



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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

2010

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

For calendar year 2010, or tax year beginning 02/01, 2010, and ending 01/31, 2011

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

Name of foundation: **FRANK ADAM FOUNDATION 2045700104**

Number and street (or P O box number if mail is not delivered to street address): **7733 FORSYTH BLVD. SUITE 900**

City or town, state, and ZIP code: **SAINT LOUIS, MO 63105**

H Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ **508,629.**

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

A Employer identification number: **43-6259074**

B Telephone number (see page 10 of the instructions): **(314) 746-4679**

C If exemption application is pending, check here

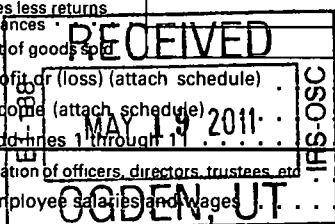
D 1 Foreign organizations, check here
 2 Foreign organizations meeting the 85% test, check here and attach computation

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

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	12,921.	13,745.		STMT 1.
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	8,346.			
	b Gross sales price for all assets on line 6a	37,557.			
	7 Capital gain net income (from Part IV, line 2)		8,346.		
	8 Net short-term capital gain				
9 Income modifications					
10 a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	21,267.	22,091.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, and	1,948.	1,655.		292.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 2	1,140.	969.	NONE	171.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 3	119.			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule)					
24 Total operating and administrative expenses. Add lines 13 through 23	3,207.	2,624.	NONE	463.	
25 Contributions, gifts, grants paid	24,000.			24,000.	
26 Total expenses and disbursements. Add lines 24 and 25	27,207.	2,624.	NONE	24,463.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-5,940.				
b Net investment income (if negative, enter -0-)		19,467.			
c Adjusted net income (if negative, enter -0-)					

SCANNED MAY 23 2011



248

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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	2,115.	6,608.	6,608.
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule),			
	b	Investments - corporate stock (attach schedule)			
	c	Investments - corporate bonds (attach schedule).			
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)	301,718.	291,285.	502,021.
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	303,833.	297,893.	508,629.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	303,833.	297,893.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see page 17 of the instructions)	303,833.	297,893.		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	303,833.	297,893.		

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)	1 303,833.
2	Enter amount from Part I, line 27a	2 -5,940.
3	Other increases not included in line 2 (itemize) ▶	3
4	Add lines 1, 2, and 3	4 297,893.
5	Decreases not included in line 2 (itemize) ▶	5
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 297,893.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co)		(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr.)
1a	SEE PART IV DETAIL			
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				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col. (k), but not less than -0-) or Losses (from col (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
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	8,346.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8.		3	

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

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

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

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

1 Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	22,412.	435,129.	0.05150656472
2008	28,464.	540,299.	0.05268194093
2007	31,517.	610,787.	0.05160063983
2006	29,475.	562,959.	0.05235727646
2005	30,362.	563,421.	0.05388865520
2	Total of line 1, column (d)		0.26203507714
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		0.05240701543
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5		478,270.
5	Multiply line 4 by line 3		25,065.
6	Enter 1% of net investment income (1% of Part I, line 27b)		195.
7	Add lines 5 and 6		25,260.
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.		24,463.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)	1	389.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0)	2	
3 Add lines 1 and 2	3	389.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0)	4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	389.
6 Credits/Payments		
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	200.
b Exempt foreign organizations-tax withheld at source	6b	NONE
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d	7	200.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	189.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11 Enter the amount of line 10 to be credited to 2011 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ _____ STMT 4		
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? <i>If "No," attach explanation</i>	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 on page 27)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		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 page 20 of the 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 CENTRAL TRUST & INVESTMENT CO Telephone no. (314) 725-9055
Located at 7733 FORSYTH, ST. LOUIS, MO ZIP + 4 63105
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here 15
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 Yes No X
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

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 X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X 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 X
(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 X
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? 1b X
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 X
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 22 of the instructions) 2b X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No X
b If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010) 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a 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 page 22 of the instructions) Yes No

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b**

Organizations relying on a current notice regarding disaster assistance check here

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

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

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

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

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** Yes No

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 5		1,948.	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

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

Total number of other employees paid over \$50,000 NONE

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services **NONE**

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 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions	
3 NONE	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	479,593.
b	Average of monthly cash balances	1b	5,960.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	485,553.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	485,553.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	7,283.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	478,270.
6	Minimum investment return. Enter 5% of line 5	6	23,914.

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

1	Minimum investment return from Part X, line 6	1	23,914.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	389.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	389.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	23,525.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	23,525.
6	Deduction from distributable amount (see page 25 of the instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	23,525.

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	24,463.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	24,463.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	24,463.

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

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				23,525.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			NONE	
b Total for prior years: 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	2,421.			
b From 2006	1,554.			
c From 2007	1,236.			
d From 2008	1,728.			
e From 2009	855.			
f Total of lines 3a through e	7,794.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$ 24,463.				
a Applied to 2009, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2010 distributable amount				23,525.
e Remaining amount distributed out of corpus	938.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	8,732.			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2009. Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions			NONE	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	2,421.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	6,311.			
10 Analysis of line 9				
a Excess from 2006	1,554.			
b Excess from 2007	1,236.			
c Excess from 2008	1,728.			
d Excess from 2009	855.			
e Excess from 2010	938.			

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) **NOT APPLICABLE**

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling **b** Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the instructions.)

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

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.
 N/A

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> SEE STATEMENT 6				
Total ▶ 3a				24,000.
b <i>Approved for future payment</i>				
Total ▶ 3b				

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS					778.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					461.	
6.00		.801 FRONTIER COMMUNICATIONS CORP PROPERTY TYPE: SECURITIES 10.00					02/10/1999 -4.00	07/08/2010
33.00		4. FRONTIER COMMUNICATIONS CORP PROPERTY TYPE: SECURITIES 52.00					02/10/1999 -19.00	10/05/2010
15,022.00		835. GENERAL ELEC CO COM PROPERTY TYPE: SECURITIES 3,958.00					VAR 11,064.00	12/22/2010
9,685.00		400. MICROSOFT CORP PROPERTY TYPE: SECURITIES 10,992.00					07/16/2003 -1,307.00	10/05/2010
5,000.00		471.254 VANGUARD TOTAL BOND MARKET INDEX PROPERTY TYPE: SECURITIES 4,788.00					07/15/2009 212.00	12/22/2010
6,572.00		125. ZIMMER HLDGS INC COM PROPERTY TYPE: SECURITIES 9,411.00					03/03/2008 -2,839.00	10/05/2010
TOTAL GAIN (LOSS)					----- 8,346. =====	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AT&T INC	462.	462.
CHEVRONTEXACO CORP COM	1,312.	1,312.
DODGE & COX INCOME FD	1,043.	1,043.
DOMINION RESOURCES	915.	915.
DOW CHEMICAL COMPANY COM	270.	270.
ENERGY CORP	891.	891.
EXXON MOBIL CORP	696.	696.
FPL GROUP INC	100.	100.
FRONTIER COMMUNICATIONS CORP	1.	1.
GENERAL ELEC CO COM	384.	384.
GOLDMAN SACHS GOVERNMENT FD #465	5.	5.
HOME DEPOT INC COM	283.	283.
HONEYWELL INTL INC COM	484.	484.
INTERNATIONAL BUSINESS MACHS COM	500.	500.
JOHNSON & JOHNSON COM	633.	633.
MCDONALDS CORP COM	452.	452.
MICROSOFT CORP	156.	156.
NEXTERA ENERGY INC	300.	300.
PIMCO TOTAL RETURN FD INST CL	674.	674.
PEPSICO INC	756.	756.
PROCTER & GAMBLE CO COM	471.	471.
SEMPRA ENERGY	507.	507.
TARGET CORP COM	168.	168.
UNITEDHEALTH GROUP INC COM	227.	227.
VANGUARD TOTAL BOND MARKET INDEX FD INST	391.	391.
VANGUARD TOTAL BOND MARKET INDEX FD SGNL	1,449.	1,449.
VANGUARD INFORMATION TECH ETF	145.	145.
VERIZON COMMUNICATIONS COM	38.	38.
WESTERN UNION CO	33.	33.
990/990PF ADJUSTMENT	-825.	
TOTAL	12,921.	13,745.

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	1,140.	969.		171.
TOTALS	1,140.	969.	NONE	171.

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
FEDERAL ESTIMATES - PRINCIPAL	119.

TOTALS	119.
	=====

STATE(S) WHERE THE FOUNDATION IS REGISTERED
=====

MO

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

CENTRAL TRUST & INVESTMENT CO

ADDRESS:

7733 FORSYTH, SUITE 900
ST LOUIS, MO 63105-1898

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 1,948.

TOTAL COMPENSATION: 1,948.

=====

=====

RECIPIENT NAME:

SEE ATTACHED SCHEDULE

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

501(C)(3)

AMOUNT OF GRANT PAID 24,000.

TOTAL GRANTS PAID:

24,000.

=====

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
149 BENEFICIARY DISTRIBUTIONS					
12/28/10	INCOME AND PRINCIPAL ENCROACHMENT PER REQUEST TO OPERATION FOOD SEARCH FOR: PAID TO OPERATION FOOD SEARCH 6282 OLIVE BLVD SAINT LOUIS, MO 63130 TR TRAN#=000000000000007 TR CD=754 REG= PORT=INC	-2400 00	-2400 00	**CHANGED** 05/03/11 AGZ	1012000034
12/28/10	INCOME AND PRINCIPAL ENCROACHMENT PER REQUEST TO EDGEWOOD CHILDRENS CENTER FOR: PAID TO 43-0653305 EDGEWOOD CHILDRENS CENTER 330 N GORE AVE WEBSTER GROVES, MO 63119 TR TRAN#=000000000000008 TR CD=754 REG= PORT=INC	-2400 00	-2400 00	**CHANGED** 05/03/11 AGZ	1012000035
12/28/10	INCOME AND PRINCIPAL ENCROACHMENT PER REQUEST TO OUR LITTLE HAVEN FOR: PAID TO OUR LITTLE HAVEN PO BOX 23010 SAINT LOUIS, MO 63156 TR TRAN#=000000000000010 TR CD=754 REG= PORT=INC	-2400 00	-2400 00	**CHANGED** 05/03/11 AGZ	1012000037
12/28/10	INCOME AND PRINCIPAL ENCROACHMENT PER REQUEST TO CENTRAL INSTITUTE FOR THE DEAF FOR: PAID TO CENTRAL INSTITUTE FOR THE DEAF 825 S TAYLOR AVE SAINT LOUIS, MO 63110 TR TRAN#=000000000000011 TR CD=754 REG= PORT=INC	-2400 00	-2400 00	**CHANGED** 05/03/11 AGZ	1012000038
12/28/10	INCOME AND PRINCIPAL ENCROACHMENT PER REQUEST TO CARDINAL GLENNON CHILDRENS HOSPITAL FOR: PAID TO CARDINAL GLENNON CHILDRENS FOUNDATION 1465 S GRAND BLVD SAINT LOUIS, MO 63104 TR TRAN#=000000000000009 TR CD=754 REG= PORT=INC	-2400 00	-2400 00	**CHANGED** 05/03/11 AGZ	1012000036
12/28/10	INCOME AND PRINCIPAL ENCROACHMENT PER REQUEST TO CHILDREN'S HOSPITAL FOUNDATION FOR: PAID TO CHILDREN'S HOSPITAL FOUNDATION ONE CHILDREN'S PLACE SAINT LOUIS, MO 63110 TR TRAN#=000000000000013 TR CD=754 REG= PORT=PRIN	-2400 00	-2400 00	**CHANGED** 05/03/11 AGZ	1012000040
12/28/10	INCOME AND PRINCIPAL ENCROACHMENT PER REQUEST TO ST LOUIS ARC FOR: PAID TO ST LOUIS ARC 1177 N WARSON RD SAINT LOUIS, MO 63132 TR TRAN#=000000000000014 TR CD=754 REG= PORT=PRIN	-2400 00	-2400 00	**CHANGED** 05/03/11 AGZ	1012000041
12/28/10	INCOME AND PRINCIPAL ENCROACHMENT PER REQUEST TO RONALD MCDONLAD HOUSE FOR: PAID TO RONALD MCDONLAD HOUSE 3450 PARK AVE SAINT LOUIS, MO 63104 TR TRAN#=000000000000015 TR CD=754 REG= PORT=PRIN	-2400 00	-2400 00	**CHANGED** 05/03/11 AGZ	1012000042
12/28/10	INCOME AND PRINCIPAL ENCROACHMENT PER REQUEST TO GATEWAY GREENING FOR: PAID TO GATEWAY GREENING 2211 WASHINGTON AVE SAINT LOUIS, MO 63103 TR TRAN#=000000000000016 TR CD=754 REG= PORT=PRIN	-2400 00	-2400 00	**CHANGED** 05/03/11 AGZ	1012000043
12/28/10	INCOME AND PRINCIPAL ENCROACHMENT PER REQUEST TO HUMANE SOCIETY OF MISSOURI FOR: PAID TO HUMANE SOCIETY OF MISSOURI 1201 MACKLIND AVE SAINT LOUIS, MO 63110 TR TRAN#=000000000000012 TR CD=754 REG= PORT=PRIN	-2400 00	-2400 00	**CHANGED** 05/03/11 AGZ	1012000039
TOTAL CODE 149 - BENEFICIARY DISTRIBUTIONS		-24000 00	-12000 00	-12000 00	

Central Trust &
Investment Company

CENTRAL TRUST & INVESTMENT CO Run on 04/27/2011 03:03:09 PM

Asset Details

As of 01/31/2011

Combined Portfolios

Settlement Date Basis

Account: 2045700104

FRANK ADAM FOUNDATION

Administrator: KEVIN J BOHN @ 314-746-4679

Investment Officer: STACEY BEATTY @ 314-746-4686

Investment Authority: Sole

Investment Objective: CT BALANCED GROWTH

Lot Select Method: MLMG

Sort By: CUSIP

Ticker	CUSIP/ Description	Units	Price	Tax Cost	Book Value	Market Value	Unrealized Gain/Loss	% of Portfolio	Est. Income	Yield	Pricing Date
	CASH									0.00	
I	00206R102 AT&T INC	275.000000	27.520	9,677.25	9,677.25	7,568	2,109-	1.49	473	6.25	01/31/2011
AMGN	031162100 AMGEN INC	150.000000	55.080	8,398.47	8,398.47	8,262	136-	1.62		0.00	01/31/2011
BRK.B	084670702 BERKSHIRE HATHAWAY INC CL B	400.000000	81.750	19,362.00	19,362.00	32,700	13,338	6.43		0.00	01/31/2011
CVX	166764100 CHEVRON CORP	462.000000	94.930	15,577.50	15,577.50	43,858	28,280	8.62	1,331	3.03	01/31/2011
DODIX	256210105 DODGE & COX INCOME FD	1,616.815000	13.280	20,000.00	20,000.00	21,471	1,471	4.22	1,043	4.86	01/31/2011
D	25746U109 DOMINION RESOURCES	500.000000	43.540	8,791.25	8,791.25	21,770	12,979	4.28	985	4.52	01/31/2011
DOW	260543103 DOW CHEMICAL CO	450.000000	35.480	3,413.00	3,413.00	15,966	12,553	3.14	270	1.69	01/31/2011
ETR	29364G103 ENTERGY CORP	275.000000	72.170	6,143.50	6,143.50	19,847	13,703	3.90	913	4.60	01/31/2011
XOM	30231G102 EXXON MOBIL CORP	400.000000	80.680	1,028.09	1,028.09	32,272	31,244	6.35	704	2.18	01/31/2011
FGTXX	38141W273 GOLDMAN SACHS GOVERNMENT FD #465	6,607.830000	1.000	6,607.83	6,607.83	6,608		1.30	4	0.06	01/01/1901
HD	437076102 HOME DEPOT INC	300.000000	36.770	11,035.00	11,035.00	11,031	4-	2.17	284	2.57	01/31/2011
HON	438516106 HONEYWELL INTERNATIONAL INC	400.000000	56.010	7,405.00	7,405.00	22,404	14,999	4.40	484	2.16	01/31/2011
IBM	459200101	200.000000	162.000	12,352.00	12,352.00	32,400	20,048	6.37	520	1.60	01/31/2011

	INTERNATIONAL BUSINESS MACHINES CORP										
<u>JNJ</u>	478160104 JOHNSON & JOHNSON	<u>300.000000</u>	59.770	12,579.38	12,579.38	17,931	5,352	3.53	648	3.61	01/31/2011
<u>MCD</u>	580135101 MCDONALDS CORP	<u>200.000000</u>	73.670	10,650.00	10,650.00	14,734	4,084	2.90	488	3.31	01/31/2011
<u>NEE</u>	65339F101 NEXTERA ENERGY INC	<u>200.000000</u>	53.460	5,911.25	5,911.25	10,692	4,781	2.10	400	3.74	01/31/2011
<u>PTTRX</u>	693390700 PIMCO TOTAL RETURN FD INST CL	<u>1,910.219000</u>	10.850	20,000.00	20,000.00	20,726	726	4.07	674	3.25	01/31/2011
<u>PEP</u>	713448108 PEPSICO INC	<u>400.000000</u>	64.310	8,706.97	8,706.97	25,724	17,017	5.06	768	2.99	01/31/2011
<u>PG</u>	742718109 PROCTER & GAMBLE CO	<u>250.000000</u>	63.130	11,031.25	11,031.25	15,783	4,751	3.10	482	3.05	01/31/2011
<u>SRE</u>	816851109 SEMPRA ENERGY	<u>325.000000</u>	52.070	6,530.04	6,530.04	16,923	10,393	3.33	507	3.00	01/31/2011
<u>TGT</u>	87612E106 TARGET CORP	<u>200.000000</u>	54.830	10,482.00	10,482.00	10,966	484	2.16	200	1.82	01/31/2011
<u>UNH</u>	91324P102 UNITEDHEALTH GROUP INC	<u>560.000000</u>	41.050	12,247.20	12,247.20	22,988	10,741	4.52	280	1.22	01/31/2011
<u>VBTVX</u>	921937504 VANGUARD TOTAL BOND MARKET INDEX FD INSTL SHRS	<u>4,450.006000</u>	10.580	45,212.06	45,212.06	47,081	1,869	9.25	1,682	3.57	01/31/2011
<u>VGT</u>	92204A702 VANGUARD INFORMATION TECH ETF	<u>400.000000</u>	63.940	21,289.40	21,289.40	25,576	4,287	5.03	145	0.57	01/31/2011
<u>VZ</u>	92343V104 VERIZON COMMUNICATIONS	<u>20.000000</u>	35.620	948.61	948.61	712	236	0.14	39	5.47	01/31/2011
<u>WU</u>	959802109 WESTERN UNION CO	<u>130.000000</u>	20.280	2,514.27	2,514.27	2,636	122	0.52	36	1.38	01/31/2011
Total Portfolio				297,893.32	297,893.32	508,629	210,735	100.00	13,359	2.63	