010	15,446.09	10,063.31	5,382.78
651-Bern...	ALCON INC.	105.000	8/17/2006	3/2/2010	17,071.99	12,102.52	4,969.47
651-Bern...	APPLE INC	45.000	7/13/2007	3/2/2010	9,397.34	6,071.13	3,326.21
651-Bern...	APPLE INC	175.000	2/8/2008	3/2/2010	36,545.22	21,449.23	15,095.99
651-Bern...	APPLE INC	200.000	3/5/2008	3/2/2010	41,765.96	24,733.74	17,032.22
651-Bern...	APPLE INC	30.000	3/24/2008	3/2/2010	6,264.89	4,029.70	2,235.19
651-Bern...	ARCHER-DANIELS-MIDLAN...	750.000	1/6/2009	3/2/2010	22,374.09	21,264.75	1,109.34
651-Bern...	ARCHER-DANIELS-MIDLAN...	700.000	1/8/2009	3/2/2010	20,882.48	19,515.16	1,367.32
651-Bern...	ARCHER-DANIELS-MIDLAN...	600.000	2/4/2009	3/2/2010	17,899.27	15,365.76	2,533.51
651-Bern...	AT&T INC	400.000	11/9/2007	3/2/2010	9,944.87	15,826.48	-5,881.61
651-Bern...	AT&T INC	600.000	3/24/2008	3/2/2010	14,917.31	22,396.32	-7,479.01
651-Bern...	AT&T INC	400.000	4/22/2008	3/2/2010	9,944.87	15,103.16	-5,158.29
651-Bern...	BAXTER INTERNATIONAL I...	25.000	8/6/2008	3/2/2010	1,460.79	1,739.33	-278.54
651-Bern...	BAXTER INTERNATIONAL I...	200.000	8/12/2008	3/2/2010	11,686.35	14,002.96	-2,316.61
651-Bern...	CAMERON INTERNATIONA...	600.000	11/16/2007	3/2/2010	25,315.17	26,565.48	-1,250.31
651-Bern...	CBS CORP	200.000	4/20/2006	3/2/2010	2,696.47	4,909.06	-2,212.59
651-Bern...	CBS CORP	500.000	6/28/2006	3/2/2010	6,741.16	13,224.90	-6,483.74
651-Bern...	CBS CORP	500.000	11/6/2008	3/2/2010	6,741.16	4,323.35	2,417.81
651-Bern...	CELGENE CORP	75.000	11/13/2007	3/2/2010	4,610.38	4,692.30	-81.92
651-Bern...	CELGENE CORP	100.000	12/7/2007	3/2/2010	6,147.17	5,993.81	153.36
651-Bern...	CISCO SYSTEMS INC.	725.000	10/23/2007	3/2/2010	17,829 33	22,677.93	-4,848.60
651-Bern...	CME GROUP INC	45.000	5/20/2008	3/2/2010	13,924.73	21,588.37	-7,663.64
651-Bern...	CME GROUP INC	20.000	10/3/2008	3/2/2010	6,188.77	7,941.25	-1,752 48
651-Bern...	CONOCOPHILLIPS	300.000	1/8/2007	3/2/2010	14,907.56	20,437.89	-5,530.33
651-Bern...	CONOCOPHILLIPS	500.000	8/2/2007	3/2/2010	24,845.93	39,974.75	-15,128.82

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L...
651-Bern...	CONOCOPHILLIPS	200.000	8/22/2007	3/2/2010	9,938.37	15,730.14	-5,791.77
651-Bern...	CONOCOPHILLIPS	200.000	10/8/2007	3/2/2010	9,938.37	16,793.14	-6,854.77
651-Bern...	CONOCOPHILLIPS	300.000	1/23/2008	3/2/2010	14,907.56	20,997.33	-6,089.77
651-Bern...	COSTCO WHOLESALE CO...	100.000	4/25/2008	3/2/2010	6,139.17	7,119.47	-980.30
651-Bern...	COSTCO WHOLESALE CO...	400.000	4/29/2008	3/2/2010	24,556.69	28,342.32	-3,785.63
651-Bern...	COSTCO WHOLESALE CO...	200.000	12/18/2008	3/2/2010	12,278.34	10,803.30	1,475.04
651-Bern...	DANAHER CORP	350.000	2/27/2009	3/2/2010	26,425.54	17,763.90	8,661.64
651-Bern...	DEUTSCHE BANK AG	250.000	1/13/2009	3/2/2010	16,205.42	8,007.63	8,197.79
651-Bern...	DEVON ENERGY CORP	50.000	8/7/2008	3/2/2010	3,507.08	4,713.80	-1,206.72
651-Bern...	DEVON ENERGY CORP	150.000	8/7/2008	3/2/2010	10,521.24	14,141.39	-3,620.15
651-Bern...	DEVON ENERGY CORP	200.000	9/24/2008	3/2/2010	14,028.32	20,298.76	-6,270.44
651-Bern...	DEVON ENERGY CORP	100.000	2/4/2009	3/2/2010	7,014.16	5,982.18	1,031.98
651-Bern...	FRANKLIN RESOURCES INC	125.000	1/30/2007	3/2/2010	13,013.89	14,632.68	-1,618.79
651-Bern...	FRANKLIN RESOURCES INC	200.000	12/11/2007	3/2/2010	20,822.23	24,334.00	-3,511.77
651-Bern...	GENERAL MILLS INC	250.000	11/11/2008	3/2/2010	18,170.38	16,353.30	1,817.08
651-Bern...	GILEAD SCIENCES INC.	900.000	1/31/2006	3/2/2010	42,778.70	26,542.04	16,236.66
651-Bern...	GILEAD SCIENCES INC.	500.000	7/11/2006	3/2/2010	23,765.95	15,387.63	8,378.32
651-Bern...	GOLDMAN SACHS GROUP ...	146.000	3/27/2008	3/2/2010	23,174.65	25,693.37	-2,518.72
651-Bern...	GOLDMAN SACHS GROUP ...	225.000	9/9/2008	3/2/2010	35,714.36	36,377.48	-663.12
651-Bern...	GOLDMAN SACHS GROUP ...	20.000	9/12/2008	3/2/2010	3,174.61	3,117.53	57.08
651-Bern...	GOLDMAN SACHS GROUP ...	130.000	9/12/2008	3/2/2010	20,634.96	20,263.98	370.98
651-Bern...	GOLDMAN SACHS GROUP ...	470.000	11/4/2008	3/2/2010	74,603.33	41,622.59	32,980.74
651-Bern...	GOOGLE INC.	15.000	9/20/2005	3/2/2010	8,115.53	4,623.43	3,492.10
651-Bern...	GOOGLE INC.	75.000	1/31/2006	3/2/2010	40,577.67	32,687.90	7,889.77
651-Bern...	GOOGLE INC.	65.000	2/10/2006	3/2/2010	35,167.32	23,345.46	11,821.86
651-Bern...	GOOGLE INC.	5.000	6/19/2006	3/2/2010	2,705.18	1,949.69	755.49
651-Bern...	HEWLETT PACKARD CO.	792.000	3/15/2007	3/2/2010	40,472.66	31,371.04	9,101.62
651-Bern...	HEWLETT PACKARD CO.	400.000	1/10/2008	3/2/2010	20,440.74	17,780.40	2,660.34
651-Bern...	HEWLETT PACKARD CO.	200.000	4/22/2008	3/2/2010	10,220.37	9,634.94	585.43
651-Bern...	INTEL CORP.	1,100.000	9/5/2008	3/2/2010	22,750.46	22,415.80	334.66
651-Bern...	JPMORGAN CHASE & CO.	325.000	9/26/2008	3/2/2010	13,520.64	13,162.50	358.14
651-Bern...	JPMORGAN CHASE & CO.	1,141.000	9/26/2008	3/2/2010	47,467.84	46,210.50	1,257.34
651-Bern...	JPMORGAN CHASE & CO.	1,069.000	9/26/2008	3/2/2010	44,472.50	43,294.50	1,178.00
651-Bern...	KOHLS CORP.	550.000	8/13/2008	3/2/2010	29,266.50	26,598.00	2,668.50

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L...
651-Bern...	KOHLS CORP.	50.000	1/15/2009	3/2/2010	2,660.59	1,794.34	866.25
651-Bern...	LIMITED BRANDS INC	600.000	12/19/2008	3/2/2010	13,447.32	5,572.38	7,874.94
651-Bern...	MACYS INC	100.000	4/30/2007	3/2/2010	1,998.22	4,468.00	-2,469.78
651-Bern...	MACYS INC	270.000	5/4/2007	3/2/2010	5,395.20	11,725.42	-6,330.22
651-Bern...	MACYS INC	130.000	5/7/2007	3/2/2010	2,597.69	5,709.09	-3,111.40
651-Bern...	MACYS INC	800.000	6/6/2007	3/2/2010	15,985.79	32,004.64	-16,018.85
651-Bern...	MACYS INC	200.000	8/29/2007	3/2/2010	3,996.45	6,179.68	-2,183.23
651-Bern...	MEDCO HEALTH SOLUTIO...	200.000	4/8/2008	3/2/2010	12,748.33	8,606.76	4,141.57
651-Bern...	MORGAN STANLEY	800.000	8/1/2008	3/2/2010	22,945.70	32,481.60	-9,535.90
651-Bern...	MOTOROLA INC	2,900.000	9/25/2008	3/2/2010	19,698.00	22,083.50	-2,385.50
651-Bern...	MOTOROLA INC	3,000.000	11/24/2008	3/2/2010	20,377.24	10,226.40	10,150.84
651-Bern...	MOTOROLA INC	1,000.000	11/25/2008	3/2/2010	6,792.41	4,019.60	2,772.81
651-Bern...	NOKIA CORP	350.000	1/22/2009	3/2/2010	4,722.31	4,252.54	469.77
651-Bern...	NOKIA CORP	500.000	1/26/2009	3/2/2010	6,746.16	5,926.25	819.91
651-Bern...	PEPSICO INC.	255.000	6/18/2007	3/2/2010	16,264.33	17,016.07	-751.74
651-Bern...	PEPSICO INC.	45.000	11/16/2007	3/2/2010	2,870.18	3,315.93	-445.75
651-Bern...	PFIZER INC.	200.000	5/16/2006	3/2/2010	3,516.46	4,976.00	-1,459.54
651-Bern...	PFIZER INC.	1,600.000	6/13/2006	3/2/2010	28,131.64	37,134.72	-9,003.08
651-Bern...	PFIZER INC.	500.000	11/15/2006	3/2/2010	8,791.14	13,179.50	-4,388.36
651-Bern...	PFIZER INC.	500.000	11/27/2006	3/2/2010	8,791.14	13,464.25	-4,673.11
651-Bern...	PFIZER INC.	1,000.000	11/30/2006	3/2/2010	17,582.28	27,590.20	-10,007.92
651-Bern...	QUALCOMM INC.	550.000	10/21/2008	3/2/2010	20,851.60	21,482.51	-630.91
651-Bern...	QUALCOMM INC.	200.000	11/13/2008	3/2/2010	7,582.40	6,563.08	1,019.32
651-Bern...	RRI ENERGY INC	3,600.000	12/19/2008	3/2/2010	15,541.00	19,508.40	-3,967.40
651-Bern...	SCHLUMBERGER LTD	350.000	4/21/2006	3/2/2010	21,977.10	24,241.00	-2,263.90
651-Bern...	SCHLUMBERGER LTD	250.000	1/30/2007	3/2/2010	15,697.93	15,847.87	-149.94
651-Bern...	SCHLUMBERGER LTD	300.000	5/15/2007	3/2/2010	18,837.51	22,431.72	-3,594.21
651-Bern...	SCHLUMBERGER LTD	100.000	6/25/2007	3/2/2010	6,279.17	8,728.69	-2,449.52
651-Bern...	SPRINT NEXTEL CORPOR...	1,600.000	4/8/2008	3/2/2010	5,323.13	10,664.80	-5,341.67
651-Bern...	SPRINT NEXTEL CORPOR...	3,000.000	9/22/2008	3/2/2010	9,980.87	19,860.90	-9,880.03
651-Bern...	TEVA PHARMACEUTICAL I...	600.000	2/21/2008	3/2/2010	36,559.03	28,901.76	7,657.27
651-Bern...	THE TRAVELERS COMPAN...	75.000	6/12/2007	3/2/2010	3,995.39	4,047 90	-52.51
651-Bern...	THE TRAVELERS COMPAN...	275.000	11/26/2007	3/2/2010	14,649.75	14,096.34	553.41
651-Bern...	TIME WARNER INC.	925.000	11/24/2008	3/2/2010	27,428.21	18,495.71	8,932.50

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L...
651-Bern...	TIME WARNER CABLE INC	370.254	11/24/2008	3/2/2010	17,376.74	3,927.36	13,449.38
651-Bern...	TIME WARNER CABLE INC	117.102	1/6/2009	3/2/2010	5,495.80	1,680.63	3,815.17
651-Bern...	TIME WARNER CABLE INC	83.644	1/15/2009	3/2/2010	3,925.57	1,029.96	2,895.61
651-Bern...	WALT DISNEY CO	500.000	2/17/2009	3/2/2010	15,931.04	9,006.25	6,924.79
651-Bern...	Bernstein Emerging Markets ...	9,200.100	7/25/2003	3/2/2010	255,300.00	176,679.47	78,620.53
651-Bern...	Bernstein Inter. Duration Insti...	160,210.235	7/25/2003	3/2/2010	2,457,625.00	2,492,871.26	-35,246.26
651-Bern...	Bernstein International Portfo...	96,609.878	7/25/2003	3/2/2010	1,405,673.72	1,478,131.13	-72,457.41
651-Bern...	Bernstein International Portfo...	996.386	12/11/2003	3/2/2010	14,497.42	17,327.16	-2,829.74
651-Bern...	Bernstein International Portfo...	827.500	12/15/2004	3/2/2010	12,040.12	16,690.67	-4,650.55
651-Bern...	Bernstein International Portfo...	5,175.858	9/20/2005	3/2/2010	75,308.73	118,164.84	-42,856.11
651-Bern...	GOLDMAN SACHS GROUP ...	30.000	11/4/2008	3/9/2010	5,130.72	2,656.76	2,473.96
651-Bern...	GOLDMAN SACHS GROUP ...	55.000	2/10/2009	3/9/2010	9,406.32	5,332.57	4,073.75
651-Bern...	DEVON ENERGY CORP	300.000	2/4/2009	3/11/2010	21,931.40	17,946.54	3,984.86
651-Bern...	MORGAN STANLEY	300.000	8/1/2008	3/11/2010	8,958.60	12,180.60	-3,222.00
651-Bern...	APPLE INC	40.000	3/24/2008	3/12/2010	9,083.32	5,372.93	3,710.39
651-Bern...	CBS CORP	50.000	11/6/2008	3/22/2010	703.07	432.34	270.73
651-Bern...	CBS CORP	750.000	11/6/2008	3/22/2010	10,546.13	6,485.03	4,061.10
651-Bern...	MERCK & CO. INC.	691.902	7/14/2008	3/24/2010	26,391.91	25,854.48	537.43
651-Bern...	CONOCOPHILLIPS	500.000	1/23/2008	3/25/2010	26,050.17	34,995.55	-8,945.38
651-Bern...	QUALCOMM INC.	100.000	11/13/2008	3/26/2010	4,180.23	3,281.54	898.69
651-Bern...	QUALCOMM INC.	300.000	1/21/2009	3/26/2010	12,540.68	10,564.05	1,976.63
651-Bern...	QUALCOMM INC.	75.000	3/17/2009	3/26/2010	3,135.17	2,720.97	414.20
651-Bern...	GOOGLE INC.	30.000	6/19/2006	4/15/2010	17,853.96	11,698.15	6,155.81
651-Bern...	GOOGLE INC.	5.000	7/7/2006	4/15/2010	2,975.66	2,125.43	850.23
651-Bern...	DEUTSCHE BANK AG	250.000	3/2/2009	4/16/2010	18,613.63	6,190.78	12,422.85
651-Bern...	GOLDMAN SACHS GROUP ...	145.000	2/10/2009	4/16/2010	23,449.23	14,058.61	9,390.62
651-Bern...	APPLE INC	30.000	3/24/2008	4/20/2010	7,358.56	4,029.70	3,328.86
651-Bern...	APPLE INC	30.000	5/19/2008	4/20/2010	7,358.56	5,604.95	1,753.61
651-Bern...	TEVA PHARMACEUTICAL I...	150.000	4/18/2008	4/20/2010	9,333.96	7,017.30	2,316.66
651-Bern...	APPLE INC	45.000	5/19/2008	4/23/2010	12,161.36	8,407.43	3,753.93
651-Bern...	APPLE INC	15.000	6/19/2008	4/23/2010	4,053.79	2,698.86	1,354.93
651-Bern...	JPMORGAN CHASE & CO.	70.000	4/3/2009	4/28/2010	3,004.91	1,960.14	1,044.77
651-Bern...	QUALCOMM INC.	325.000	3/17/2009	4/28/2010	12,424.88	11,790.87	634.01
651-Bern...	QUALCOMM INC.	300.000	3/31/2009	4/28/2010	11,469.12	11,778.81	-309.69

Capital Gains (Losses) Report - Last year

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L...
651-Bern...	BAXTER INTERNATIONAL I...	225.000	3/17/2009	5/3/2010	10,687.05	11,522.70	-835.65
651-Bern...	MEDCO HEALTH SOLUTIO...	200.000	4/8/2008	5/3/2010	11,569.38	8,606.76	2,962.62
651-Bern...	MERCK & CO. INC.	500.000	3/24/2009	5/4/2010	17,984.95	21,049.45	-3,064.50
651-Bern...	NEWS CORPORATION	400.000	3/18/2009	5/12/2010	5,793.52	2,496.80	3,296.72
651-Bern...	DEUTSCHE BANK AG	300.000	5/7/2009	5/13/2010	19,063.86	16,121.70	2,942.16
651-Bern...	MOTOROLA INC	2,400.000	11/25/2008	5/17/2010	16,298.16	9,647.04	6,651.12
651-Bern...	UNUM GROUP	750.000	4/28/2009	5/17/2010	16,876.58	11,537.10	5,339.48
651-Bern...	INTEL CORP.	600.000	4/30/2009	5/18/2010	12,947.34	9,515.16	3,432.18
651-Bern...	NOKIA CORP	300.000	1/26/2009	5/18/2010	3,077.64	3,555.75	-478.11
651-Bern...	NOKIA CORP	1,200.000	2/4/2009	5/18/2010	12,310.56	15,164.76	-2,854.20
651-Bern...	NOKIA CORP	1,200.000	2/6/2009	5/18/2010	12,310.56	15,976.68	-3,666.12
651-Bern...	NOKIA CORP	500.000	2/18/2009	5/18/2010	5,129.40	5,501.95	-372.55
651-Bern...	MACYS INC	300.000	8/29/2007	5/20/2010	6,235.89	9,269.52	-3,033.63
651-Bern...	MACYS INC	700.000	6/30/2008	5/20/2010	14,550.41	13,677.37	873.04
651-Bern...	MACYS INC	150.000	7/16/2008	5/20/2010	3,117.95	2,506.52	611.43
651-Bern...	DEVON ENERGY CORP	200.000	2/11/2009	5/25/2010	11,855.04	10,387.24	1,467.80
651-Bern...	DEVON ENERGY CORP	200.000	2/24/2009	5/25/2010	11,855.04	9,192.22	2,662.82
651-Bern...	DEVON ENERGY CORP	150.000	3/27/2009	5/25/2010	8,891.28	6,836.24	2,055.04
651-Bern...	APPLE INC	60.000	6/19/2008	6/1/2010	15,817.62	10,795.45	5,022.17
651-Bern...	MORGAN STANLEY	200.000	8/1/2008	6/15/2010	5,087.60	8,120.40	-3,032.80
651-Bern...	US BANCORP	500.000	5/13/2009	6/17/2010	11,571.80	8,816.35	2,755.45
651-Bern...	APPLE INC	25.000	6/19/2008	6/23/2010	6,772.08	4,498.11	2,273.97
651-Bern...	APPLE INC	20.000	9/23/2008	6/23/2010	5,417.66	2,633.20	2,784.46
651-Bern...	MACYS INC	650.000	7/16/2008	6/24/2010	12,418.25	10,861.57	1,556.68
651-Bern...	MERCK & CO. INC.	50.000	3/24/2009	6/24/2010	1,777.61	2,104.95	-327.34
651-Bern...	MERCK & CO. INC.	4.487	3/24/2009	6/24/2010	159.52	188.90	-29.38
651-Bern...	MERCK & CO. INC.	245.513	4/30/2009	6/24/2010	8,728.51	9,783.76	-1,055.25
651-Bern...	MERCK & CO. INC.	350.000	4/30/2009	6/24/2010	12,443.24	13,947.59	-1,504.35
651-Bern...	INGERSOLL RAND CO LTD	200.000	6/3/2009	6/28/2010	7,508.96	4,202.06	3,306.90
651-Bern...	DEVON ENERGY CORP	50.000	3/27/2009	7/6/2010	3,098.97	2,278.75	820.22
651-Bern...	INTEL CORP.	150.000	6/11/2009	7/8/2010	3,005.24	2,475.30	529.94
651-Bern...	XL CAPITAL LTD.	25.000	5/22/2009	7/8/2010	423.70	244.39	179.31
651-Bern...	XL CAPITAL LTD.	450.000	7/6/2009	7/8/2010	7,626.55	5,039.46	2,587.09
651-Bern...	NOKIA CORP	400.000	2/18/2009	7/9/2010	3,376.28	4,401.56	-1,025.28

Capital Gains (Losses) Report - Last year

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L...
651-Bern...	NOKIA CORP	1,000.000	3/4/2009	7/9/2010	8,440.70	9,342.50	-901.80
651-Bern...	GOOGLE INC.	20.000	7/7/2006	7/14/2010	9,847.39	8,501.70	1,345.69
651-Bern...	SCHLUMBERGER LTD	100.000	6/25/2007	7/15/2010	5,773.10	8,728.69	-2,955.59
651-Bern...	SCHLUMBERGER LTD	75.000	10/30/2007	7/15/2010	4,329.83	7,297.93	-2,968.10
651-Bern...	COSTCO WHOLESALE CO...	200.000	12/18/2008	7/16/2010	11,021.74	10,803.30	218.44
651-Bern...	HEWLETT PACKARD CO.	200.000	4/22/2008	7/16/2010	9,290.64	9,634.94	-344.30
651-Bern...	HEWLETT PACKARD CO.	100.000	4/22/2008	7/26/2010	4,622.15	4,817.47	-195.32
651-Bern...	HEWLETT PACKARD CO.	100.000	5/19/2008	7/26/2010	4,622.15	4,742.06	-119.91
651-Bern...	AOL INC.	2.997	11/2/2006	8/2/2010	63.13	126.36	-63.23
651-Bern...	AOL INC.	18.174	11/21/2006	8/2/2010	382.89	792.77	-409.88
651-Bern...	AOL INC.	48.464	11/29/2006	8/2/2010	1,021.04	2,076.47	-1,055.43
651-Bern...	AOL INC.	18.174	1/22/2007	8/2/2010	382.89	867.85	-484.96
651-Bern...	AOL INC.	60.580	5/15/2008	8/2/2010	1,276.30	2,096.56	-820.26
651-Bern...	AOL INC.	136.305	11/24/2008	8/2/2010	2,871.67	2,285.50	586.17
651-Bern...	AOL INC.	42.406	1/6/2009	8/2/2010	893.41	977.85	-84.44
651-Bern...	AOL INC.	30.290	1/15/2009	8/2/2010	638.15	599.27	38.88
651-Bern...	AOL INC.	60.610	4/20/2009	8/2/2010	1,276.94	1,045.45	231.49
651-Bern...	CAMERON INTERNATIONA...	100.000	11/16/2007	8/2/2010	4,089.67	4,427.58	-337.91
651-Bern...	CAMERON INTERNATIONA...	300.000	1/15/2008	8/2/2010	12,269.01	14,744.13	-2,475.12
651-Bern...	CAMERON INTERNATIONA...	75.000	3/31/2009	8/2/2010	3,067.25	1,678.44	1,388.81
651-Bern...	MOTOROLA INC	600.000	11/25/2008	8/2/2010	4,570.20	2,411.76	2,158.44
651-Bern...	CIMAREX ENERGY CO	450.000	7/22/2009	8/5/2010	33,126.57	14,921.15	18,205.42
651-Bern...	ARCELORMITTAL SA LUXE...	425.000	8/5/2009	8/12/2010	12,879.80	16,281.45	-3,401.65
651-Bern...	INTEL CORP.	500 000	7/17/2009	8/12/2010	9,751.40	9,310.55	440.85
651-Bern...	MERCK & CO. INC.	500.000	4/30/2009	8/13/2010	17,440.70	19,925.14	-2,484.44
651-Bern...	DANAHER CORP	100.000	3/31/2009	8/20/2010	3,627.50	2,694 37	933.13
651-Bern...	DANAHER CORP	250.000	7/2/2009	8/20/2010	9,068.75	7,547.82	1,520.93
651-Bern...	COSTCO WHOLESALE CO...	175.000	12/18/2008	8/24/2010	9,554.62	9,452.89	101.73
651-Bern...	GILEAD SCIENCES INC.	375.000	8/2/2006	8/24/2010	12,094.01	11,613.06	480.95
651-Bern...	INTEL CORP.	1,050.000	7/17/2009	8/27/2010	19,223.30	19,552.16	-328.86
651-Bern...	TYCO ELECTRONICS LTD	850.000	5/15/2009	8/27/2010	21,257.40	14,420.85	6,836.55
651-Bern...	TARGET CORP.	150.000	6/18/2009	8/30/2010	7,666.25	5,854.80	1,811.45
651-Bern...	TARGET CORP.	100.000	6/18/2009	9/3/2010	5,285.38	3,903.20	1,382.18
651-Bern...	HEWLETT PACKARD CO.	300.000	5/19/2008	9/7/2010	12,012.15	14,226.18	-2,214.03

Capital Gains (Losses) Report - Last year

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L...
651-Bern...	HEWLETT PACKARD CO.	200.000	6/3/2008	9/7/2010	8,008.10	9,293.04	-1,284.94
651-Bern...	GOOGLE INC.	13.000	7/7/2006	9/9/2010	6,233.12	5,526.11	707.01
651-Bern...	HEWLETT PACKARD CO.	200.000	6/3/2008	9/15/2010	7,962.78	9,293.04	-1,330.26
651-Bern...	HEWLETT PACKARD CO.	145.000	6/27/2008	9/15/2010	5,773.02	6,421.76	-648.74
651-Bern...	HEWLETT PACKARD CO.	155.000	6/27/2008	9/17/2010	6,118.04	6,864.64	-746.60
651-Bern...	HEWLETT PACKARD CO.	20.000	7/14/2008	9/17/2010	789.42	837.06	-47.64
651-Bern...	COSTCO WHOLESALE CO...	125.000	12/18/2008	9/22/2010	7,754.95	6,752.06	1,002.89
651-Bern...	GILEAD SCIENCES INC.	25.000	8/2/2006	9/22/2010	901.56	774.20	127.36
651-Bern...	GILEAD SCIENCES INC.	175.000	8/17/2006	9/22/2010	6,310.90	5,608.53	702.37
651-Bern...	ILLINOIS TOOL WORKS INC	175.000	9/21/2009	9/24/2010	8,193.92	7,672.14	521.78
651-Bern...	SPRINT NEXTEL CORPOR...	2,300.000	8/12/2009	9/27/2010	10,608.52	8,533.00	2,075.52
651-Bern...	TIME WARNER INC.	133.000	11/24/2008	9/28/2010	4,114.65	2,659.40	1,455.25
651-Bern...	TIME WARNER INC.	417.000	1/6/2009	9/28/2010	12,900.81	11,281.70	1,619.11
651-Bern...	INTEL CORP.	300.000	7/17/2009	9/30/2010	5,776.71	5,586.33	190.38
651-Bern...	INTEL CORP.	200.000	9/17/2009	9/30/2010	3,851.14	3,916.88	-65.74
651-Bern...	HEWLETT PACKARD CO.	175.000	7/14/2008	10/1/2010	7,098.53	7,324.24	-225.71
651-Bern...	KLA-TENCOR CORP	150.000	9/18/2009	10/1/2010	5,247.11	5,315.20	-68.09
651-Bern...	GILEAD SCIENCES INC.	225.000	8/17/2006	10/4/2010	7,954.72	7,210.97	743.75
651-Bern...	COSTCO WHOLESALE CO...	100.000	12/18/2008	10/6/2010	6,379.88	5,401.65	978.23
651-Bern...	COSTCO WHOLESALE CO...	25.000	2/10/2009	10/6/2010	1,594.97	1,101.31	493.66
651-Bern...	HEWLETT PACKARD CO.	105.000	7/14/2008	10/6/2010	4,274.52	4,394.54	-120.02
651-Bern...	HEWLETT PACKARD CO.	70.000	10/15/2008	10/6/2010	2,849.68	2,785.41	64.27
651-Bern...	EMC CORP	325.000	7/24/2009	10/7/2010	6,357.68	4,877.47	1,480.21
651-Bern...	HEWLETT PACKARD CO.	175.000	10/15/2008	10/8/2010	7,192.99	6,963.51	229.48
651-Bern...	ALCON INC.	60.000	8/12/2009	10/13/2010	10,197.57	7,799.68	2,397.89
651-Bern...	ALTRIA GROUP INC.	400.000	7/9/2009	10/13/2010	9,888.76	6,539.00	3,349.76
651-Bern...	APPLE INC	50.000	9/23/2008	10/13/2010	15,039.02	6,583.01	8,456.01
651-Bern...	DEVON ENERGY CORP	75.000	7/16/2009	10/13/2010	5,094.39	4,080.10	1,014.29
651-Bern...	EMC CORP	475.000	7/24/2009	10/13/2010	9,714.94	7,128.61	2,586.33
651-Bern...	GILEAD SCIENCES INC.	300.000	3/15/2007	10/13/2010	11,019.63	10,511.76	507.87
651-Bern...	ILLINOIS TOOL WORKS INC	200.000	9/21/2009	10/13/2010	9,781.36	8,768.16	1,013.20
651-Bern...	INGERSOLL RAND CO LTD	300.000	7/22/2009	10/13/2010	11,776.62	6,979.92	4,796.70
651-Bern..	JPMORGAN CHASE & CO.	200.000	5/14/2009	10/13/2010	7,983.36	6,914.44	1,068.92
651-Bern...	KOHLS CORP.	150.000	1/15/2009	10/13/2010	8,035.37	5,383.02	2,652.35

Capital Gains (Losses) Report - Last year

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L...
651-Bern...	PEPSICO INC.	200.000	11/16/2007	10/13/2010	13,336.00	14,737.48	-1,401.48
651-Bern...	PEPSICO INC.	50.000	11/20/2008	10/13/2010	3,334.00	2,594.69	739.31
651-Bern...	PFIZER INC.	700.000	5/3/2007	10/13/2010	12,429.55	18,811.31	-6,381.76
651-Bern...	THE TRAVELERS COMPAN...	325.000	11/26/2007	10/13/2010	17,494.04	16,659.31	834.73
651-Bern...	THE TRAVELERS COMPAN...	100.000	5/28/2008	10/13/2010	5,382.78	4,938.52	444.26
651-Bern...	TIME WARNER INC.	49.667	1/6/2009	10/13/2010	1,567.29	1,343.70	223.59
651-Bern...	TIME WARNER INC.	333.333	1/15/2009	10/13/2010	10,518.74	7,737.36	2,781.38
651-Bern...	TIME WARNER INC.	192.000	4/20/2009	10/13/2010	6,058.79	3,502.26	2,556.53
651-Bern...	TYCO ELECTRONICS LTD	50.000	5/15/2009	10/13/2010	1,532.78	848.29	684.49
651-Bern...	TYCO ELECTRONICS LTD	300.000	8/10/2009	10/13/2010	9,196.65	6,643.50	2,553.15
651-Bern...	Bernstein Emerging Markets ...	1,962.470	7/25/2003	10/13/2010	63,628.18	37,687.43	25,940.75
651-Bern...	Bernstein Emerging Markets ...	155.857	12/11/2003	10/13/2010	5,053.27	3,681.35	1,371.92
651-Bern...	Bernstein Emerging Markets ...	19.526	12/15/2004	10/13/2010	633.08	633.83	-0.75
651-Bern...	Bernstein Emerging Markets ...	271.977	12/15/2004	10/13/2010	8,818.17	8,828.37	-10.20
651-Bern...	Bernstein Emerging Markets ...	202.971	12/12/2005	10/13/2010	6,580.83	6,965.96	-385.13
651-Bern...	Bernstein Emerging Markets ...	317.263	12/12/2005	10/13/2010	10,286.46	10,888.47	-602.01
651-Bern...	Bernstein Inter. Duration Insti...	31,745.836	7/25/2003	10/13/2010	514,600.00	493,965.21	20,634.79
651-Bern...	Bernstein International Portfo...	12,988.838	9/20/2005	10/13/2010	204,314.42	296,535.16	-92,220.74
651-Bern...	Bernstein International Portfo...	1,524.940	12/12/2005	10/13/2010	23,987.31	35,912.33	-11,925.02
651-Bern...	Bernstein International Portfo...	1,271.346	1/31/2006	10/13/2010	19,998.27	32,584.60	-12,586.33
651-Bern...	PEPSICO INC.	100.000	11/20/2008	10/20/2010	6,525.80	5,189.37	1,336.43
651-Bern...	KLA-TENCOR CORP	100.000	10/1/2009	10/22/2010	3,608.27	3,439.91	168.36
651-Bern...	PEPSICO INC.	50.000	11/20/2008	10/22/2010	3,254.24	2,594.69	659.55
651-Bern...	PEPSICO INC.	75.000	3/5/2009	10/22/2010	4,881.35	3,506.40	1,374.95
651-Bern...	COSTCO WHOLESALE CO...	125.000	2/10/2009	10/27/2010	7,846.74	5,506.54	2,340.20
651-Bern...	HEWLETT PACKARD CO.	55.000	10/15/2008	10/27/2010	2,314.84	2,188.53	126.31
651-Bern...	GOOGLE INC.	17.000	7/7/2006	10/28/2010	10,468.39	7,226.45	3,241.94
651-Bern...	GOOGLE INC.	7.000	9/6/2006	10/28/2010	4,310.51	2,670.19	1,640.32
651-Bern...	TARGET CORP.	175.000	10/23/2009	10/28/2010	9,157.12	8,586.31	570.81
651-Bern...	TEVA PHARMACEUTICAL I...	150.000	4/18/2008	10/28/2010	7,812.54	7,017.30	795 24
651-Bern...	TEVA PHARMACEUTICAL I...	50.000	7/23/2008	10/28/2010	2,604.18	2,208.10	396.08
651-Bern...	APPLE INC	40.000	9/23/2008	11/2/2010	12,401.00	5,266.40	7,134.60
651-Bern...	CBS CORP	200.000	11/7/2008	11/3/2010	3,436.18	1,633.50	1,802.68
651-Bern...	CBS CORP	1,400.000	1/26/2009	11/3/2010	24,053.26	8,851.50	15,201.76

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L...
651-Bern...	ILLINOIS TOOL WORKS INC	100.000	9/21/2009	11/4/2010	4,770.28	4,384.08	386.20
651-Bern...	ILLINOIS TOOL WORKS INC	125.000	9/23/2009	11/4/2010	5,962.85	5,425.95	536.90
651-Bern...	PEPSICO INC.	225.000	3/5/2009	11/8/2010	14,644.58	10,519.20	4,125.38
651-Bern...	ILLINOIS TOOL WORKS INC	150.000	9/23/2009	11/9/2010	7,247.54	6,511.14	736.40
651-Bern...	TIME WARNER CABLE INC	25.000	9/2/2009	11/15/2010	1,576.34	906.44	669.90
651-Bern...	TIME WARNER CABLE INC	25.000	9/2/2009	11/15/2010	1,576.34	906.44	669.90
651-Bern...	TIME WARNER CABLE INC	325.000	9/2/2009	11/15/2010	20,492.39	11,783.75	8,708.64
651-Bern...	KOHLS CORP.	50.000	1/15/2009	11/17/2010	2,616.86	1,794.34	822.52
651-Bern...	KOHLS CORP.	135.000	3/17/2009	11/17/2010	7,065.52	5,231.52	1,834.00
651-Bern...	PEPSICO INC.	100.000	3/5/2009	11/17/2010	6,389.60	4,675.20	1,714.40
651-Bern...	COSTCO WHOLESALE CO...	50.000	2/10/2009	11/19/2010	3,326.27	2,202.62	1,123.65
651-Bern...	COSTCO WHOLESALE CO...	75.000	3/17/2009	11/19/2010	4,989.41	3,234.90	1,754.51
651-Bern...	D R HORTON INC	800.000	6/11/2009	11/19/2010	8,405.68	7,610.00	795.68
651-Bern...	TARGET CORP.	125.000	10/23/2009	11/19/2010	6,916.60	6,133.08	783.52
651-Bern...	D R HORTON INC	1,300.000	6/11/2009	11/22/2010	13,497.12	12,366.25	1,130.87
651-Bern...	ILLINOIS TOOL WORKS INC	25.000	9/23/2009	11/22/2010	1,181.26	1,085.19	96.07
651-Bern...	ILLINOIS TOOL WORKS INC	200.000	10/21/2009	11/22/2010	9,450.04	9,821.10	-371.06
651-Bern...	ILLINOIS TOOL WORKS INC	25.000	10/22/2009	11/22/2010	1,181.26	1,220.78	-39.52
651-Bern...	ALTRIA GROUP INC.	600.000	7/9/2009	11/24/2010	14,734.08	9,808.50	4,925.58
651-Bern...	ALTRIA GROUP INC.	500.000	7/27/2009	11/24/2010	12,278.40	8,686.85	3,591.55
651-Bern...	DANAHER CORP	175.000	7/2/2009	12/1/2010	7,718.31	5,283.47	2,434.84
651-Bern...	PULTEGROUP INC.	1,400.000	7/27/2009	12/3/2010	9,341.22	14,772.66	-5,431.44
651-Bern...	CELGENE CORP	200.000	12/7/2007	12/7/2010	11,434.76	11,987.62	-552.86
651-Bern...	CELGENE CORP	75.000	3/24/2008	12/7/2010	4,288.04	4,390.21	-102.17
651-Bern...	AT&T INC	900.000	6/15/2009	12/8/2010	25,707.69	22,124.97	3,582.72
651-Bern...	AT&T INC	200.000	6/24/2009	12/8/2010	5,712.82	4,958.54	754.28
651-Bern...	GILEAD SCIENCES INC.	150.000	3/15/2007	12/8/2010	5,630.85	5,255.88	374.97
651-Bern...	GILEAD SCIENCES INC.	195.000	10/9/2008	12/8/2010	7,320.11	8,051.94	-731.83
651-Bern...	COSTCO WHOLESALE CO...	100.000	3/17/2009	12/9/2010	7,056.77	4,313.20	2,743.57
651-Bern...	ILLINOIS TOOL WORKS INC	275.000	10/22/2009	12/9/2010	13,883.57	13,428.61	454.96
651-Bern...	ILLINOIS TOOL WORKS INC	200.000	11/23/2009	12/9/2010	10,097.14	10,059.00	38.14
651-Bern...	VERTEX PHARMACEUTICA...	500.000	11/16/2009	12/10/2010	17,103.00	20,401.85	-3,298.85
651-Bern...	KOHLS CORP.	200.000	3/17/2009	12/13/2010	10,690.42	7,750.40	2,940.02
651-Bern...	TEVA PHARMACEUTICAL I...	175.000	7/23/2008	12/13/2010	9,350.97	7,728.35	1,622.62

Capital Gains (Losses) Report - Last year

1/1/2010 through 12/31/2010

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L...
651-Bern...	ALCON INC.	95.000	8/12/2009	12/17/2010	15,403.37	12,349.50	3,053.87
651-Bern...	ALCON INC.	5.000	8/12/2009	12/20/2010	808.50	649.97	158.53
651-Bern...	ALCON INC.	40.000	8/31/2009	12/20/2010	6,468.02	5,152.22	1,315.80
651-Bern...	NEWS CORPORATION	850.000	7/2/2009	12/20/2010	12,280.29	7,363.64	4,916.65
651-Bern...	AT&T INC	550.000	6/24/2009	12/22/2010	15,961.39	13,635.99	2,325.40
651-Bern...	CONOCOPHILLIPS	25.000	10/7/2009	12/28/2010	1,681.42	1,235.44	445.98
651-Bern...	CONOCOPHILLIPS	350.000	10/7/2009	12/28/2010	23,539.92	17,296.13	6,243.79
651-Bern...	CONOCOPHILLIPS	125.000	11/6/2009	12/28/2010	8,407.11	6,487.84	1,919.27
TOTAL LONG TERM					**11,181,775.90**	**10,984,650.95**	**197,124.95**
OVERALL TOTAL					**21,580,824.14**	**20,620,381.04**	**960,443.10**

Portfolio Value and Cost Basis - As of 12/31/2010

As of 12/31/2010

Security	12/31/2010 Cost Basis	12/31/2010 Balance
Mutual Fund		
ALLIANCEBERNSTEIN GLOBAL REAL ESTATE IN...	776,677.01	876,650 63
Altegris Managed Futures Strategy I	1,500,000.00	1,579,979.88
Bernstein Emerging Markets Portfolio	442,315.22	448,262.69
Bernstein Inter. Duration Institutional	5,393,832.68	5,494,967.15
Bernstein International Portfolio	2,743,794.08	2,295,461.34
Blackrock Global Allocation Fund	3,000,000.00	3,320,090.81
COLUMBIA ACORN FUND	608,653.97	634,280.31
COLUMBIA DIVIDEND INCOME FUND	790,800.00	1,159,129.97
COLUMBIA LARGE CAP ENHANCED CORE FUND	1,839,063.75	1,783,688.80
COLUMBIA SELECT LARGE CAP GROWTH FUND	510,000.00	941,595.90
COLUMBIA SMALL CAP VALUE I FUND	285,210.10	503,597.63
COLUMBIA STRATEGIC INCOME FUND	500,000.00	579,101.56
DFA Emerging Markets Core Equity Portfolio	371,497.15	490,022.44
DFA International Core Equity	853,117.83	949,220.04
DFA International Real Estate Sec. Portfolio	286,977.27	269,275.87
DFA International Small Company Portfolio	133,996.45	161,548.01
DFA Int'l Small Cap Value	430,216.66	478,327.51
DFA Inv't Two Year Global Fixed Income	2,288,229.19	2,263,955.69
DFA US Core Equity II	1,610,527.04	2,009,952.39
Dimensional Advisor Emerging Markets Value	231,315.75	282,580 31
Dimensional Advisor Global Fixed Income Portfolio	3,231,140.09	3,136,021.78
Dimensional Advisor One Year Fixed Income Portfolio	5,309,966.20	5,303,460.45
Dimensional Advisor Real Estate Securities Portfolio	337,733.38	454,527.55
Dimensional Advisor US Large Capital Value	886,404.00	1,079,567.09
Dimensional US Vector Equity Portfolio	1,235,174.24	1,579,569.89
MFS SER TR I RESH INTL FUND	787,357.38	1,307,263.20
Overlay A Portfolio	3,681,267.09	4,065,723 63
Overlay B Portfolio	2,487,905.18	2,599,887.59
PIMCO COMMODITIY REAL RETURN STRATEGY ...	217,460.61	249,716.82
PIMCO TOTAL RETURN FUND	500,000.00	538,728.90
Vanguard Short Term Bond Index Signal Shares	659,580.55	665,255.72
TOTAL Mutual Fund	**43,930,212.87**	**47,501,411.54**
Other		
Bernstein Global Diversified Hedge Fund	3,939,679.80	3,984,145.02
Hines REIT	3,672,257.33	3,656,656.97
TOTAL Other	**7,611,937.13**	**7,640,801.99**
Stock		
ACCENTURE PLC IRELAND	36,285.51	38,792.00
AGRIUM INC	25,607.63	32,112.50
ALCOA INC	31,121.97	33,858.00
ALCON INC.	118,215.19	132,354.00

Portfolio Value and Cost Basis - As of 12/31/2010

As of 12/31/2010

Security	12/31/2010 Cost Basis	12/31/2010 Balance
ALLERGAN INC	22,266.24	22,317.75
ALTRIA GROUP INC.	64,566.18	34,468.00
AMAZON.COM INC.	15,352.13	22,500.00
APPLE INC	77,299.92	245,145.60
ARCHER-DANIELS-MIDLAND CO	16,220.80	15,040.00
ASTRAZENECA PLC	81,788.76	87,761.00
AT&T INC	26,421.81	30,849.00
BB&T CORP	29,593.53	28,919.00
BROADCOM CORP.	41,147.52	56,615 00
BUNGE LTD	44,141.37	55,692.00
CABLEVISION SYSTEMS CORP	11,876.72	15,228.00
CAMERON INTERNATIONAL CORP	11,749.08	26,633.25
CAPITAL ONE FINANCIAL CORP	32,961.29	34,048.00
CARNIVAL CORP.	35,986.56	39,193.50
CELGENE CORP	32,815.42	34,005.50
CENTURYLINK INC	32,567 29	39,244.50
CF INDUSTRIES HOLDINGS INC	22,284.21	33,787.50
CISCO SYSTEMS INC.	104,253.16	86,989.00
CITRIX SYSTEMS INC	44,774.01	47,887.00
CME GROUP INC	50,614 44	54,697.50
COMCAST CORPORATION	66,570.49	72,835.00
COMERICA INC	22,144.32	23,232.00
COMMERCIAL METALS CO	17,088.61	18,249.00
CONOCOPHILLIPS	34,251.85	45,967.50
CONSTELLATION BRANDS INC	33,782.30	46,515.00
CONSTELLATION ENERGY GROUP INC	25,263.84	21,441.00
COOPER INDUSTRIES LTD.	51,773.71	69,948.00
CORNING INC.	31,115.38	36,708.00
COSTCO WHOLESALE CORP	17,267.98	23,468.25
DANAHER CORP	58,868.33	79,009.75
DEERE & CO	43,956.74	49,830.00
DELL INC.	73,904.65	75,880.00
DELTA AIR LINES INC	51,351.19	49,140.00
DEVON ENERGY CORP	64,783.31	74,584 50
DIRECTV	22,501.06	23,958.00
DOW CHEMICAL CO	61,182.01	78,522.00
EATON CORP.	43,943.86	48,217.25
EDISON INTERNATIONAL	23,286.06	23,160.00
EMC CORP	62,781.71	82,440.00
ENSCO PLC	50,053.15	64,056.00
EOG RES INC	48,291.02	45,705.00
EXPRESS SCRIPTS INC	35,625.58	37,835.00
FIFTH THIRD BANCORP	27,946.30	32,296.00
FLOWSERVE CORP	32,976.64	35,766.00
FORD MOTOR CO.	74,802.84	97,382.00

Portfolio Value and Cost Basis - As of 12/31/2010

As of 12/31/2010

Security	12/31/2010 Cost Basis	12/31/2010 Balance
FREEPORT MCMORAN COPPER & GOLD INC	10,400.96	18,013.50
GANNETT CO INC	17,315.22	19,617.00
GAP INC	49,717.95	50,922.00
GARMIN LTD	33,725.54	30,215.25
GENERAL ELECTRIC CO.	33,058.62	38,409 00
GENERAL MOTORS CORP	15,299.73	16,587.00
GILEAD SCIENCES INC.	135,143.45	110,713.20
GOLDMAN SACHS GROUP INC.	151,573.94	168,160.00
GOODRICH CORPORATION	36,391.92	44,035.00
GOOGLE INC.	118,371.11	171,063.36
HEALTH NET INC	15,388.56	15,009.50
HESS CORPORATION	34,021.44	45,924 00
HEWLETT PACKARD CO.	49,646.73	46,310.00
HONEYWELL INTL INC	28,791.54	37,212.00
INGERSOLL RAND CO LTD	25,847.64	35,317.50
INTEL CORP.	25,332.03	27,339.00
INTUIT INC	17,062.50	17,255.00
JOHNSON & JOHNSON	132,242.31	136,070.00
JOHNSON CONTROLS INC	51,469.39	68,760 00
JPMORGAN CHASE & CO.	279,837.37	318,150.00
JUNIPER NETWORKS	6,084.00	8,307.00
KIMBERLY CLARK CORP	32,645 40	31,520.00
KOHLS CORP.	96,235.56	109,495.10
LEAR CORP.	26,907.60	34,548.50
LIMITED BRANDS INC	34,930.98	33,803.00
LOWES COMPANIES INC.	75,506.26	72,732.00
MARATHON OIL CORP	61,024.53	70,357.00
MARVELL TECHNOLOGY GROUP LTD	40,718.68	38,955.00
MICROSOFT CORP.	59,388.29	62,797.50
MONSANTO CO	31,966.69	38,302.00
MORGAN STANLEY	33,078.71	32,652.00
NEWFIELD EXPLORATION CO	27,813.04	39,660.50
NEWS CORPORATION	74,522.48	106,319.50
NEXEN INC	42,165.09	45,800.00
NOBLE ENERGY INC	59,766.20	68,864.00
NORTHROP GRUMMAN CORP	79,222.98	82,272.26
NVR INC	22,344.37	31,095.90
OCCIDENTAL PETE. CORP.	41,284.80	49,050.00
OFFICE DEPOT INC.	27,526.58	23,220.00
ORACLE CORP	88,679.85	97,030.00
PARKER HANNIFIN CORP	53,244.66	64,725.00
PEPSICO INC.	16,187.85	19,599.00
PFIZER INC.	137,138.53	124,321.00
POTASH CORP OF SASKATCHEWAN INC	27,889.66	30,966.04
RAYTHEON CO	14,181.36	13,902.00

Portfolio Value and Cost Basis - As of 12/31/2010

As of 12/31/2010

Security	12/31/2010 Cost Basis	12/31/2010 Balance
ROVI CORP	15,541.16	17,052.75
ROYAL CARIBBEAN CRUISES LTD	12,312.65	19,975.00
SAFEWAY INC.	52,281.70	47,229.00
SARA LEE CORP	33,407.41	40,273.00
SCHLUMBERGER LTD	141,878.82	183,700.00
SMITHFIELD FOODS INC	21,959.04	33,008.00
SOUTHWESTERN ENERGY CO	46,894.64	48,659.00
STANLEY BLACK & DECKER INC	16,718.70	16,717.50
STARBUCKS CORP.	36,500.18	44,982.00
SUNCOR ENERGY INC	32,364.16	32,546.50
TARGET CORP.	12,180.47	13,529.25
TEVA PHARMACEUTICAL INDUSTRIES	38,339.76	44,310.50
THE TRAVELERS COMPANIES INC	44,316.27	47,353.50
TIME WARNER CABLE INC	59,535.33	80,886.75
TIME WARNER INC.	10,283.91	15,280.75
TYCO ELECTRONICS LTD	29,002.89	42,480.00
UNITED PARCEL SVC INC	88,391.89	94,354.00
VANGUARD INTL EQUITY INDEX FDS	361,896.75	444,146.85
VERTEX PHARMACEUTICALS INC	22,655.49	21,018.00
VIACOM INC. - CLASS B	30,309.44	30,309.44
VODAFONE GROUP PLC	47,830.67	52,880.00
WALT DISNEY CO	47,656.88	60,016 00
WELLS FARGO & CO	163,250.55	174,163.80
XL CAPITAL LTD.	8,399.10	16,365.00
TOTAL Stock	**5,930,423.63**	**6,870,896.05**
TOTAL Investments	**57,472,573.63**	**62,013,109.58**