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

2010

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

For calendar year 2010, or tax year beginning **FEB 1, 2010**, and ending **JAN 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		A Employer identification number		
AUGUSTYN FOUNDATION TRUST		95-3673855		
Number and street (or P O box number if mail is not delivered to street address) 5467 AYON AVENUE		Room/suite		
City or town, state, and ZIP code IRWINDALE, CA 91706				
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		C If exemption application is pending, check here ► <input type="checkbox"/> D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>		
I Fair market value of all assets at end of year <i>(from Part II, col. (c), line 16)</i> ► \$ 2,087,783. <i>(Part I, column (d) must be on cash basis)</i>		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <i>(Other (specify))</i>		
Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income
Revenue	1 Contributions, gifts, grants, etc., received			N/A
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B			
	3 Interest on savings and temporary cash investments	245.	245.	STATEMENT 1
	4 Dividends and interest from securities	71,827.	71,827.	STATEMENT 2
	5a Gross rents			
	b Net rental income or (loss)			
	6a Net gain or (loss) from sale of assets not on line 10	5,234.		
	b Gross sales price for all assets on line 6a	948,113.		
	7 Capital gain net income (from Part IV, line 2)		5,234.	
	8 Net short-term capital gain			
	9 Income modifications			
	10a Gross sales less returns and allowances			
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income				
12 Total. Add lines 1 through 11	77,306.	77,306.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.	0.
	14 Other employee salaries and wages			
	15 Pension plans, employee benefits			
	16a Legal fees	311.	0.	311.
	b Accounting fees	1,500.	0.	1,500.
	c Other professional fees			
	17 Interest			
	18 Taxes	3,231.	58.	0.
	19 Depreciation and depletion			
	20 Occupancy			
	21 Travel, conferences, and meetings			
	22 Printing and publications			
	23 Other expenses	9,645.	9,585.	60.
	24 Total operating and administrative expenses. Add lines 13 through 23	14,687.	9,643.	1,871.
25 Contributions, gifts, grants paid	213,863.		213,863.	
26 Total expenses and disbursements. Add lines 24 and 25	228,550.	9,643.	215,734.	
27 Subtract line 26 from line 12:	<151,244.►			
a Excess of revenue over expenses and disbursements				
b Net investment income (if negative, enter -0-)		67,663.		
c Adjusted net income (if negative, enter -0-)			N/A	

Assets	Part II Balance Sheets	Beginning of year			End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
	1 Cash - non-interest-bearing	5,008.	7,802.	7,802.			
	2 Savings and temporary cash investments	309,435.	109,700.	109,700.			
	3 Accounts receivable ►						
	Less: allowance for doubtful accounts ►						
	4 Pledges receivable ►						
	Less: allowance for doubtful accounts ►						
	5 Grants receivable						
	6 Receivables due from officers, directors, trustees, and other disqualified persons						
	7 Other notes and loans receivable ►						
	Less: allowance for doubtful accounts ►						
	8 Inventories for sale or use						
	9 Prepaid expenses and deferred charges						
	10a Investments - U.S. and state government obligations						
	b Investments - corporate stock	STMT 7	507,240.	448,781.	600,439.		
	c Investments - corporate bonds	STMT 8	1,250,010.	1,355,341.	1,369,842.		
	11 Investments - land, buildings, and equipment basis ►						
	Less accumulated depreciation						
	12 Investments - mortgage loans						
	13 Investments - other						
	14 Land, buildings, and equipment basis ►						
	Less accumulated depreciation						
	15 Other assets (describe ►)						
	16 Total assets (to be completed by all filers)		2,071,693.	1,921,624.	2,087,783.		
Liabilities	17 Accounts payable and accrued expenses						
	18 Grants payable						
	19 Deferred revenue						
	20 Loans from officers, directors, trustees, and other disqualified persons						
	21 Mortgages and other notes payable						
	22 Other liabilities (describe ►)						
	23 Total liabilities (add lines 17 through 22)		0.	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>						
	and complete lines 24 through 26 and lines 30 and 31.						
	24 Unrestricted						
	25 Temporarily restricted						
	26 Permanently restricted						
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>						
	and complete lines 27 through 31.						
	27 Capital stock, trust principal, or current funds		0.	0.	0.		
	28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	0.		
	29 Retained earnings, accumulated income, endowment, or other funds		2,071,693.	1,921,624.	2,071,693.	1,921,624.	
	30 Total net assets or fund balances		2,071,693.	1,921,624.	2,071,693.	1,921,624.	
	31 Total liabilities and net assets/fund balances		2,071,693.	1,921,624.	2,071,693.	1,921,624.	

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	2,071,693.
2 Enter amount from Part I, line 27a	2	<151,244.>
3 Other increases not included in line 2 (itemize) ► <u>PRIOR PERIOD ADJUSTMENT</u>	3	1,175.
4 Add lines 1, 2, and 3	4	1,921,624.
5 Decreases not included in line 2 (itemize) ►	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,921,624.

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 CITIZENS TRUST - SEE ATTACHED STATEMENT		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 948,113.		942,879.	5,234.			
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			5,234.			
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	5,234.		
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8			3	N/A		

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	115,992.	2,108,067.	.055023
2008	123,646.	1,942,944.	.063638
2007	86,685.	1,614,400.	.053695
2006	57,189.	1,054,797.	.054218
2005	57,992.	880,673.	.065850

2 Total of line 1, column (d)

2 .292424

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 .058485

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

4 2,144,817.

5 Multiply line 4 by line 3

5 125,440.

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

6 677.

7 Add lines 5 and 6

7 126,117.

8 Enter qualifying distributions from Part XII, line 4

8 215,734.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1.	1	677.
Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).	3	677.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
3 Add lines 1 and 2	5	677.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		
6 Credits/Payments:		
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	2,100.
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	2,100.
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	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,423.
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax ►	11	0.

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1a	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	1b	X
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?	2	X
If "Yes," attach a detailed description of the activities.		
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	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5	X
If "Yes," attach the statement required by General Instruction T.		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:	6	X
• By language in the governing instrument, or		
• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	7	X
7 Did the foundation have at least \$5,000 in assets at any time during the year?		
If "Yes," complete Part II, col. (c), and Part XV.		
8a Enter the states to which the foundation reports or with which it is registered (see 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	<input checked="" type="checkbox"/>
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12	<input checked="" type="checkbox"/>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	<input checked="" type="checkbox"/>
14	The books are in care of ► GRETCHEN AUGUSTYN Located at ► 5467 AYON AVENUE, IRWINDALE, CA	Telephone no. ► 626-969-8011 ZIP+4 ► 91706	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	► 15	N/A
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.	Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A ►	1b
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?		1c <input checked="" type="checkbox"/>
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If "Yes," list the years ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)	N/A	3b
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	<input checked="" type="checkbox"/>
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	<input checked="" type="checkbox"/>

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))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (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)?
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

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)?

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?

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?

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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?

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

 Yes No Yes No Yes No Yes No Yes No

N/A

5b

 Yes No Yes No

6b

X

 Yes No

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
GRETCHEN J. AUGUSTYN 5467 AYON AVENUE IRWINDALE, CA 91706	TRUSTEE 1.00	0.	0.	0.
JOSEPH P. AUGUSTYN 5467 AYON AVENUE IRWINDALE, CA 91706	TRUSTEE 1.00	0.	0.	0.

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

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

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

►

0

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

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

Total number of others receiving over \$50,000 for professional services ► 0

Part IX-A **Summary of Direct Charitable Activities**

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

1	N/A	Expenses
2		
3		
4		

Part IX-B **Summary of Program-Related Investments**

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

1	N/A	Amount
2		
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	1,966,638.
b Average of monthly cash balances	1b	210,841.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	2,177,479.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	2,177,479.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	32,662.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,144,817.
6 Minimum investment return. Enter 5% of line 5	6	107,241.

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	107,241.
2a Tax on investment income for 2010 from Part VI, line 5	2a	677.
b Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	677.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	106,564.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	106,564.
6 Deduction from distributable amount (see instructions)	6	0.
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	106,564.

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	215,734.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	215,734.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	677.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	215,057.

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				106,564.
2 Undistributed income, if any, as of the end of 2010			0.	
a Enter amount for 2009 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	14,392.			
b From 2006	5,392.			
c From 2007	7,450.			
d From 2008	27,491.			
e From 2009	12,654.			
f Total of lines 3a through e	67,379.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 215,734.			0.	
a Applied to 2009, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				106,564.
e Remaining amount distributed out of corpus	109,170.			0.
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			
6 Enter the net total of each column as indicated below:	176,549.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0.		
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	14,392.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	162,157.			
10 Analysis of line 9:				
a Excess from 2006	5,392.			
b Excess from 2007	7,450.			
c Excess from 2008	27,491.			
d Excess from 2009	12,654.			
e Excess from 2010	109,170.			

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
SEE ATTACHMENT 1				213,863.
Total			► 3a	213,863.
<i>b Approved for future payment</i>				
NONE				
Total			► 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments				14	245.
4 Dividends and interest from securities				14	71,827.
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory				18	5,234.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		77,306.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	77,306.
(See worksheet in line 13 instructions to verify calculations.)					

Relationship of Activities to the Accomplishment of Exempt Purposes



STATEMENT PERIOD: JAN 01, 2011 THROUGH JAN 31, 2011

PORTFOLIO STATEMENT

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
EQUITIES						
AFLAC INC	AFL	150 000	8,637.00 8,187 00	57 58 54 58	180 00	2.08
AMERISOURCEBERGEN CORP	ABC	303 000	10,865.58 9,714.85	35.86 32.06	121.20	1.12
AMERIPRISE FINANCIAL, INC	AMP	492.000	30,331.80 19,897.71	61.65 40.44	354.24	1.17
AMPHENOL CORP CLASS A	APH	400 000	22,136.00 12,654.36	55.34 31.64	24.00	0.11
APPLE INC	AAPL	100 000	33,932.00 17,242.72	339.32 172.43		
BANK OF AMERICA CORP	BAC	592 000	8,128.16 10,274.04	13.73 17.35	23.68	0.29
BECTON DICKINSON & CO	BDX	212 000	17,585.40 16,230.47	82.95 76.56	347.68	1.98
BOEING CO	BA	300 000	20,844.00 18,665.26	69.48 62.22	504.00	2.42
CITIGROUP INC (FORMERLY TRAVELERS GROUP INC CUSIP #894190107)	C	1,922 000	9,264.04 8,637.84	4.82 4.49	76.88	0.83
COACH INC	COH	500 000	27,045.00 16,524.25	54.09 33.05	300.00	1.11
COGNIZANT TECH SOLUTIONS A	CTSH	314 000	22,906.30 20,470.41	72.95 65.19		
CUMMINS ENGINE CO INC	CMI	119 000	12,599.72 8,784.54	105.88 73.82	124.95	0.99
DARDEN RESTAURANTS INC	DRI	1,000 000	47,110.00 33,711.40	47.11 33.71	1,280.00 320.00	2.72
DEERE & CO	DE	116 000	10,544.40 8,316.57	90.90 71.69	162.40 40.60	1.54
FASTENAL CO	FAST	156 000	9,057.36 8,547.53	58.06 54.79	156.00	1.72



STATEMENT PERIOD, JAN 01, 2011 THROUGH JAN 31, 2011

PORTFOLIO STATEMENT (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
EQUITIES						
FLOWSERVE CORP	FLS	300 000	37,497.00 24,966.09	124.99 83.22	348.00	0.93
GENERAL MILLS INC	GIS	208 000	7,234.24 7,418.69	34.78 35.67	232.96 58.24	3.22
GUESS?, INC	GES	173 000	7,400.94 8,335.36	42.78 48.18	138.40	1.87
HELMERICH & PAYNE INC	HP	148 000	8,692.04 5,781.25	58.73 39.06	35.52	0.41
HEWLETT PACKARD CO	HPQ	500 000	22,845.00 22,805.00	45.69 45.61	160.00	0.70
INTERNATIONAL BUSINESS MACHINES CORP CORP	IBM	100 000	16,200.00 7,576.00	162.00 75.76	260.00	1.60
MASTERCARD INC.	MA	100 000	23,651.00 20,772.35	236.51 207.72	60.00 15.00	0.25
MCDONALD'S CORP	MCD	100 000	7,367.00 2,938.00	73.67 29.38	244.00	3.31
MCKESSON HBOC INC (FORMERLY MCKESSON CORP NEW CUSIP #581557105)	MCK	143 000	10,749.31 9,826.93	75.17 68.72	102.96	0.96
NATIONAL FUEL GAS CO	NFG	159 000	10,866.06 4,841.55	68.34 30.45	219.42	2.02
NETAPP INC	NTAP	223.000	12,204.79 11,418.29	54.73 51.20		
NEW YORK COMMUNITY BANCORP INC	NYB	479 000	8,775.28 8,220.55	18.32 17.16	479.00	5.46
NORDSTROM INC	JWN	203 000	8,359.54 8,073.31	41.18 39.77	162.40	1.94
NORTHEAST UTILITIES	NU	296 000	9,744.32 7,963.14	32.92 26.90	303.40	3.11
PEABODY ENERGY CORP	BTU	400 000	25,368.00 15,139.00	63.42 37.85	136.00	0.54
PEPSICO INC	PEP	200.000	12,862.00 10,953.28	64.31 54.77	384.00	2.99
PRICELINE COM, INC	PCLN	45 000	19,283.40 10,207.04	428.52 226.82		
SMUCKER J M CO NEW	SJM	135 000	8,391.60 6,214.86	62.16 46.04	237.60	2.83
TEVA PHARMACEUTICAL SPONS ADR	TEVA	400 000	21,860.00 15,629.32	54.65 39.07	266.80	1.22

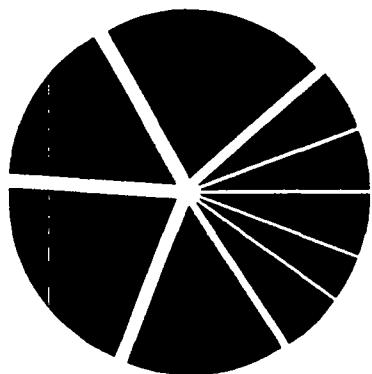


STATEMENT PERIOD: JAN 01, 2011 THROUGH JAN 31, 2011

PORTFOLIO STATEMENT (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
EQUITIES						
UNION PACIFIC CORP	UNP	100 000	9,463.00 5,963.87	94.63 59.64	152.00	1.61
VALE SA-SP ADR (FORMERLY COMPANHIA VALE DO RIO DOCE)	VALE	375 000	13,061.25 10,357.47	34.83 27.62	84.38 65.29	0.65
WHITING PETROLEUM CORP	WLL	60 000	7,576.80 5,520.93	126.28 92.02		
* TOTAL EQUITIES			600,439.33 448,781.23		7,661.87 499.13	1.28

BOND QUALITY SUMMARY



S & P QUALITY RATING	MARKET VALUE	PERCENT
AA	77,187.00	5.6%
AA-	80,079.00	5.8%
A	297,126.80	21.7%
A-	214,996.30	15.7%
BBB+	273,859.50	20.0%
BBB	208,023.75	15.2%
BBB-	80,897.25	5.9%
BB+	56,000.00	4.1%
NOT RATED	81,672.37	6.0%
Total	1,369,841.97	100.0%

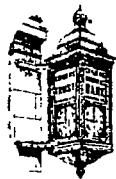
DESCRIPTION	RATING	PAR VALUE	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	YIELD CURRENT/ MATURITY
BONDS						
BELLSOUTH CORP 5 2% 09/15/2014	A-	30,000 000	32,985.30 32,688.90	109.95 108.96	1,560.00 585.00	4.73 2.55
BURLINGTON NORTHERN SANTA FE 5 9% 07/01/2012	BBB+	75,000 000	80,129.25 74,733.00	106.84 99.64	4,425.00 356.46	5.52 1.09
CHEVRON CORP SR UNSECURED SERIES MAKE WHOLE DTD 03/03/09 3.45% 03/03/2012	AA	75,000 000	77,187.00 78,778.50	102.92 105.04	2,587.50 1,056.56	3.35 0.81
DOW CHEMICAL SR UNSECURED DTD 05/06/08 5.7% 05/15/2018	BBB-	75,000 000	80,897.25 81,432.75	107.86 108.58	4,275.00 890.63	5.28 4.51
GNMA DTD 02/01/08 POOL# 4078 5% 02/20/2023		13,985.300	14,949.45 14,898.72	106.89 106.53	699.27 58.27	4.68 2.51



STATEMENT PERIOD: JAN 01, 2011 THROUGH JAN 31, 2011

PORTFOLIO STATEMENT (CONTINUED)

DESCRIPTION	RATING	PAR VALUE	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	YIELD CURRENT/ MATURITY
BONDS						
GATX FINANCIAL CORP 10/11/06 5.5% 02/15/2012	BBB	75,000.000	77,481.00 72,750.00	103.31 97.00	4,125.00 1,890.63	5.32 2.30
GNMA DTD 04/01/09 4% 09/16/2033		36,514.860	38,009.57 39,168.56	104.09 107.27	1,460.59 117.66	3.84 1.92
GNMA SERIES 2008-9 DTD 02/01/08 4.25% 07/20/2037		27,510.870	28,713.35 28,344.80	104.37 103.03	1,169.21 94.19	4.07 1.85
HJ HEINZ FINANCE CO DTD 03/15/03 MULTI-COUPON 6% 03/15/2012	BBB	75,000.000	78,905.25 76,431.00	105.21 101.91	4,500.00 1,687.50	5.70 1.00
KELLOGG CO DTD 05/21/09 4.45% 05/30/2016	BBB+	75,000.000	81,371.25 80,031.00	108.50 106.71	3,337.50 556.25	4.10 3.05
MERRILL LYNCH & CO SR UNSECURED DTD 07/19/04 5.45% 07/15/2014	A	50,000.000	53,521.50 52,018.61	107.04 104.04	2,725.00 113.54	5.09 3.30
NIAGARA MOHAWK POWER SR UNSECURED DTD 09/28/09 SERIES 144A MAKE WHOLE 3.553% 10/01/2014	A-	75,000.000	77,971.50 76,569.00	103.96 102.09	2,664.75 880.85	3.42 2.69
NORFOLK SOUTHERN CORP 5.257% 09/17/2014	BBB+	50,000.000	55,389.50 50,392.00	110.78 100.78	2,628.50 971.08	4.75 2.48
OCCIDENTAL PETROLEUM CORP DTD 05/15/09 4.125% 06/01/2016	A	100,000.000	108,073.00 112,135.78	108.07 112.14	4,125.00 676.04	3.82 2.81
PEABODY ENERGY CORP 7.375% 11/01/2016	BB+	50,000.000	56,000.00 57,062.50	112.00 114.13	3,687.50 911.63	6.58 4.94
POTASH CORP OF SASKATCHEWAN 5.25% 05/15/2014	A-	50,000.000	54,430.00 54,382.50	108.86 108.77	2,625.00 546.88	4.82 2.33
PRAXAIR INC MAKE-WHOLE DTD 11/16/09 1.75% 11/15/2012	A	80,000.000	81,104.80 80,692.00	101.38 100.87	1,400.00 291.67	1.73 1.14
SARA LEE CORP SR UNSECURED DTD 6/6/03 3.875% 06/15/2013	BBB	50,000.000	51,637.50 52,196.50	103.28 104.39	1,937.50 242.19	3.75 2.61
SCHWAB CHARLES CORP NEW 4.95% 06/01/2014	A	50,000.000	54,427.50 50,350.00	108.86 100.70	2,475.00 405.63	4.55 2.20
SOUTHERN CO SR UNSECURED DTD 9/17/10 2.375% 09/15/2015	A-	50,000.000	49,609.50 50,917.50	99.22 101.84	1,187.50 438.72	2.39 2.88
UNION ELECTRIC 6.4% 06/15/2017	BBB+	50,000.000	56,969.50 58,389.50	113.94 116.78	3,200.00 400.00	5.62 4.13
UNITED PARCEL SERVICE 4.5% 01/15/2013	AA-	75,000.000	80,079.00 80,977.97	106.77 107.97	3,375.00 140.63	4.21 1.19
* TOTAL BONDS			1,369,841.97 1,355,341.09		60,169.82 13,312.01	4.39



ACCOUNT NUMBER: 1035000595

STATEMENT PERIOD: FEBRUARY 01, 2010 THROUGH FEBRUARY 28, 2010

TRANSACTION DETAIL (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
SALES					
02/02/10	SOLD 200 SHS RESEARCH IN MOTION ON 01/28/10 AT 63 8923 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 10 00 EXPENSES PAID 0 16	12,768 30		16,865 62-	4,097 32-
02/04/10	SOLD 1,000 SHS MESABI TRUST ON 02/01/10 AT 14 0586 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 50 00 EXPENSES PAID 0 18	14,008 42		13,583 00-	425 42
02/08/10	SOLD 500 SHS THERMO FISHER SCIENTIFIC INC ON 02/03/10 AT 48 582 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 25 00 EXPENSES PAID 0 31	24,265 69		18,467 05-	5,798 64
02/11/10	SOLD 100 SHS BADGER METER INC ON 02/08/10 AT 35 4279 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 5 00 EXPENSES PAID 0 04	3,537 75		2,332 94-	1,204 81
02/24/10	SOLD 500 SHS GORMAN-RUPP CO ON 02/19/10 AT 23 9861 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 25 00 EXPENSES PAID 0 15	11,967 90		7,198 72-	4,769 18
02/26/10	SOLD 200 SHS BADGER METER INC ON 02/23/10 AT 35 6899 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 10 00 EXPENSES PAID 0 09	7,127 89		4,665 88-	2,462 01
TOTAL SALES		73,675.95	0.00	63,113.21-	10,562.74



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ACCOUNT NUMBER **1035000595**

STATEMENT PERIOD: MARCH 01, 2010 THROUGH MARCH 31, 2010

TRANSACTION DETAIL (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
SALES					
03/22/10	SOLD 100 SHS JOHNSON & JOHNSON INC ON 03/17/10 AT 64.66 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 5.00 EXPENSES PAID 0.09	6,460.91		6,389.00-	71.91
03/22/10	SOLD 300 SHS WAL-MART STORES INC ON 03/17/10 AT 55.9908 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 15.00 EXPENSES PAID 0.22	16,782.02		16,373.64-	408.38
03/22/10	SOLD 200 SHS MICROSOFT CORP ON 03/17/10 AT 29.595 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 10.00 EXPENSES PAID 0.08	5,908.92		5,471.98-	436.94
03/23/10	SOLD 252 SHS HELMERICH & PAYNE INC ON 03/18/10 AT 39.2138 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 2.52 EXPENSES PAID 0.13	9,879.23		9,843.75-	35.48
03/23/10	SOLD 65 SHS SMUCKER J M CO NEW ON 03/18/10 AT 60.06 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 0.65 EXPENSES PAID 0.05	3,903.20		2,992.34-	910.86
TOTAL SALES		42,934.28	0.00	41,070.71-	1,863.57



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STATEMENT PERIOD APR 01, 2010 THROUGH APR 30, 2010

TRANSACTION DETAIL (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
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SALES

04/30/10	SOLD 200 SHS ABBOTT LABORATORIES ON 04/27/10 AT 49.7165 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 10.63 EXPENSES PAID 0.17	9,932.50		10,618.00-	685.50-
TOTAL SALES		9,932.50	0.00	10,618.00-	685.50-



STATEMENT PERIOD MAY 01, 2010 THROUGH MAY 31, 2010

TRANSACTION DETAIL (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
SALES					
05/03/10	MATURED 75,000 UNITS LONG BEACH CALIF CMNTY COLLEGE DIST DTD 11/29/05 REF-2002 ELECTION-SER C NON-CALLABLE 3.75% 05/01/2010 EFFECTIVE 05/01/10	75,000 00		77,298 75-	2,298 75-
05/03/10	SOLD 82 SHS COLGATE-PALMOLIVE CO ON 04/28/10 AT 84 9443 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 4 10 EXPENSES PAID 0 12	6,961 21		6,533 42-	427 79
05/03/10	SOLD 41 SHS NATIONAL FUEL GAS CO ON 04/28/10 AT 52 6114 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 2 05 EXPENSES PAID 0 04	2,154 98		1,248 45-	906 53
05/26/10	SOLD 300 SHS BAXTER INT'L INC COMMON ON 05/21/10 AT 40 7288 THRU COWEN AND COMPANY, LLC COMMISSIONS PAID 15 00 EXPENSES PAID 0 21	12,203 43		17,751 33-	5,547 90-
TOTAL SALES		96,319 62	0.00	102,831.95-	6,512.33-



STATEMENT PERIOD JUN 01, 2010 THROUGH JUN 30, 2010

TRANSACTION DETAIL (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
SALES					
06/01/10	MATURED 70,000 UNITS CATERPILLAR FINANCIAL SERV CORP DTD 06/14/05 4.3% 06/01/2010	70,000.00		70,212.80-	212.80-
06/10/10	RECEIVED 2-FOR-1 STK SPLIT 104 SHS GENERAL MILLS INC				
TOTAL SALES		70,000.00	0.00	70,212.80-	212.80-



STATEMENT PERIOD JUL 01, 2010 THROUGH JUL 31, 2010

TRANSACTION DETAIL (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
SALES					
07/07/10	MATURED 50,000 UNITS FEDERAL FARM CREDIT BANK 3 35% 07/07/2010	50,000.00		50,170.00-	170.00-
07/08/10	SOLD 100 SHS EXXON MOBIL CORP (FORMERLY EXXON CORP CUSIP #302290101) ON 07/02/10 AT 56.4903 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 5.00 EXPENSES PAID 0.09	5,643.94		5,619.00-	24.94
07/16/10	SOLD 400 SHS AMPCO-PITTSBURGH CORP ON 06/28/10 AT 20.50 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 20.00 EXPENSES PAID 0.14	8,179.86		5,880.88-	2,298.98
07/27/10	MATURED 25,000 UNITS FEDERAL HOME LOAN BANK DTD 7/27/05 5% 07/27/2010-2006	25,000.00		24,968.75-	31.25
07/28/10	SOLD 1,200 SHS SEAGATE TECHNOLOGY ON 07/23/10 AT 12.7758 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 60.00 EXPENSES PAID 0.26	15,270.70		18,258.12-	2,987.42-
TOTAL SALES		104,094.50	0.00	104,896.75-	802.25-



STATEMENT PERIOD AUG 01, 2010 THROUGH AUG 31, 2010

TRANSACTION DETAIL (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
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SALES

08/09/10	SOLD 200 SHS OVERSEAS SHIPHOLDING GROUP ON 08/04/10 AT 36 7173 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 10 00 EXPENSES PAID 0 13	7,333 33		5,497 58-	1,835 75
08/16/10	MATURED 75,000 UNITS NATONAL RURAL UTIL COOP SERIES NOTZ 3 9% 08/15/2010 EFFECTIVE 08/15/10	75,000 00		75,000 00-	
TOTAL SALES		82,333 33	0 00	80,497.58-	1,835 75



STATEMENT PERIOD SEP 01, 2010 THROUGH SEP 30, 2010

TRANSACTION DETAIL (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
SALES					
09/14/10	SOLD 350 SHS CAMPBELL SOUP CO ON 09/09/10 AT 35.9834 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 17.50 EXPENSES PAID 0.22	12,576.47		11,972.03-	604.44
09/30/10	SOLD 200 SHS NORFOLK SOUTHERN CORP ON 09/27/10 AT 59.8558 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 10.00 EXPENSES PAID 0.20	11,960.96		10,363.50-	1,597.46
TOTAL SALES		24,537.43	0.00	22,335.53-	2,201.90



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STATEMENT PERIOD: OCT 01, 2010 THROUGH OCT 31, 2010

TRANSACTION DETAIL (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
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SALES

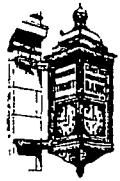
10/01/10	MATURED 100,000 UNITS NATIONAL RURAL UTILITIES DTD 09/30/03 4.375% 10/01/2010	100,000.00		101,000.00-	1,000.00-
10/18/10	PAYMENT ON 41,911.38 UNITS GNMA DTD 04/01/09 4% 09/16/2033 ORIGINAL FACE VALUE 50,000.00	1,272.43		1,364.90-	92.47-
10/20/10	PAYMENT ON 14,257.95 UNITS GNMA DTD 02/01/08 5% 02/20/2023 ORIGINAL FACE VALUE 25,000.00 GNMA PASS-THRU M SINGLE FAMIL	67.69		72.11-	4.42-



STATEMENT PERIOD OCT 01, 2010 THROUGH OCT 31, 2010

TRANSACTION DETAIL (CONTINUED)

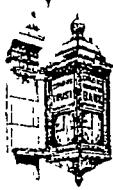
DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
10/20/10	PAYMENT ON 31,475 09 UNITS GNMA SERIES 2008-9 DTD 02/01/08 4 25% 07/20/2037 ORIGINAL FACE VALUE 50,000 00	1,043.92		1,075.56-	31.64-
10/22/10	SOLD 400 SHS LAM RESEARCH CORP ON 10/19/10 AT 40.84 THRU COWEN AND COMPANY, LLC COMMISSIONS PAID 20.00 EXPENSES PAID 0.27	16,315.73		13,710.68-	2,605.05
10/26/10	MATURED 50,000 UNITS FEDERAL FARM CREDIT BANK DTD 12/26/06 4.8% 10/26/2010	50,000.00		49,812.50-	187.50
TOTAL SALES		168,699.77	0.00	167,035.75-	1,664.02



STATEMENT PERIOD: NOV 01, 2010 THROUGH NOV 30, 2010

TRANSACTION DETAIL (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
SALES					
11/01/10	MATURED 50,000 UNITS OHIO POWER COMPANY SERIES J 5.3% 11/01/2010	50,000 00		50,864 50-	864 50-
11/15/10	SOLD 30 SHS PRICELINE.COM, INC ON 11/09/10 AT 421 56 THRU COWEN AND COMPANY, LLC COMMISSIONS PAID 1 50 EXPENSES PAID 0 22	12,645.08		6,804 70-	5,840 38
11/16/10	PAYMENT ON 40,638.95 UNITS GNMA DTD 04/01/09 4% 09/16/2033 ORIGINAL FACE VALUE 50,000.00	1,379 61		1,479 87-	100 26-
11/18/10	SOLD 75,000 UNITS BURLINGTON NORTHERN SANTA FE 6 75% 07/15/2011 ON 11/17/10 AT 103 762 THRU CAP INSTITUTIONAL SERVICES INC	77,821 50		76,320.00-	1,501 50
11/19/10	SOLD 164 SHS COLGATE-PALMOLIVE CO ON 11/16/10 AT 76 7606 THRU COWEN AND COMPANY, LLC COMMISSIONS PAID 8 20 EXPENSES PAID 0 21	12,580 32		13,066 85-	486 53-
11/22/10	PAYMENT ON 14,190 26 UNITS GNMA DTD 02/01/08 5% 02/20/2023 ORIGINAL FACE VALUE 25,000 00 GNMA PASS-THRU M SINGLE FAMIL	68.00		72 44-	4.44-
11/22/10	PAYMENT ON 30,431 17 UNITS GNMA SERIES 2008-9 DTD 02/01/08 4 25% 07/20/2037 ORIGINAL FACE VALUE 50,000 00	905 73		933 19-	27 46-
TOTAL SALES		155,400.24	0.00	149,541 55-	5,858.69



STATEMENT PERIOD. DEC 01, 2010 THROUGH DEC 31, 2010

TRANSACTION DETAIL (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
SALES					
12/10/10	SOLD 1,000 SHS MORGAN STANLEY (FORMERLY DEAN WITTER DISCOVER & CO #24240V101/MORGAN STANLEY D W & CO) ON 12/07/10 AT 25.7661 THRU COWEN AND COMPANY, LLC COMMISSIONS PAID 50.00 EXPENSES PAID 0 43	25,715.67		30,072.50-	4,356.83-
12/16/10	PAYMENT ON 39,259.34 UNITS GNMA DTD 04/01/09 4% 09/16/2033 ORIGINAL FACE VALUE 50,000.00	1,255.87		1,347.14-	91.27-
12/17/10	SOLD 75,000 UNITS VULCAN MATERIALS SR UNSECURED DTD 06/20/08 7% 06/15/2018 ON 12/16/10 AT 105.00 THRU CAP INSTITUTIONAL SERVICES INC	78,750.00		84,823.50-	6,073.50-
12/20/10	PAYMENT ON 14,122.26 UNITS GNMA DTD 02/01/08 POOL# 4078 5% 02/20/2023 ORIGINAL FACE VALUE 25,000.00 GNMA PASS-THRU M SINGLE FAMIL	68.32		72.78-	4.46-
12/20/10	PAYMENT ON 29,525.44 UNITS GNMA SERIES 2008-9 DTD 02/01/08 4.25% 07/20/2037 ORIGINAL FACE VALUE 50,000.00	1,010.29		1,040.91-	30.62-
12/30/10	SOLD 100 SHS FRANKLIN RESOURCES INC ON 12/23/10 AT 108.2799 THRU NATL FINANCIAL SERV CORP COMMISSIONS PAID 5.00 EXPENSES PAID 0 18	10,822.81		10,664.00-	158.81
TOTAL SALES		117,622.96	0.00	128,020.83-	10,397.87-



STATEMENT PERIOD: JAN 01, 2011 THROUGH JAN 31, 2011

TRANSACTION DETAIL (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
SALES					
01/18/11	PAYMENT ON 38,003.47 UNITS GNMA DTD 04/01/09 4% 09/16/2033 ORIGINAL FACE VALUE 50,000.00	1,488.61		1,596.79-	108.18-
01/20/11	PAYMENT ON 14,053.94 UNITS GNMA DTD 02/01/08 POOL# 4078 5% 02/20/2023 ORIGINAL FACE VALUE 25,000.00 GNMA PASS-THRU M SINGLE FAMIL	68.64		73.12-	4.48-
01/20/11	PAYMENT ON 28,515.15 UNITS GNMA SERIES 2008-9 DTD 02/01/08 4.25% 07/20/2037 ORIGINAL FACE VALUE 50,000.00	1,004.28		1,034.72-	30.44-
TOTAL SALES		2,561.53	0.00	2,704.63-	143.10-

Augustyn Foundation Trust
FEIN: 95-3673855

<u>Name</u>	<u>Relationship</u>	<u>Purpose</u>	<u>Amount</u>
American Cancer Society	None	Support of Public Charity	2,000
American Institute for Roman Culture	None	Support of Public Charity	2,500
American Red Cross	None	Support of Public Charity	1,000
Assn of Small Foundations	None	Support of Public Charity	495
Azusa High School	None	Support of Public Charity	200
Boys Town	None	Support of Public Charity	1,000
Braille Institute	None	Support of Public Charity	1,000
Building Homes for Heroes	None	Support of Public Charity	1,000
Casa Colina Foundation	None	Support of Public Charity	1,000
Center for Blind/ Visually Impaired Children	None	Support of Public Charity	2,000
Damien High School	None	Support of Public Charity	10,000
David & Margaret Home	None	Support of Public Charity	1,000
Defenders of Wildlife	None	Support of Public Charity	10,000
Devil Pups	None	Support of Public Charity	1,200
Diocese of San Bernardino	None	Support of Public Charity	500
Doctors Without Borders	None	Support of Public Charity	2,000
Dominican Sisters of San Jose	None	Support of Public Charity	500
Dominican Sisters Mary/Eucharist	None	Support of Public Charity	1,000
Eternal Word Television Network	None	Support of Public Charity	1,000
Ettie Lee Youth & Family Services	None	Support of Public Charity	1,000
Flintndge Sacred Heart Academy	None	Support of Public Charity	500
Greenpeace Fund	None	Support of Public Charity	2,000
Guide Dogs of the Desert	None	Support of Public Charity	1,000
International Life Services	None	Support of Public Charity	1,720
Kiski	None	Support of Public Charity	1,000
Leroy Haynes Center	None	Support of Public Charity	1,000
Marian Homes	None	Support of Public Charity	1,000
McKeever Environmental Center	None	Support of Public Charity	10,000
National Wildlife Federation	None	Support of Public Charity	3,000
Nature Conservancy	None	Support of Public Charity	2,000
Our Lady of the Assumption	None	Support of Public Charity	15,000
Pacific Lodge Boys' Home	None	Support of Public Charity	3,500
Priestly Fraternity of St Peter	None	Support of Public Charity	1,000
Raymond M Alf Museum	None	Support of Public Charity	27,000
Right to Life League	None	Support of Public Charity	3,500
Salvation Army	None	Support of Public Charity	1,000
San Gabriel Council, Boy Scouts	None	Support of Public Charity	500
San Secondo D'Asti	None	Support of Public Charity	1,500
Save the Children	None	Support of Public Charity	13,248
Save the Redwoods League	None	Support of Public Charity	2,000
Schlitz Audubon Nature Center	None	Support of Public Charity	2,000
Smile Train	None	Support of Public Charity	1,000
Spanish Trails Council, Girl Scouts	None	Support of Public Charity	500
Special Olympics	None	Support of Public Charity	1,000
Special Operations Fund	None	Support of Public Charity	1,000
St Anne's	None	Support of Public Charity	1,000
St Joseph's Indian School	None	Support of Public Charity	1,000
St. Lawrence Seminary	None	Support of Public Charity	1,000
St Lucy's Priory High School	None	Support of Public Charity	500
St Michael's Preparatory School	None	Support of Public Charity	25,000
St Monica School	None	Support of Public Charity	1,000
St Scholastica Priory	None	Support of Public Charity	1,000
Virginia Intermont	None	Support of Public Charity	1,000
Vital Ground	None	Support of Public Charity	10,000
Webb Schools	None	Support of Public Charity	5,000
World Wildlife Fund	None	Support of Public Charity	5,000
Yosemite Fund	None	Support of Public Charity	25,000

213,863

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
CITIZENS BUSINESS BANK	245.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	245.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CITIZENS BUSINESS BANK	71,827.	0.	71,827.
TOTAL TO FM 990-PF, PART I, LN 4	71,827.	0.	71,827.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	311.	0.		311.
TO FM 990-PF, PG 1, LN 16A	311.	0.		311.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	1,500.	0.		1,500.
TO FORM 990-PF, PG 1, LN 16B	1,500.	0.		1,500.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	58.	58.		0.
PRIOR YEAR TAX PAYMENT	1,073.	0.		0.
QUARTERLY PAYMENTS	2,100.	0.		0.
TO FORM 990-PF, PG 1, LN 18	3,231.	58.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	9,585.	9,585.		0.
STATE FILING FEE - 2010	50.	0.		50.
FRANCHISE TAX BOARD	10.	0.		10.
TO FORM 990-PF, PG 1, LN 23	9,645.	9,585.		60.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CITIZENS BANK - SEE ATTACHED	448,781.	600,439.
TOTAL TO FORM 990-PF, PART II, LINE 10B	448,781.	600,439.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CITIZENS BANK - SEE ATTACHED	1,355,341.	1,369,842.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,355,341.	1,369,842.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 9

NAME OF MANAGER

GRETCHEN J. AUGUSTYN
JOSEPH P. AUGUSTYN