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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

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 04/01, 2010, and ending 03/31, 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

JAMES DANIEL HUMPHREY FOUNDATION WELLS FARGO
BK N.A. DBA LOWRY HILL, TTEE 11129700

A Employer identification number

41-6263553

Number and street (or P.O. box number if mail is not delivered to street address)

Room/suite

B Telephone number (see page 10 of the instructions)

90 S. 7TH STREET, SUITE 5300

(612) 667-3052

City or town, state, and ZIP code

MINNEAPOLIS, MN 55402

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 30,316,229.
J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis.)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 ☒ if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	709,420.	709,420.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	792,705.			
b Gross sales price for all assets on line 6a 14,595,361.				
7 Capital gain net income (from Part IV, line 2)		792,705.		
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) (attach schedule)				
11 Other income (attach schedule)	1,018.	152.		STMT 2
12 Total. Add lines 1 through 11	1,503,143.	1,502,277.		
13 Compensation of officers, directors, trustees, etc.	204,920.	102,460.		102,460.
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)	35,261.	14,890.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule) STMT 4	844.	764.		80.
24 Total operating and administrative expenses				
Add lines 13 through 23	241,025.	118,114.	NONE	102,540.
25 Contributions, gifts, grants paid	1,375,800.			1,375,800.
26 Total expenses and disbursements. Add lines 24 and 25	1,616,825.	118,114.	NONE	1,478,340.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-113,682.			
b Net investment income (if negative, enter -0-)		1,384,163.		
c Adjusted net income (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see page 30 of the instructions

JSA

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Revenue

Operating and Administrative Expenses

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	2,090,657.	2,646,140.	2,646,140.
	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 ▶	NONE		
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U.S. and state government obligations (attach schedule)	6,489,717.	6,561,376.	6,719,212.
	b Investments - corporate stock (attach schedule)	14,860,722.	14,089,801.	20,950,877.
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis			
Less accumulated depreciation (attach schedule) ▶				
12 Investments - mortgage loans				
13 Investments - other (attach schedule)				
14 Land, buildings, and equipment basis				
Less accumulated depreciation (attach schedule) ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	23,441,096.	23,297,317.	30,316,229.	
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 ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☒			
	27 Capital stock, trust principal, or current funds	23,441,096.	23,297,317.	
	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)	23,441,096.	23,297,317.	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	23,441,096.	23,297,317.	

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	23,441,096.
2 Enter amount from Part I, line 27a	2	-113,682.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	23,327,414.
5 Decreases not included in line 2 (itemize) ▶	5	30,097.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	23,297,317.

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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)			2	792,705.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)			3		
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.					

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	1,540,679.	26,962,949.	0.05714059690
2008	1,591,636.	28,834,012.	0.05519994928
2007			
2006			
2005			

2 Total of line 1, column (d)	2	0.11234054618
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.05617027309
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	27,909,143.
5 Multiply line 4 by line 3	5	1,567,664.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	13,842.
7 Add lines 5 and 6	7	1,581,506.
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.	8	1,478,340.

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 ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)		1	27,683.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ 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	27,683.
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	27,683.
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	20,960.	
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	20,960.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ 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	6,723.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2011 estimated tax ☐ Refunded ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
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? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ _____ STMT 11		
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	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)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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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 ▶ <u>N/A</u>				
14	The books are in care of ▶ <u>WELLS FARGO BK N.A. DBA LOWRY HILL</u> Telephone no ▶ <u>(612) 667-3052</u>			
	Located at ▶ <u>90 S. 7TH STREET, MINNEAPOLIS, MN</u> ZIP + 4 ▶ <u>55402</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	15		☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ <u>15</u>				
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.

	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?	☐ Yes	☒ No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes	☒ No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes	☐ No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes	☒ No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	1b	X
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?	☐ Yes	☒ No
If "Yes," list the years ▶		
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
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

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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** ☐ If "Yes" to 6b, file Form 8870 ☒

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** ☐

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see 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 13		204,920.	-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
SEE STATEMENT 14		NONE	NONE	NONE

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

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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
SEE STATEMENT 15		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	

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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	26,996,447.
b	Average of monthly cash balances	1b	1,337,708.
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	28,334,155.
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	28,334,155.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	425,012.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	27,909,143.
6	Minimum investment return. Enter 5% of line 5	6	1,395,457.

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	1,395,457.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	27,683.
b	Income tax for 2010. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	27,683.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,367,774.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	1,367,774.
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	1,367,774.

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	1,478,340.
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	1,478,340.
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	1,478,340.

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				1,367,774.
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	NONE			
b From 2006	NONE			
c From 2007	NONE			
d From 2008	166,240.			
e From 2009	234,450.			
f Total of lines 3a through e	400,690.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 1,478,340.				
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				1,367,774.
e Remaining amount distributed out of corpus	110,566.			
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	511,256.			
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)	NONE			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	511,256.			
10 Analysis of line 9				
a Excess from 2006	NONE			
b Excess from 2007	NONE			
c Excess from 2008	166,240.			
d Excess from 2009	234,450.			
e Excess from 2010	110,566.			

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(1)(3) or

4942(1)(5)

- 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 invest-
ment 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 (i)(3)(B)(iii).

- (3) Largest amount of support from an exempt organization

- (4) Gross investment income .

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

NONE

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

NONE

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 23				
Total ▶ 3a				1,375,800.
b <i>Approved for future payment</i>				
Total ▶ 3b				

Form 990-PF (2010)

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 (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	709,420.	
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			0	152.	
8	Gain or (loss) from sales of assets other than inventory			18	792,705.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory . . .					
11	Other revenue. a					
b	NONDIVIDEND DISTRI			1	866.	
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)				1,503,143.	
13	Total. Add line 12, columns (b), (d), and (e)				13	1,503,143.

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

[illegible]

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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

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

**Sign
Here**

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


Signature of officer or trustee **SARA VAN**

07/27/2011

DIRECTOR OF TAX

Title

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

PTIN

JEFFREY E. KUHLIN

Jeffrey E. Kuhlman

07/27/2011

Check ☐ if self-employed

P00353001

Firm's name ► KPMG LLP

Firm's EIN ► 13-5565207

Firm's address ► 2020 N CENTRAL AVE, STE 700
PHOENIX, AZ

Phone no 602-776-4738

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 LONG-TERM CAPITAL GAIN DIVIDENDS					9,196.	
35,001.00		1485. ABB LTD - ADR PROPERTY TYPE: SECURITIES 20,640.00				P	11/04/2008	01/31/2011
							14,361.00	
53,614.00		930. AFLAC INC PROPERTY TYPE: SECURITIES 43,025.00				P	01/31/2007	01/31/2011
							10,589.00	
65,397.00		2540. AMB PPTY CORP PROPERTY TYPE: SECURITIES 71,426.00				P	04/19/2010	09/17/2010
							-6,029.00	
16,918.00		702. ATC TECHNOLOGY CORPORATION PROPERTY TYPE: SECURITIES 8,457.00				P	03/14/2003	07/23/2010
							8,461.00	
17,741.00		736. ATC TECHNOLOGY CORPORATION PROPERTY TYPE: SECURITIES 8,829.00				P	03/14/2003	07/23/2010
							8,912.00	
3,544.00		147. ATC TECHNOLOGY CORPORATION PROPERTY TYPE: SECURITIES 1,748.00				P	03/11/2003	07/29/2010
							1,796.00	
7,274.00		303. ATC TECHNOLOGY CORPORATION PROPERTY TYPE: SECURITIES 3,604.00				P	03/11/2003	07/30/2010
							3,670.00	
10,776.00		450. ATC TECHNOLOGY CORPORATION PROPERTY TYPE: SECURITIES 5,108.00				P	03/11/2003	08/02/2010
							5,668.00	
70,461.00		1475. ABBOTT LABS PROPERTY TYPE: SECURITIES 77,429.00				P	09/29/2010	03/01/2011
							-6,968.00	
1,571.00		45. ALEXANDER & BALDWIN INC PROPERTY TYPE: SECURITIES 2,012.00				P	01/09/2007	09/28/2010
							-441.00	

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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)	
10,267.00		254. ALEXANDER & BALDWIN INC PROPERTY TYPE: SECURITIES 11,320.00				P	01/09/2007 -1,053.00	01/11/2011
7,814.00		191. ALEXANDER & BALDWIN INC PROPERTY TYPE: SECURITIES 8,496.00				P	01/08/2007 -682.00	01/12/2011
178,937.00		6200. ALLSTATE CORP PROPERTY TYPE: SECURITIES 162,562.00				P	07/28/2009 16,375.00	09/07/2010
34,751.00		800. AMERICAN EXPRESS CO PROPERTY TYPE: SECURITIES 34,334.00				P	09/20/2010 417.00	09/29/2010
27,518.00		630. AMERICAN EXPRESS CO PROPERTY TYPE: SECURITIES 26,819.00				P	09/20/2010 699.00	01/31/2011
16,796.00		160. APACHE CORP PROPERTY TYPE: SECURITIES 6,909.00				P	08/06/2004 9,887.00	04/19/2010
24,022.00		245. APACHE CORP PROPERTY TYPE: SECURITIES 10,579.00				P	08/06/2004 13,443.00	09/29/2010
17,248.00		150. APACHE CORP PROPERTY TYPE: SECURITIES 6,477.00				P	08/06/2004 10,771.00	01/31/2011
18,440.00		75. APPLE INC PROPERTY TYPE: SECURITIES 16,802.00				P	03/16/2010 1,638.00	04/19/2010
46,009.00		160. APPLE INC PROPERTY TYPE: SECURITIES 42,615.00				P	09/27/2010 3,394.00	09/29/2010
33,485.00		100. APPLE INC PROPERTY TYPE: SECURITIES 23,273.00				P	05/07/2010 10,212.00	01/31/2011

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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)	
9,418.00		263. ARBITRON INC PROPERTY TYPE: SECURITIES 7,396.00				P	09/30/2010	12/09/2010
							2,022.00	
19,408.00		542. ARBITRON INC PROPERTY TYPE: SECURITIES 16,381.00				P	03/04/2003	12/09/2010
							3,027.00	
79,094.00		1630. BP PLC - ADR PROPERTY TYPE: SECURITIES 81,082.00				P	07/28/2009	05/03/2010
							-1,988.00	
71,580.00		2200. BP PLC - ADR PROPERTY TYPE: SECURITIES 109,435.00				P	07/28/2009	06/10/2010
							-37,855.00	
47,881.00		1100. BARRICK GOLD CORP COM PROPERTY TYPE: SECURITIES 42,944.00				P	04/19/2010	05/06/2010
							4,937.00	
120,287.00		2610. BARRICK GOLD CORP COM PROPERTY TYPE: SECURITIES 100,144.00				P	04/19/2010	09/17/2010
							20,143.00	
61,528.00		1525. BAXTER INTL INC PROPERTY TYPE: SECURITIES 89,033.00				P	03/29/2010	06/09/2010
							-27,505.00	
53,734.00		610. BHP BILLITON LIMITED - ADR PROPERTY TYPE: SECURITIES 26,904.00				P	10/17/2007	01/31/2011
							26,830.00	
71,750.00		1755. BIG LOTS INC PROPERTY TYPE: SECURITIES 55,414.00				P	01/18/2011	02/16/2011
							16,336.00	
20,754.00		355. C H ROBINSON WORLDWIDE INC PROPERTY TYPE: SECURITIES 18,896.00				P	07/02/2008	04/19/2010
							1,858.00	
38,417.00		555. C H ROBINSON WORLDWIDE INC PROPERTY TYPE: SECURITIES 29,541.00				P	07/02/2008	09/29/2010
							8,876.00	

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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)	
64,482.00		890. C H ROBINSON WORLDWIDE INC PROPERTY TYPE: SECURITIES 47,372.00				P	07/02/2008 17,110.00	10/26/2010
143,846.00		1795. C H ROBINSON WORLDWIDE INC PROPERTY TYPE: SECURITIES 95,543.00				P	07/02/2008 48,303.00	01/04/2011
35,307.00		160. CNOOC - CHINA NATIONAL OFFSHOR - AD PROPERTY TYPE: SECURITIES 26,773.00				P	03/30/2010 8,534.00	01/31/2011
79,536.00		1435. CSX CORP PROPERTY TYPE: SECURITIES 70,201.00				P	07/07/2010 9,335.00	09/29/2010
4.00		.4 CEMEX S.A.B DE C.C. ADR PROPERTY TYPE: SECURITIES 4.00				P	05/07/2010	06/10/2010
167,668.00		19310. CEMEX S.A.B DE C.C. ADR PROPERTY TYPE: SECURITIES 181,287.00				P	09/29/2010 -13,619.00	10/28/2010
70,300.00		685. CHEVRON CORP PROPERTY TYPE: SECURITIES 55,656.00				P	09/29/2010 14,644.00	03/09/2011
28,138.00		1045. CISCO SYSTEMS INC PROPERTY TYPE: SECURITIES 29,344.00				P	12/11/2007 -1,206.00	04/19/2010
35,659.00		1635. CISCO SYSTEMS INC PROPERTY TYPE: SECURITIES 45,911.00				P	12/11/2007 -10,252.00	09/29/2010
20,833.00		1005. CISCO SYSTEMS INC PROPERTY TYPE: SECURITIES 27,250.00				P	02/26/2008 -6,417.00	01/31/2011
64,731.00		3475. CISCO SYSTEMS INC PROPERTY TYPE: SECURITIES 83,534.00				P	02/26/2008 -18,803.00	02/17/2011

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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)	
27,526.00		1582. CISCO SYSTEMS INC PROPERTY TYPE: SECURITIES 36,444.00				P	06/30/2009 -8,918.00	03/21/2011
31,910.00		1848. CISCO SYSTEMS INC PROPERTY TYPE: SECURITIES 34,558.00				P	06/30/2009 -2,648.00	03/22/2011
203,170.00		3985. COCA COLA CO PROPERTY TYPE: SECURITIES 161,193.00				P	10/01/2004 41,977.00	07/07/2010
114,702.00		1580. COMPASS MINERALS INTL INC PROPERTY TYPE: SECURITIES 123,445.00				P	04/19/2010 -8,743.00	09/17/2010
13,067.00		180. COMPASS MINERALS INTL INC PROPERTY TYPE: SECURITIES 9,978.00				P	09/03/2009 3,089.00	09/17/2010
17,539.00		1005. DEALERTRACK HLDGS INC PROPERTY TYPE: SECURITIES 17,003.00				P	03/07/2008 536.00	09/27/2010
1,366.00		79. DEALERTRACK HLDGS INC PROPERTY TYPE: SECURITIES 1,337.00				P	03/07/2008 29.00	09/28/2010
7,394.00		427. DEALERTRACK HLDGS INC PROPERTY TYPE: SECURITIES 7,224.00				P	03/07/2008 170.00	09/29/2010
21,455.00		1258. DEALERTRACK HLDGS INC PROPERTY TYPE: SECURITIES 20,156.00				P	08/13/2008 1,299.00	10/01/2010
85,077.00		8020. DEAN FOODS COMPANY PROPERTY TYPE: SECURITIES 134,601.00				P	12/18/2009 -49,524.00	09/07/2010
54,004.00		700. DIAGEO PLC - ADR PROPERTY TYPE: SECURITIES 51,631.00				P	09/10/2008 2,373.00	01/31/2011

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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)	
15,363.00		225. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES 18,495.00				P	12/17/2008	04/19/2010
							-3,132.00	
39.00		.694 EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES 59.00				P	07/11/2008	07/02/2010
							-20.00	
44,703.00		725. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES 62,030.00				P	07/11/2008	09/29/2010
							-17,327.00	
44,075.00		620. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES 51,459.00				P	12/17/2008	12/06/2010
							-7,384.00	
29,051.00		365. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES 30,003.00				P	12/17/2008	01/31/2011
							-952.00	
13,304.00		205. FMC TECHNOLOGIES INC PROPERTY TYPE: SECURITIES 8,694.00				P	07/16/2007	04/19/2010
							4,610.00	
29,922.00		435. FMC TECHNOLOGIES INC PROPERTY TYPE: SECURITIES 25,800.00				P	05/07/2010	09/29/2010
							4,122.00	
20,356.00		230. FMC TECHNOLOGIES INC PROPERTY TYPE: SECURITIES 13,641.00				P	05/07/2010	12/13/2010
							6,715.00	
26,108.00		295. FMC TECHNOLOGIES INC PROPERTY TYPE: SECURITIES 12,511.00				P	07/16/2007	12/13/2010
							13,597.00	
18,620.00		200. FMC TECHNOLOGIES INC PROPERTY TYPE: SECURITIES 8,482.00				P	07/16/2007	01/31/2011
							10,138.00	
500,000.00		500000. FED HOME LN BK PROPERTY TYPE: SECURITIES 499,875.00		2.000% 12/1		P	10/22/2009	11/19/2010
							125.00	

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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)	
152,094.00		2422. FISERV INC PROPERTY TYPE: SECURITIES 129,811.00				P	09/29/2010	01/26/2011
							22,283.00	
148,181.00		1815. FREEPORT-MCMORAN COPPER & GOLD INC PROPERTY TYPE: SECURITIES 134,965.00				P	06/04/2010	09/17/2010
							13,216.00	
62,028.00		3135. GAMESTOP CORP NEW PROPERTY TYPE: SECURITIES 75,314.00				P	07/17/2009	09/28/2010
							-13,286.00	
22,765.00		140. GOLDMAN SACHS GROUP INC PROPERTY TYPE: SECURITIES 24,414.00				P	01/08/2010	04/19/2010
							-1,649.00	
30,919.00		215. GOLDMAN SACHS GROUP INC PROPERTY TYPE: SECURITIES 37,493.00				P	01/08/2010	09/29/2010
							-6,574.00	
21,951.00		135. GOLDMAN SACHS GROUP INC PROPERTY TYPE: SECURITIES 23,542.00				P	01/08/2010	01/31/2011
							-1,591.00	
21,898.00		40. GOOGLE INC PROPERTY TYPE: SECURITIES 15,452.00				P	04/23/2009	04/19/2010
							6,446.00	
34,173.00		65. GOOGLE INC PROPERTY TYPE: SECURITIES 24,491.00				P	04/23/2009	09/29/2010
							9,682.00	
45,886.00		85. GOOGLE INC PROPERTY TYPE: SECURITIES 27,573.00				P	03/16/2009	10/14/2010
							18,313.00	
17,956.00		30. GOOGLE INC PROPERTY TYPE: SECURITIES 9,731.00				P	03/16/2009	01/31/2011
							8,225.00	
25,300.00		465. HSBC - ADR PROPERTY TYPE: SECURITIES 38,610.00				P	09/29/2005	01/31/2011
							-13,310.00	

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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)	
684.00		60. HARTE-HANKS COMMUNICATIONS INC PROPERTY TYPE: SECURITIES 1,255.00				P	06/07/2002 -571.00	09/28/2010
20,609.00		385. HEWLETT PACKARD CO PROPERTY TYPE: SECURITIES 20,152.00				P	03/16/2010 457.00	04/19/2010
30,815.00		725. HEWLETT PACKARD CO PROPERTY TYPE: SECURITIES 37,756.00				P	03/16/2010 -6,941.00	09/29/2010
25,843.00		570. HEWLETT PACKARD CO PROPERTY TYPE: SECURITIES 29,637.00				P	03/09/2010 -3,794.00	01/31/2011
62,134.00		1500. HEWLETT PACKARD CO PROPERTY TYPE: SECURITIES 77,993.00				P	03/09/2010 -15,859.00	03/22/2011
18,965.00		390. ILLINOIS TOOL WORKS INC PROPERTY TYPE: SECURITIES 21,304.00				P	08/06/2007 -2,339.00	04/19/2010
28,485.00		610. ILLINOIS TOOL WORKS INC PROPERTY TYPE: SECURITIES 32,915.00				P	08/06/2007 -4,430.00	09/29/2010
20,227.00		375. ILLINOIS TOOL WORKS INC PROPERTY TYPE: SECURITIES 17,435.00				P	08/07/2006 2,792.00	01/31/2011
214,889.00		1700. INTERNATIONAL BUSINESS MACHS CORP PROPERTY TYPE: SECURITIES 209,434.00				P	01/27/2010 5,455.00	09/07/2010
25,508.00		350. ISHARES MSCI BRAZIL PROPERTY TYPE: SECURITIES 23,945.00				P	09/19/2007 1,563.00	01/31/2011
134,864.00		1833. ISHARES MSCI BRAZIL PROPERTY TYPE: SECURITIES 125,405.00				P	09/19/2007 9,459.00	02/24/2011

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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)	
48,570.00		4460. ISHARES MSCI JAPAN PROPERTY TYPE: SECURITIES 55,364.00				P	09/29/2005 -6,794.00	01/31/2011
135,283.00		11885. ISHARES MSCI JAPAN PROPERTY TYPE: SECURITIES 126,170.00				P	09/29/2005 9,113.00	02/25/2011
307,158.00		6560. ISHARES DOW JONES SELECT DIVIDEND PROPERTY TYPE: SECURITIES 300,436.00				P	09/17/2010 6,722.00	09/29/2010
127,646.00		2595. ISHARES DOW JONES SELECT DIVIDEND PROPERTY TYPE: SECURITIES 118,353.00				P	09/07/2010 9,293.00	12/08/2010
173,586.00		3449. ISHARES DOW JONES SELECT DIVIDEND PROPERTY TYPE: SECURITIES 157,303.00				P	09/07/2010 16,283.00	01/26/2011
29,236.00		565. ISHARES DOW JONES SELECT DIVIDEND F PROPERTY TYPE: SECURITIES 25,769.00				P	09/07/2010 3,467.00	03/09/2011
51,065.00		995. ISHARES DOW JONES SELECT DIVIDEND F PROPERTY TYPE: SECURITIES 45,380.00				P	09/07/2010 5,685.00	03/22/2011
28,057.00		335. ISHARES BARCLAYS 1-3 YEAR TREAS BON PROPERTY TYPE: SECURITIES 28,071.00				P	07/16/2009 -14.00	05/14/2010
15,917.00		190. ISHARES BARCLAYS 1-3 YEAR TREAS BON PROPERTY TYPE: SECURITIES 15,898.00				P	08/21/2009 19.00	06/01/2010
6,705.00		80. ISHARES BARCLAYS 1-3 YEAR TREAS BOND PROPERTY TYPE: SECURITIES 6,677.00				P	02/03/2010 28.00	06/16/2010
42,490.00		505. ISHARES BARCLAYS 1-3 YEAR TREAS BON PROPERTY TYPE: SECURITIES 42,145.00				P	02/03/2010 345.00	07/29/2010

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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)	
40,483.00		480. ISHARES BARCLAYS 1-3 YEAR TREAS BON PROPERTY TYPE: SECURITIES 40,458.00				P	09/17/2010 25.00	09/23/2010
51,495.00		610. ISHARES BARCLAYS 1-3 YEAR TREAS BON PROPERTY TYPE: SECURITIES 51,439.00				P	10/04/2010 56.00	10/07/2010
16,040.00		190. ISHARES BARCLAYS 1-3 YEAR TREAS BON PROPERTY TYPE: SECURITIES 15,846.00				P	08/06/2009 194.00	10/07/2010
39,702.00		730. ISHARES MSCI EAFE PROPERTY TYPE: SECURITIES 55,919.00				P	07/17/2008 -16,217.00	04/30/2010
16,297.00		275. ISHARES MSCI EAFE PROPERTY TYPE: SECURITIES 18,316.00				P	07/17/2008 -2,019.00	01/31/2011
48,756.00		795. ISHARES MSCI EX-JAPAN IN FD PROPERTY TYPE: SECURITIES 48,913.00				P	10/01/2010 -157.00	01/31/2011
90,082.00		1480. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES 92,169.00				P	09/29/2010 -2,087.00	03/01/2011
19,321.00		360. KELLOGG CO PROPERTY TYPE: SECURITIES 18,663.00				P	07/25/2007 658.00	04/19/2010
162,108.00		3280. KELLOGG CO PROPERTY TYPE: SECURITIES 157,851.00				P	06/30/2009 4,257.00	08/05/2010
55,620.00		1695. LEUCADIA NATL CORP COM PROPERTY TYPE: SECURITIES 40,014.00				P	09/29/2010 15,606.00	02/25/2011
20,017.00		610. LEUCADIA NATL CORP COM PROPERTY TYPE: SECURITIES 8,311.00				P	11/20/2008 11,706.00	02/25/2011

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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)	
18,943.00		720. LOWES COS INC PROPERTY TYPE: SECURITIES 18,753.00				P	09/04/2008 190.00	04/19/2010
25,120.00		1130. LOWES COS INC PROPERTY TYPE: SECURITIES 29,431.00				P	09/04/2008 -4,311.00	09/29/2010
17,243.00		690. LOWES COS INC PROPERTY TYPE: SECURITIES 17,971.00				P	09/04/2008 -728.00	01/31/2011
26,190.00		375. MCDONALDS CORP PROPERTY TYPE: SECURITIES 21,954.00				P	01/29/2009 4,236.00	04/19/2010
58,181.00		780. MCDONALDS CORP PROPERTY TYPE: SECURITIES 45,664.00				P	01/29/2009 12,517.00	09/15/2010
33,525.00		450. MCDONALDS CORP PROPERTY TYPE: SECURITIES 26,345.00				P	01/29/2009 7,180.00	09/29/2010
26,416.00		360. MCDONALDS CORP PROPERTY TYPE: SECURITIES 27,700.00				P	12/16/2010 -1,284.00	01/31/2011
31,815.00		505. MEDCO HEALTH SOLUTIONS INC PROPERTY TYPE: SECURITIES 24,576.00				P	09/19/2008 7,239.00	04/19/2010
40,709.00		785. MEDCO HEALTH SOLUTIONS INC PROPERTY TYPE: SECURITIES 38,202.00				P	09/19/2008 2,507.00	09/29/2010
29,754.00		485. MEDCO HEALTH SOLUTIONS INC PROPERTY TYPE: SECURITIES 23,602.00				P	09/19/2008 6,152.00	01/31/2011
2,652.00		50. MEDNAX INC PROPERTY TYPE: SECURITIES 2,384.00				P	07/23/2010 268.00	09/28/2010

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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)	
23,185.00		335. MEDNAX INC PROPERTY TYPE: SECURITIES 15,973.00				P	07/23/2010 7,212.00	01/11/2011
10,752.00		458. MENS WEARHOUSE INC COM PROPERTY TYPE: SECURITIES 10,490.00				P	03/14/2008 262.00	09/14/2010
22,464.00		968. MENS WEARHOUSE INC COM PROPERTY TYPE: SECURITIES 20,389.00				P	03/14/2008 2,075.00	09/15/2010
21,434.00		928. MENS WEARHOUSE INC COM PROPERTY TYPE: SECURITIES 19,523.00				P	03/14/2008 1,911.00	09/16/2010
12,980.00		105. METTLER-TOLEDO INTL INC PROPERTY TYPE: SECURITIES 7,608.00				P	10/24/2008 5,372.00	09/28/2010
23,869.00		140. METTLER-TOLEDO INTL INC PROPERTY TYPE: SECURITIES 10,142.00				P	10/24/2008 13,727.00	03/01/2011
16,066.00		280. MIDDLEBY CORP PROPERTY TYPE: SECURITIES 16,314.00				P	05/12/2008 -248.00	04/06/2010
364.00		5. MIDDLEBY CORP PROPERTY TYPE: SECURITIES 311.00				P	09/28/2010 53.00	10/21/2010
22,952.00		315. MIDDLEBY CORP PROPERTY TYPE: SECURITIES 17,347.00				P	05/12/2008 5,605.00	10/21/2010
27,336.00		334. MIDDLEBY CORP PROPERTY TYPE: SECURITIES 12,607.00				P	02/27/2009 14,729.00	12/01/2010
27,345.00		334. MIDDLEBY CORP PROPERTY TYPE: SECURITIES 7,140.00				P	03/02/2009 20,205.00	12/02/2010

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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)	
16,473.00		203. MIDDLEBY CORP PROPERTY TYPE: SECURITIES 4,240.00				P	03/02/2009	12/03/2010
							12,233.00	
148,084.00		2610. MONSANTO CO NEW PROPERTY TYPE: SECURITIES 170,313.00				P	05/27/2010	09/17/2010
							-22,229.00	
72,477.00		1315. MOSAIC CO PROPERTY TYPE: SECURITIES 56,326.00				P	03/13/2009	04/15/2010
							16,151.00	
54,756.00		1545. NII HLDGS INC PROPERTY TYPE: SECURITIES 19,745.00				P	11/20/2008	06/09/2010
							35,011.00	
55,957.00		1585. NII HLDGS INC PROPERTY TYPE: SECURITIES 20,256.00				P	11/20/2008	07/16/2010
							35,701.00	
85,119.00		1565. NESTLE S.A. REGISTERED SHARES - AD PROPERTY TYPE: SECURITIES 50,625.00				P	10/17/2007	01/31/2011
							34,494.00	
931.00		75. NEUTRAL TANDEM INC PROPERTY TYPE: SECURITIES 1,627.00				P	12/15/2009	09/28/2010
							-696.00	
23,324.00		310. NIKE INC CL B PROPERTY TYPE: SECURITIES 13,183.00				P	04/04/2006	04/19/2010
							10,141.00	
38,707.00		485. NIKE INC CL B PROPERTY TYPE: SECURITIES 20,625.00				P	04/04/2006	09/29/2010
							18,082.00	
46,693.00		530. NIKE INC CL B PROPERTY TYPE: SECURITIES 22,539.00				P	04/04/2006	12/16/2010
							24,154.00	
18,717.00		230. NIKE INC CL B PROPERTY TYPE: SECURITIES 9,157.00				P	05/25/2006	01/31/2011
							9,560.00	

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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)	
93,841.00		2230. NINTENDO CO., LTD. - ADR PROPERTY TYPE: SECURITIES 76,887.00				P	09/16/2009 16,954.00	04/01/2010
9,601.00		289. NINTENDO CO., LTD. - ADR PROPERTY TYPE: SECURITIES 9,840.00				P	09/15/2009 -239.00	09/29/2010
81,613.00		2601. NINTENDO CO., LTD. - ADR PROPERTY TYPE: SECURITIES 86,486.00				P	09/16/2009 -4,873.00	09/30/2010
57,837.00		1840. NINTENDO CO., LTD. - ADR PROPERTY TYPE: SECURITIES 59,222.00				P	06/15/2009 -1,385.00	10/01/2010
49,958.00		6070. NOKIA CORPORATION - ADR PROPERTY TYPE: SECURITIES 93,520.00				P	03/29/2010 -43,562.00	06/25/2010
76,979.00		9353. NOKIA CORPORATION - ADR PROPERTY TYPE: SECURITIES 165,055.00				P	10/17/2007 -88,076.00	06/25/2010
23,244.00		565. NORDSTROM INC PROPERTY TYPE: SECURITIES 23,602.00				P	12/13/2010 -358.00	01/31/2011
35,102.00		585. NORTHROP GRUMMAN CORP PROPERTY TYPE: SECURITIES 32,377.00				P	07/07/2010 2,725.00	09/29/2010
100,693.00		2630. NUCOR CORP PROPERTY TYPE: SECURITIES 100,348.00				P	09/29/2008 345.00	09/29/2010
19,006.00		424. NUVASIVE INC PROPERTY TYPE: SECURITIES 12,083.00				P	02/03/2010 6,923.00	04/06/2010
20,054.00		453. NUVASIVE INC PROPERTY TYPE: SECURITIES 12,891.00				P	02/03/2010 7,163.00	04/07/2010

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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)	
5,393.00		125. NUVASIVE INC PROPERTY TYPE: SECURITIES 3,540.00				P	02/02/2010 1,853.00	04/08/2010
20,560.00		473. NUVASIVE INC PROPERTY TYPE: SECURITIES 13,364.00				P	02/01/2010 7,196.00	04/09/2010
134,662.00		1760. OCCIDENTAL PETE CORP PROPERTY TYPE: SECURITIES 144,586.00				P	04/19/2010 -9,924.00	09/17/2010
35,337.00		505. OCEANEERING INTL INC PROPERTY TYPE: SECURITIES 23,170.00				P	09/28/2010 12,167.00	11/10/2010
6,997.00		100. OCEANEERING INTL INC PROPERTY TYPE: SECURITIES 2,222.00				P	11/24/2008 4,775.00	11/10/2010
28,764.00		460. PNC FINANCIAL SERVICES GROUP PROPERTY TYPE: SECURITIES 17,364.00				P	07/07/2009 11,400.00	05/19/2010
6,354.00		110. PNC FINANCIAL SERVICES GROUP PROPERTY TYPE: SECURITIES 4,152.00				P	07/07/2009 2,202.00	06/09/2010
28,013.00		485. PNC FINANCIAL SERVICES GROUP PROPERTY TYPE: SECURITIES 15,118.00				P	04/02/2009 12,895.00	06/09/2010
19,755.00		300. PEPSICO INC PROPERTY TYPE: SECURITIES 17,994.00				P	05/16/2006 1,761.00	04/19/2010
31,377.00		470. PEPSICO INC PROPERTY TYPE: SECURITIES 28,191.00				P	05/16/2006 3,186.00	09/29/2010
18,650.00		290. PEPSICO INC PROPERTY TYPE: SECURITIES 17,394.00				P	05/16/2006 1,256.00	01/31/2011

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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)	
64,865.00		1535. PLUM CREEK TIMBER CO INC PROPERTY TYPE: SECURITIES 61,784.00				P	04/19/2010 3,081.00	03/22/2011
19,438.00		460. PLUM CREEK TIMBER CO INC PROPERTY TYPE: SECURITIES 16,722.00				P	02/22/2010 2,716.00	03/22/2011
14,076.00		115. PRECISION CASTPARTS CORP PROPERTY TYPE: SECURITIES 14,275.00				P	03/26/2010 -199.00	04/19/2010
28,368.00		220. PRECISION CASTPARTS CORP PROPERTY TYPE: SECURITIES 27,495.00				P	08/05/2010 873.00	09/29/2010
24,802.00		175. PRECISION CASTPARTS CORP PROPERTY TYPE: SECURITIES 24,944.00				P	12/06/2010 -142.00	01/31/2011
21,285.00		500. QUALCOMM INC PROPERTY TYPE: SECURITIES 20,370.00				P	08/06/2007 915.00	04/19/2010
34,624.00		780. QUALCOMM INC PROPERTY TYPE: SECURITIES 30,481.00				P	08/06/2007 4,143.00	09/29/2010
33,258.00		730. QUALCOMM INC PROPERTY TYPE: SECURITIES 25,441.00				P	07/25/2006 7,817.00	09/30/2010
20,499.00		385. QUALCOMM INC PROPERTY TYPE: SECURITIES 13,417.00				P	07/25/2006 7,082.00	01/31/2011
28,761.00		480. QUEST DIAGNOSTICS INC PROPERTY TYPE: SECURITIES 28,405.00				P	01/12/2010 356.00	04/19/2010
21,921.00		459. QUEST DIAGNOSTICS INC PROPERTY TYPE: SECURITIES 27,162.00				P	01/12/2010 -5,241.00	08/17/2010

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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)	
52,565.00		1101. QUEST DIAGNOSTICS INC PROPERTY TYPE: SECURITIES 64,116.00				P	01/12/2010 -11,551.00	08/17/2010
52,570.00		1103. QUEST DIAGNOSTICS INC PROPERTY TYPE: SECURITIES 64,120.00				P	11/20/2009 -11,550.00	08/18/2010
79,383.00		1713. QUEST DIAGNOSTICS INC PROPERTY TYPE: SECURITIES 99,334.00				P	11/19/2009 -19,951.00	08/19/2010
34,074.00		1130. REPUBLIC SERVICES INC CL A COMM PROPERTY TYPE: SECURITIES 38,495.00				P	06/09/2008 -4,421.00	04/19/2010
53,843.00		1770. REPUBLIC SERVICES INC CL A COMM PROPERTY TYPE: SECURITIES 60,175.00				P	06/10/2008 -6,332.00	09/29/2010
33,272.00		1085. REPUBLIC SERVICES INC CL A COMM PROPERTY TYPE: SECURITIES 36,823.00				P	06/10/2008 -3,551.00	01/31/2011
28,277.00		390. ROCK-TENN CO CL A PROPERTY TYPE: SECURITIES 20,687.00				P	07/30/2010 7,590.00	02/16/2011
10,079.00		410. ROFIN SINAR TECHNOLOGIES INC COM PROPERTY TYPE: SECURITIES 12,106.00				P	12/20/2006 -2,027.00	09/24/2010
23,321.00		953. ROFIN SINAR TECHNOLOGIES INC COM PROPERTY TYPE: SECURITIES 27,881.00				P	12/19/2006 -4,560.00	09/27/2010
8,711.00		349. ROFIN SINAR TECHNOLOGIES INC COM PROPERTY TYPE: SECURITIES 10,132.00				P	12/14/2006 -1,421.00	09/28/2010
26,294.00		220. SPDR S & P 500 ETF TRUST PROPERTY TYPE: SECURITIES 26,679.00				P	04/15/2010 -385.00	04/19/2010

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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)	
53,595.00		445. SPDR S & P 500 ETF TRUST PROPERTY TYPE: SECURITIES 53,818.00				P	04/15/2010 -223.00	04/29/2010
71,890.00		645. SPDR S & P 500 ETF TRUST PROPERTY TYPE: SECURITIES 76,645.00				P	04/05/2010 -4,755.00	05/07/2010
37,937.00		325. SPDR S & P 500 ETF TRUST PROPERTY TYPE: SECURITIES 38,620.00				P	04/05/2010 -683.00	05/12/2010
49,424.00		435. SPDR S & P 500 ETF TRUST PROPERTY TYPE: SECURITIES 51,691.00				P	04/05/2010 -2,267.00	09/20/2010
25,764.00		225. SPDR S & P 500 ETF TRUST PROPERTY TYPE: SECURITIES 26,186.00				P	09/15/2010 -422.00	09/27/2010
44,093.00		385. SPDR S & P 500 ETF TRUST PROPERTY TYPE: SECURITIES 43,393.00				P	09/15/2010 700.00	09/29/2010
129,615.00		1130. SPDR S & P 500 ETF TRUST PROPERTY TYPE: SECURITIES 126,974.00				P	09/15/2010 2,641.00	09/30/2010
43,236.00		362. SPDR S & P 500 ETF TRUST PROPERTY TYPE: SECURITIES 42,919.00				P	10/26/2010 317.00	11/26/2010
33,246.00		260. SPDR S & P 500 ETF TRUST PROPERTY TYPE: SECURITIES 32,689.00				P	12/30/2010 557.00	01/31/2011
63,585.00		475. SPDR S & P 500 ETF TRUST PROPERTY TYPE: SECURITIES 62,627.00				P	02/07/2011 958.00	02/17/2011
64,640.00		1410. SPDR BARCLAYS CAP 1-3 MONTH T-BILL PROPERTY TYPE: SECURITIES 64,656.00				P	03/01/2010 -16.00	04/01/2010

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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)	
60,964.00		1330. SPDR BARCLAYS CAP 1-3 MONTH T-BILL PROPERTY TYPE: SECURITIES 60,987.00				P	04/21/2010 -23.00	04/22/2010
15,816.00		345. SPDR BARCLAYS CAP 1-3 MONTH T-BILL PROPERTY TYPE: SECURITIES 15,820.00				P	04/21/2010 -4.00	05/07/2010
49,965.00		1090. SPDR BARCLAYS CAP 1-3 MONTH T-BILL PROPERTY TYPE: SECURITIES 50,001.00				P	08/13/2010 -36.00	08/20/2010
145,541.00		3175. SPDR BARCLAYS CAP 1-3 MONTH T-BILL PROPERTY TYPE: SECURITIES 145,637.00				P	09/07/2010 -96.00	09/29/2010
103,688.00		2262. SPDR BARCLAYS CAP 1-3 MONTH T-BILL PROPERTY TYPE: SECURITIES 103,758.00				P	10/28/2010 -70.00	11/19/2010
107,264.00		2340. SPDR BARCLAYS CAP 1-3 MONTH T-BILL PROPERTY TYPE: SECURITIES 107,336.00				P	10/28/2010 -72.00	12/08/2010
152,415.00		3325. SPDR BARCLAYS CAP 1-3 MONTH T-BILL PROPERTY TYPE: SECURITIES 152,505.00				P	08/13/2010 -90.00	02/10/2011
114,337.00		3980. SANOFI-ADR PROPERTY TYPE: SECURITIES 139,153.00				P	05/19/2010 -24,816.00	08/13/2010
35,245.00		610. SAP AG - ADR PROPERTY TYPE: SECURITIES 24,247.00				P	02/10/2005 10,998.00	01/31/2011
6,300.00		490. SCHOOL SPECIALTY INC COM PROPERTY TYPE: SECURITIES 15,848.00				P	06/28/2006 -9,548.00	09/24/2010
3,161.00		246. SCHOOL SPECIALTY INC COM PROPERTY TYPE: SECURITIES 5,745.00				P	01/29/2002 -2,584.00	09/27/2010

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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)	
11,681.00		916. SCHOOL SPECIALTY INC COM PROPERTY TYPE: SECURITIES 18,067.00				P	03/03/2003 -6,386.00	09/28/2010
4,006.00		317. SCHOOL SPECIALTY INC COM PROPERTY TYPE: SECURITIES 5,914.00				P	03/04/2003 -1,908.00	09/29/2010
21,944.00		1155. SCHWAB CHARLES CORP NEW PROPERTY TYPE: SECURITIES 21,587.00				P	08/06/2007 357.00	04/19/2010
25,197.00		1805. SCHWAB CHARLES CORP NEW PROPERTY TYPE: SECURITIES 18,609.00				P	08/06/2007 6,588.00	09/29/2010
19,768.00		1105. SCHWAB CHARLES CORP NEW PROPERTY TYPE: SECURITIES 7,542.00				P	09/03/1998 12,226.00	01/31/2011
20,217.00		1858. SCIENTIFIC GAMES CORP-A PROPERTY TYPE: SECURITIES 34,854.00				P	01/18/2008 -14,637.00	05/14/2010
2,226.00		202. SCIENTIFIC GAMES CORP-A PROPERTY TYPE: SECURITIES 3,733.00				P	01/18/2008 -1,507.00	05/14/2010
8,283.00		777. SCIENTIFIC GAMES CORP-A PROPERTY TYPE: SECURITIES 11,039.00				P	11/02/2009 -2,756.00	05/17/2010
13,111.00		1230. SCIENTIFIC GAMES CORP-A PROPERTY TYPE: SECURITIES 22,405.00				P	01/18/2008 -9,294.00	05/17/2010
7,919.00		743. SCIENTIFIC GAMES CORP-A PROPERTY TYPE: SECURITIES 10,437.00				P	11/02/2009 -2,518.00	05/17/2010
40,270.00		530. SHERWIN WILLIAMS CO PROPERTY TYPE: SECURITIES 26,000.00				P	06/11/2008 14,270.00	05/07/2010

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)	
119,932.00		3905. SOUTHWESTERN ENERGY CO COM PROPERTY TYPE: SECURITIES 164,118.00				P	04/19/2010	09/17/2010
							-44,186.00	
17,465.00		255. STERICYCLE INC COM PROPERTY TYPE: SECURITIES 12,093.00				P	05/01/2009	09/28/2010
							5,372.00	
94,010.00		6740. SYMANTEC CORP PROPERTY TYPE: SECURITIES 106,042.00				P	06/09/2010	09/07/2010
							-12,032.00	
46,048.00		3530. TAIWAN SEMICONDUCTOR MANUFACTU - A PROPERTY TYPE: SECURITIES 28,711.00				P	02/09/2005	01/31/2011
							17,337.00	
177,058.00		3296. TARGET CORP PROPERTY TYPE: SECURITIES 8,858.00				P	10/11/1984	04/05/2010
							168,200.00	
15,034.00		279. TARGET CORP PROPERTY TYPE: SECURITIES 750.00				P	10/11/1984	04/06/2010
							14,284.00	
140,551.00		3710. TECK RESOURCES LIMITED PROPERTY TYPE: SECURITIES 138,652.00				P	04/19/2010	09/17/2010
							1,899.00	
10,711.00		478. TEJON RANCH CO PROPERTY TYPE: SECURITIES 14,941.00				P	02/22/2010	09/09/2010
							-4,230.00	
7,568.00		345. TEJON RANCH CO PROPERTY TYPE: SECURITIES 10,784.00				P	02/22/2010	09/10/2010
							-3,216.00	
4,733.00		215. TEJON RANCH CO PROPERTY TYPE: SECURITIES 6,700.00				P	03/25/2010	09/13/2010
							-1,967.00	
7,178.00		327. TEJON RANCH CO PROPERTY TYPE: SECURITIES 9,960.00				P	03/25/2010	09/14/2010
							-2,782.00	

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)	
4,730.00		217. TEJON RANCH CO PROPERTY TYPE: SECURITIES 6,551.00				P	04/19/2010 -1,821.00	09/15/2010
6,518.00		301. TEJON RANCH CO PROPERTY TYPE: SECURITIES 9,075.00				P	04/19/2010 -2,557.00	09/16/2010
7,357.00		335. TEJON RANCH CO PROPERTY TYPE: SECURITIES 10,100.00				P	04/19/2010 -2,743.00	09/17/2010
8,833.00		405. TEJON RANCH CO PROPERTY TYPE: SECURITIES 10,223.00				P	06/25/2010 -1,390.00	09/20/2010
4,114.00		186. TEJON RANCH CO PROPERTY TYPE: SECURITIES 4,278.00				P	06/25/2010 -164.00	09/21/2010
45,788.00		1825. TELEFONICA SA - ADR PROPERTY TYPE: SECURITIES 43,067.00				P	08/05/2008 2,721.00	01/31/2011
17,264.00		325. THERMO FISHER SCIENTIFIC INC PROPERTY TYPE: SECURITIES 18,783.00				P	07/11/2008 -1,519.00	04/19/2010
31,845.00		665. THERMO FISHER SCIENTIFIC INC PROPERTY TYPE: SECURITIES 38,433.00				P	07/11/2008 -6,588.00	09/29/2010
29,204.00		515. THERMO FISHER SCIENTIFIC INC PROPERTY TYPE: SECURITIES 29,764.00				P	07/11/2008 -560.00	01/31/2011
133,338.00		12645. THOMPSON CREEK METALS CO INC PROPERTY TYPE: SECURITIES 163,634.00				P	06/04/2010 -30,296.00	09/17/2010
259,201.00		4523. TOTAL S.A. - ADR PROPERTY TYPE: SECURITIES 233,501.00				P	10/17/2007 25,700.00	04/01/2010

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)	
576.00		20. UGI CORP NEW COM PROPERTY TYPE: SECURITIES 497.00				P	10/12/2009	09/28/2010
							79.00	
43,807.00		1600. UNILEVER N.V. - ADR PROPERTY TYPE: SECURITIES 38,523.00				P	07/07/2009	06/09/2010
							5,284.00	
79,401.00		2900. UNILEVER N.V. - ADR PROPERTY TYPE: SECURITIES 69,424.00				P	05/15/2009	06/09/2010
							9,977.00	
210,886.00		3035. UNION PACIFIC CORP PROPERTY TYPE: SECURITIES 188,892.00				P	09/22/2009	07/07/2010
							21,994.00	
314,218.00		250000. U S TREAS INFL IND PROPERTY TYPE: SECURITIES 315,393.00		3.500%	1/1	P	04/02/2002	01/15/2011
							-1,175.00	
475,000.00		475000. U S TREASURY NOTES PROPERTY TYPE: SECURITIES 489,881.00		4.125%	8/1	P	08/05/2008	08/15/2010
							-14,881.00	
480,000.00		480000. US TREASURY NOTES PROPERTY TYPE: SECURITIES 498,938.00		4.375%	12/1	P	08/05/2008	12/15/2010
							-18,938.00	
28,374.00		385. UNITED TECHNOLOGIES CORP PROPERTY TYPE: SECURITIES 12,486.00				P	06/26/2002	04/19/2010
							15,888.00	
42,914.00		600. UNITED TECHNOLOGIES CORP PROPERTY TYPE: SECURITIES 19,299.00				P	10/30/2002	09/29/2010
							23,615.00	
29,568.00		365. UNITED TECHNOLOGIES CORP PROPERTY TYPE: SECURITIES 11,308.00				P	10/30/2002	01/31/2011
							18,260.00	
124,542.00		4125. UNITEDHEALTH GROUP INC PROPERTY TYPE: SECURITIES 106,539.00				P	10/23/2009	04/21/2010
							18,003.00	

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)	
85,829.00		1855. VANGUARD MSCI EMERGING MARKETS ETF PROPERTY TYPE: SECURITIES 38,541.00				P	11/19/2008 47,288.00	01/31/2011
		.0026 WEYERHAEUSER CO PROPERTY TYPE: SECURITIES				P	01/12/2009	09/03/2010
41,926.00		2627.0026 WEYERHAEUSER CO PROPERTY TYPE: SECURITIES 40,824.00				P	09/01/2010 1,102.00	09/17/2010
29,047.00		1819.9974 WEYERHAEUSER CO PROPERTY TYPE: SECURITIES 54,260.00				P	04/02/2009 -25,213.00	09/17/2010
158,300.00		8335. WILLIAMS COS INC PROPERTY TYPE: SECURITIES 157,611.00				P	07/08/2010 689.00	09/07/2010
13,988.00		290. WRIGHT EXPRESS CORP PROPERTY TYPE: SECURITIES 10,271.00				P	09/28/2010 3,717.00	01/11/2011
15,817.00		330. XTO ENERGY INC PROPERTY TYPE: SECURITIES 20,041.00				P	07/11/2008 -4,224.00	04/19/2010
168,208.00		7935. XCEL ENERGY INC PROPERTY TYPE: SECURITIES 155,754.00				P	09/22/2009 12,454.00	07/07/2010
12,281.00		380. ZEBRA TECHNOLOGIES CORP CL A PROPERTY TYPE: SECURITIES 18,864.00				P	03/15/2005 -6,583.00	09/28/2010
23,277.00		545. ACCENTURE PLC PROPERTY TYPE: SECURITIES 13,567.00				P	04/18/2005 9,710.00	04/19/2010
36,158.00		855. ACCENTURE PLC PROPERTY TYPE: SECURITIES 19,293.00				P	04/18/2005 16,865.00	09/29/2010

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)	
27,037.00		525. ACCENTURE PLC PROPERTY TYPE: SECURITIES 11,847.00				P	04/18/2005 15,190.00	01/31/2011
51,613.00		950. RECKITT BENCKISER PLC GBP PROPERTY TYPE: SECURITIES 25,004.00				P	10/27/2004 26,609.00	01/31/2011
37,414.00		5800. TESCO PLC 5P PROPERTY TYPE: SECURITIES 34,298.00				P	02/09/2005 3,116.00	01/31/2011
18,419.00		460. NOBLE CORPORATION PROPERTY TYPE: SECURITIES 19,348.00				P	02/18/2010 -929.00	04/19/2010
11,900.00		340. NOBLE CORPORATION PROPERTY TYPE: SECURITIES 14,300.00				P	02/18/2010 -2,400.00	09/29/2010
13,125.00		375. NOBLE CORPORATION PROPERTY TYPE: SECURITIES 6,097.00				P	10/30/2002 7,028.00	09/29/2010
16,442.00		440. NOBLE CORPORATION PROPERTY TYPE: SECURITIES 7,154.00				P	10/30/2002 9,288.00	01/31/2011
115,301.00		3030. NOBLE CORPORATION PROPERTY TYPE: SECURITIES 49,266.00				P	10/30/2002 66,035.00	02/07/2011
32,894.00		420.273 TRANSOCEAN LTD. PROPERTY TYPE: SECURITIES 35,043.00				P	03/29/2010 -2,149.00	01/31/2011
14,458.00		184.727 TRANSOCEAN LTD. PROPERTY TYPE: SECURITIES 24,720.00				P	10/17/2007 -10,262.00	01/31/2011
225,141.00		5810. TYCO INTERNATIONAL LTD NEW PROPERTY TYPE: SECURITIES 216,025.00				P	05/04/2010 9,116.00	09/07/2010

**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)	
55,080.00		1825. KOMATSU JPY 50.0 PROPERTY TYPE: SECURITIES 32,345.00				P	09/26/2008	02/01/2011
							22,735.00	
15,024.00		100. CORE LABORATORIES N V COM PROPERTY TYPE: SECURITIES 10,758.00				P	09/18/2008	06/16/2010
							4,266.00	
9,610.00		110. CORE LABORATORIES N V COM PROPERTY TYPE: SECURITIES 5,917.00				P	09/18/2008	09/28/2010
							3,693.00	
30,469.00		4190. VITERRA INC NPV PROPERTY TYPE: SECURITIES 39,720.00				P	03/26/2010	05/27/2010
							-9,251.00	
28,322.00		4020. VITERRA INC NPV PROPERTY TYPE: SECURITIES 35,732.00				P	04/19/2010	06/04/2010
							-7,410.00	
TOTAL GAIN(LOSS)							----- 792,705. =====	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
US GOVERNMENT INT REPORTED AS NONQUALIFI	811.	811.
FOREIGN DIVIDENDS	139,681.	139,681.
DOMESTIC DIVIDENDS	303,589.	303,589.
U.S. GOVERNMENT INTEREST (FEDERAL TAXABLE	202,966.	202,966.
U.S. GOVERNMENT INTEREST - FEDERAL & STA	4,869.	4,869.
OID INCOME ON USGI	26,508.	26,508.
NONQUALIFIED FOREIGN DIVIDENDS	13,932.	13,932.
NONQUALIFIED DOMESTIC DIVIDENDS	17,064.	17,064.
TOTAL	709,420.	709,420.

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
NONDIVIDEND DISTRIBUTIONS	866.	
OTHER INCOME	152.	152.
	-----	-----
TOTALS	1,018.	152.
	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAX PAID	14,890.	14,890.
FED TAX PRIOR YR	4,651.	
FED TAX CURR YR	15,720.	
	-----	-----
TOTALS	35,261.	14,890.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
MINN ST FILING FEE	25.		25.
MISC COURT FEE	55.		55.
MISC INVEST FEES	764.	764.	
TOTALS	844.	764.	80.
	=====	=====	=====

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV -----
SPDR BARCLAYS CAP 1-3MO TBILL	8,804.	8,803.
ISHARES BARCLAYS 1-3 YR TREAS	287,341.	287,179.
FED HOME LN BK 11/20/13	250,000.	250,588.
FED HOME LN BK 5/20/14	250,000.	250,663.
US TREAS INFL INDX 4/15/11	546,337.	556,664.
US TREAS NOTES 5/31/11	495,997.	473,671.
US TREAS INFL INDX 1/15/12	306,726.	325,077.
US TREAS NOTES 2/29/12	490,757.	483,275.
US TREAS NOTES 8/31/12	493,555.	499,140.
US TREAS NOTES 12/31/12	499,436.	515,382.
US TREAS INFL INDX 7/15/14	283,802.	320,734.
US TREAS INFL INDX 7/15/15	550,286.	622,700.
US TREAS INFL INDX 1/15/19	249,040.	286,158.
SPDR BARCLAYS CAP CONV ETF	125,007.	126,450.
FED FARM CREDIT BK 9/22/14	500,000.	506,930.
FED FARM CREDIT BK 12/22/14	250,000.	248,133.
FED HOME LN BK 11/12/15	250,000.	250,810.
FED HOME LN MTG CORP 12/28/15	250,000.	247,948.
FED NATL MTG ASSN 9/20/16	474,288.	458,907.
	-----	-----
TOTALS	6,561,376.	6,719,212.
	=====	=====

JAMES DANIEL HUMPHREY FOUNDATION WELLS FARGO

41-6263553

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
ACCENTURE PLC	81,573.	198,717.
AMERICAN EXPRESS CO	178,405.	196,168.
APACHE CORP	45,122.	136,811.
APPLE INC	149,458.	233,500.
EXXON MOBIL CORPORATION	176,682.	211,166.
FMC TECHNOLOGIES INC	56,956.	128,965.
GOLDMAN SACHS GROUP INC	150,502.	144,326.
GOOGLE INC	66,498.	120,286.
HEWLETT PACKARD CO	115,743.	99,762.
ILLINOIS TOOL WORKS INC	119,721.	138,329.
INTECONTINENTAL EXCHANGE INC	129,072.	123,540.
LOWES COS INC	124,236.	126,071.
MCDONALDS CORP	143,698.	187,181.
MEDCO HEALTH SOLUTIONS INC	156,432.	186,451.
NIKE INC CL B	105,152.	156,699.
NORDSTROM INC	147,534.	174,359.
PEPSICO INC	119,182.	128,498.
PRECISION CASTPARTS CORP	151,457.	176,616.
QUALCOMM INC	92,875.	146,122.
REPUBLIC SERVICES INC	219,028.	224,249.
SCHWAB CHARLES CORP	52,012.	137,389.
SCRIPPS NETWORKS INTERACTIVE	125,417.	124,223.
THERMO FISHER SCIENTIFIC INC	178,125.	197,203.
UNITED TECHNOLOGIES CORP	78,225.	213,741.
ABB LTD - ADR	104,378.	187,884.
AFLAC INC	179,323.	256,775.
BHP BILLITON LIMITED - ADR	37,561.	304,898.
CNOOC - CHINA NATL OFFSHORE	141,435.	215,084.
DIAGEO PLC - ADR	245,985.	279,346.

JAMES DANIEL HUMPHREY FOUNDATION WELLS FARGO

41-6263553

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
HSBC - ADR	123,366.	126,599.
KOMATSU JPY	169,151.	325,311.
NESTLE S A REG SHS	184,251.	471,164.
RECKITT BENCKISER PLC	91,571.	255,452.
SAP AG - ADR	96,927.	195,432.
TAIWAN SEMICONDUCTOR MFG	126,234.	225,062.
TELEFONICA SA - ADR	126,957.	240,574.
TESCO PLC	110,296.	185,324.
TRANSOCEAN LTD	211,650.	245,854.
ALEXANDER & BALDWIN INC	72,602.	88,881.
ANSYS INC	57,973.	110,548.
ARBITRON INC	45,674.	108,161.
CORE LABORATORIES N V	30,780.	77,445.
DENTSPLY INTL INC	50,552.	57,371.
GLOBAL PMTS INC	91,774.	102,487.
GRACO INC	105,492.	130,829.
HARTE-HANKS COMMUNICATIONS	71,246.	60,428.
IRON MOUNTAIN INC	67,126.	103,215.
MARKEL HOLDINGS	59,846.	116,046.
MEDNAX INC	64,513.	101,780.
METTLER-TOLEDO INTL INC	31,290.	82,904.
MORNINGSTAR INC	48,041.	84,651.
NEUSTAR INC	75,274.	92,318.
NEUTRAL TANDEM INC	93,321.	75,786.
OCEANEERING INTL INC	22,935.	92,312.
ORBITAL SCIENCES CORP	88,718.	115,601.
ROCK-TENN CO CL A	79,096.	107,839.
STEEL DYNAMICS INC	79,610.	100,513.
STERICYCLE INC	11,003.	85,123.

FORM 990PF, PART II - CORPORATE STOCK
 =====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
UGI CORP	67,471.	100,871.
VCA ANTECH INC	120,870.	117,166.
WILEY JOHN & SONS INC	72,462.	110,831.
WRIGHT EXPRESS CORP	42,575.	114,826.
ZEBRA TECHNOLOGIES CORP	72,086.	106,340.
ABBOTT LABS	220,332.	223,668.
BANK NEW YORK MELLON CORP	265,775.	272,116.
BAXTER INTL INC	177,548.	188,464.
BERKSHIRE HATHAWAY INC	260,618.	313,278.
CHEVRON CORP	235,892.	346,118.
COLGATE PALMOLIVE CO	173,636.	323,848.
CSX CORP	147,495.	236,979.
EDISON INTL	306,866.	332,603.
ENERGIZER HOLDINGS INC	211,150.	237,817.
FISERV INC	125,456.	160,751.
HEINZ H J CO	252,631.	249,958.
HUNTINGTON INGALLS INDUSTRIES		23,067.
JOHNSON & JOHNSON	48,994.	212,115.
LEUCADIA NATL CORP	96,325.	285,116.
MCKESSON CORP	220,442.	340,310.
MICROSOFT CORP	211,414.	203,374.
MOLSON COORS BREWING CO	303,752.	306,051.
NORTHROP GRUMMAN CORP	184,576.	209,138.
PAYCHEX INC	257,799.	243,579.
PLUM CREEK TIMBER CO	235,307.	300,691.
PNC FINANCIAL SERVICES GROUP	131,132.	201,883.
SHERWIN WILLIAMS CO	118,568.	184,358.
STAPLES INC	228,367.	205,367.
TCF FINANCIAL	76,565.	88,197.

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
TRAVELERS COMPANIES INC	126,191.	1,040,900.
US BANCORP	69,797.	528,600.
V F CORP	239,941.	328,598.
WAL MART STORES INC	311,444.	305,794.
WASTE MANAGEMENT INC	209,864.	212,838.
3M CO	68,700.	575,960.
HONDA MOTOR CO	135,632.	142,913.
VODAFONE GROUP PLC	186,294.	185,869.
SPDR S & P 500 ETF	224,305.	250,330.
ISHARES MSCI ALL CTRY ASIA	237,297.	261,997.
ISHARES MSCI EAFE	232,127.	220,614.
ISHARES MSCI JAPAN	116,067.	118,282.
VANGUARD MSCI EMERG MKTS	201,678.	475,158.
WISDOMTREE JAPAN HEDGED EQ	136,336.	125,542.
AMEX UTILITIES SPDR	213,074.	223,090.
DRA GROWTH & INCOME FD	1.	
ISHARES DOW JONES SELECT DIV	264,568.	305,013.
ISHARES GOLD TRUST	91,325.	91,130.
	-----	-----
TOTALS	14,089,801.	20,950,877.
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FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES
=====

DESCRIPTION -----	AMOUNT -----
TIPS OID INCOME ACCRUED	26,508.
INCOME TIMING DIFF	3,589.

TOTAL	30,097.
	=====

STATE(S) WHERE THE FOUNDATION IS REGISTERED

=====

MN

990PF, PART VII-B LINE 2b - SECTION 4942a2 EXPLANATION STATEMENT
=====

This question does not apply. The Foundation does not have any
undistributed income from prior years.

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

OFFICER NAME:

JOANN (AKA JOAN) E AALFS

ADDRESS:

8 EDGEWOOD TERRACE
NORTHAMPTON, MA 01060

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 3,000.

OFFICER NAME:

MARVIN J PERTZIK

ADDRESS:

55 EAST FIFTH STREET
ST PAUL, MN 55101

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 32,000.

OFFICER NAME:

WELLS FARGO BANK NA DBA LOWRY HILL

ADDRESS:

90 S. 7TH STREET, SUITE 5300
MINNEAPOLIS, MN 55479

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 4

COMPENSATION 169,920.

TOTAL COMPENSATION:

204,920.

=====

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES
=====

EMPLOYEE NAME:
NONE

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

=====

NAME:

NONE

RECIPIENT NAME:
BENNINGTON COLLEGE
ADDRESS:
1 COLLEGE DR
BENNINGTON, VT 05201
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 68,790.

RECIPIENT NAME:
MOTHER CHURCH - FIRST
CHURCH OF CHRIST SCIENTIST
ADDRESS:
175 HUNNINGTON AVE
BOSTON, MA 02115
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 34,395.

RECIPIENT NAME:
CAMP FIRE USA
BOYS AND GIRLS
ADDRESS:
4601 MADISON AVE
KANSAS CITY, MO 64112
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 34,395.

RECIPIENT NAME:
VASSAR COLLEGE
ATTN: DIRECTOR OF PLANNED GIVING
ADDRESS:
124 RAYMOND AVE BOX 14
POUGHKEEPSIE, NY 12604
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 68,790.

RECIPIENT NAME:
PRINCETON UNIVERSITY
ADDRESS:
330 ALEXANDER STREET
PRINCETON, NJ 08544
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 68,790.

RECIPIENT NAME:
PRESBYTERIAN CHURCH
FOUNDATION
ADDRESS:
200 EAST 12TH STREET
JEFFERSONVILLE, IN 47130
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 34,395.

RECIPIENT NAME:
AFS-USA, Inc
ADDRESS:
198 MADISON AVE.
NEWYORK, NY 10016
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 34,395.

RECIPIENT NAME:
CHILDRENS HOME SOCIETY
OF MINNESOTA
ADDRESS:
1605 EUSTIS STREET
ST PAUL, MN 55108-1219
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 68,790.

RECIPIENT NAME:
YMCA OF GREATER ST PAUL
ADDRESS:
476 ROBERT ST N
ST PAUL, MN 55101
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 68,790.

RECIPIENT NAME:
HAMLINE UNIVERSITY
ADDRESS:
ATTN LORI STANDAFER
SAINT PAUL, MN 55104-1235
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 34,395.

RECIPIENT NAME:
HOUSE OF HOPE
PRESBYTERIAN CHURCH
ADDRESS:
797 SUMMIT AVE
ST PAUL, MN 55105
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 68,790.

RECIPIENT NAME:
CARLETON COLLEGE
ADDRESS:
1 NORTH COLLEGE STREET
NORTHFIELD, MN 55057-4075
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 68,790.

RECIPIENT NAME:
CHRIST EPISCOPAL CHURCH
RED WING
ADDRESS:
5210 WEST AVE
RED WING, MN 55066
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 34,395.

RECIPIENT NAME:
WAYZATA COMMUNITY CHURCH
ATTN: CAROL PARRISH
ADDRESS:
125 E WAYZATA BLVD
WAYZATA, MN 55391
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 68,790.

RECIPIENT NAME:
FIRST CHURCH OF CHRIST
SCIENTIST
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 68,790.

RECIPIENT NAME:
ST PAUL ACADEMY AND
SUMMIT SCHOOL
ADDRESS:
1712 RANDOLPH AVE
ST PAUL, MN 55105-2194
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 68,790.

RECIPIENT NAME:
PRESBYTERIAN HOMES, INC
ADDRESS:
200 EAST 12TH AVE
JEFFERSON, IN 47130
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 68,790.

RECIPIENT NAME:
GREATER TWIN CITIES
UNITED WAY
ADDRESS:
404 S EIGHTH ST
MINNEAPOLIS, MN 55404
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 68,790.

RECIPIENT NAME:
FIRST CONGREGATIONAL
UNITED CHURCH OF CHRIST
ADDRESS:
255 W 10TH STREET
DUBUQUE, IA 52001
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 68,790.

RECIPIENT NAME:
MARY INSTITUTE
ADDRESS:
101 NORTH WARSON ROAD
ST LOUIS, MO 63124
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 68,790.

RECIPIENT NAME:
CAMP FIRE BOYS & GIRLS
MINNESOTA COUNCIL
ADDRESS:
2610 UNIVERSITY AVE
ST PAUL, MN 55114
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 34,395.

RECIPIENT NAME:
AMERICAN RED CROSS
TWIN CITIES CHAPTER
ADDRESS:
ATTN: MARK CROSS
MINNEAPOLIS, MN 55454
RELATIONSHIP:
NONE
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 68,790.

RECIPIENT NAME:
SOCIAL SERVICES LEAGUE
OF LA JOLLA
ADDRESS:
P O BOX 831
LA JOLLA, CA 92038
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 68,790.

RECIPIENT NAME:
YMCA OF LA JOLLA
ADDRESS:
8355 CLIFFRIDGE AVE
LA JOLLA, CA 92037
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 34,395.

TOTAL GRANTS PAID: 1,375,800.
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JAMES DANIEL HUMPHREY FOUNDATION WELLS FARGO
Schedule D Detail of Short-term Capital Gains and Losses

41-6263553

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES					
2540. AMB PPTY CORP	04/19/2010	09/17/2010	65,397.00	71,426.00	-6,029.00
1475. ABBOTT LABS	09/29/2010	03/01/2011	70,461.00	77,429.00	-6,968.00
800. AMERICAN EXPRESS CO	09/20/2010	09/29/2010	34,751.00	34,334.00	417.00
630. AMERICAN EXPRESS CO	09/20/2010	01/31/2011	27,518.00	26,819.00	699.00
75. APPLE INC	03/16/2010	04/19/2010	18,440.00	16,802.00	1,638.00
160. APPLE INC	09/27/2010	09/29/2010	46,009.00	42,615.00	3,394.00
100. APPLE INC	05/07/2010	01/31/2011	33,485.00	23,273.00	10,212.00
263. ARBITRON INC	09/30/2010	12/09/2010	9,418.00	7,396.00	2,022.00
1630. BP PLC - ADR	07/28/2009	05/03/2010	79,094.00	81,082.00	-1,988.00
2200. BP PLC - ADR	07/28/2009	06/10/2010	71,580.00	109,435.00	-37,855.00
1100. BARRICK GOLD CORP	04/19/2010	05/06/2010	47,881.00	42,944.00	4,937.00
2610. BARRICK GOLD CORP	04/19/2010	09/17/2010	120,287.00	100,144.00	20,143.00
1525. BAXTER INTL INC	03/29/2010	06/09/2010	61,528.00	89,033.00	-27,505.00
1755. BIG LOTS INC	01/18/2011	02/16/2011	71,750.00	55,414.00	16,336.00
160. CNOOC - CHINA	03/30/2010	01/31/2011	35,307.00	26,773.00	8,534.00
1435. CSX CORP	07/07/2010	09/29/2010	79,536.00	70,201.00	9,335.00
.4 CEMEX S.A.B DE C.C. ADR	05/07/2010	06/10/2010	4.00	4.00	
19310. CEMEX S.A.B DE C.C.	09/29/2010	10/28/2010	167,668.00	181,287.00	-13,619.00
685. CHEVRON CORP	09/29/2010	03/09/2011	70,300.00	55,656.00	14,644.00
1580. COMPASS MINERALS	04/19/2010	09/17/2010	114,702.00	123,445.00	-8,743.00
8020. DEAN FOODS COMPANY	12/18/2009	09/07/2010	85,077.00	134,601.00	-49,524.00
435. FMC TECHNOLOGIES INC	05/07/2010	09/29/2010	29,922.00	25,800.00	4,122.00
230. FMC TECHNOLOGIES INC	05/07/2010	12/13/2010	20,356.00	13,641.00	6,715.00
2422. FISERV INC	09/29/2010	01/26/2011	152,094.00	129,811.00	22,283.00
1815. FREEPORT-MCMORAN	06/04/2010	09/17/2010	148,181.00	134,965.00	13,216.00
140. GOLDMAN SACHS GROUP	01/08/2010	04/19/2010	22,765.00	24,414.00	-1,649.00
215. GOLDMAN SACHS GROUP	01/08/2010	09/29/2010	30,919.00	37,493.00	-6,574.00
40. GOOGLE INC	04/23/2009	04/19/2010	21,898.00	15,452.00	6,446.00
385. HEWLETT PACKARD CO	03/16/2010	04/19/2010	20,609.00	20,152.00	457.00
725. HEWLETT PACKARD CO	03/16/2010	09/29/2010	30,815.00	37,756.00	-6,941.00
570. HEWLETT PACKARD CO	03/09/2010	01/31/2011	25,843.00	29,637.00	-3,794.00
1700. INTERNATIONAL	01/27/2010	09/07/2010	214,889.00	209,434.00	5,455.00
Totals					

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JAMES DANIEL HUMPHREY FOUNDATION WELLS FARGO
Schedule D Detail of Short-term Capital Gains and Losses

41-6263553

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
6560. ISHARES DOW JONES	09/17/2010	09/29/2010	307,158.00	300,436.00	6,722.00
SELECT DIVIDEND FD					
2595. ISHARES DOW JONES	09/07/2010	12/08/2010	127,646.00	118,353.00	9,293.00
SELECT DIVIDEND FD					
3449. ISHARES DOW JONES	09/07/2010	01/26/2011	173,586.00	157,303.00	16,283.00
SELECT DIVIDEND FD					
565. ISHARES DOW JONES	09/07/2010	03/09/2011	29,236.00	25,769.00	3,467.00
995. ISHARES DOW JONES	09/07/2010	03/22/2011	51,065.00	45,380.00	5,685.00
335. ISHARES BARCLAYS 1-3	07/16/2009	05/14/2010	28,057.00	28,071.00	-14.00
190. ISHARES BARCLAYS 1-3	08/21/2009	06/01/2010	15,917.00	15,898.00	19.00
80. ISHARES BARCLAYS 1-3	02/03/2010	06/16/2010	6,705.00	6,677.00	28.00
505. ISHARES BARCLAYS 1-3	02/03/2010	07/29/2010	42,490.00	42,145.00	345.00
480. ISHARES BARCLAYS 1-3	09/17/2010	09/23/2010	40,483.00	40,458.00	25.00
610. ISHARES BARCLAYS 1-3	10/04/2010	10/07/2010	51,495.00	51,439.00	56.00
795. ISHARES MSCI EX-JAPAN	10/01/2010	01/31/2011	48,756.00	48,913.00	-157.00
1480. JOHNSON & JOHNSON	09/29/2010	03/01/2011	90,082.00	92,169.00	-2,087.00
1695. LEUCADIA NATL CORP	09/29/2010	02/25/2011	55,620.00	40,014.00	15,606.00
360. MCDONALDS CORP	12/16/2010	01/31/2011	26,416.00	27,700.00	-1,284.00
50. MEDNAX INC	07/23/2010	09/28/2010	2,652.00	2,384.00	268.00
335. MEDNAX INC	07/23/2010	01/11/2011	23,185.00	15,973.00	7,212.00
5. MIDDLEBY CORP	09/28/2010	10/21/2010	364.00	311.00	53.00
2610. MONSANTO CO NEW	05/27/2010	09/17/2010	148,084.00	170,313.00	-22,229.00
75. NEUTRAL TANDEM INC	12/15/2009	09/28/2010	931.00	1,627.00	-696.00
2230. NINTENDO CO., LTD. -	09/16/2009	04/01/2010	93,841.00	76,887.00	16,954.00
6070. NOKIA CORPORATION -	03/29/2010	06/25/2010	49,958.00	93,520.00	-43,562.00
565. NORDSTROM INC	12/13/2010	01/31/2011	23,244.00	23,602.00	-358.00
585. NORTROP GRUMMAN CORP	07/07/2010	09/29/2010	35,102.00	32,377.00	2,725.00
424. NUVASIVE INC	02/03/2010	04/06/2010	19,006.00	12,083.00	6,923.00
453. NUVASIVE INC	02/03/2010	04/07/2010	20,054.00	12,891.00	7,163.00
125. NUVASIVE INC	02/02/2010	04/08/2010	5,393.00	3,540.00	1,853.00
473. NUVASIVE INC	02/01/2010	04/09/2010	20,560.00	13,364.00	7,196.00
1760. OCCIDENTAL PETE CORP	04/19/2010	09/17/2010	134,662.00	144,586.00	-9,924.00
505. OCEANEERING INTL INC	09/28/2010	11/10/2010	35,337.00	23,170.00	12,167.00
460. PNC FINANCIAL	07/07/2009	05/19/2010	28,764.00	17,364.00	11,400.00
110. PNC FINANCIAL	07/07/2009	06/09/2010	6,354.00	4,152.00	2,202.00
Totals					

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JAMES DANIEL HUMPHREY FOUNDATION WELLS FARGO
Schedule D Detail of Short-term Capital Gains and Losses

41-6263553

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
1535. PLUM CREEK TIMBER CO	04/19/2010	03/22/2011	64,865.00	61,784.00	3,081.00
115. PRECISION CASTPARTS	03/26/2010	04/19/2010	14,076.00	14,275.00	-199.00
220. PRECISION CASTPARTS	08/05/2010	09/29/2010	28,368.00	27,495.00	873.00
175. PRECISION CASTPARTS	12/06/2010	01/31/2011	24,802.00	24,944.00	-142.00
480. QUEST DIAGNOSTICS INC	01/12/2010	04/19/2010	28,761.00	28,405.00	356.00
459. QUEST DIAGNOSTICS INC	01/12/2010	08/17/2010	21,921.00	27,162.00	-5,241.00
1101. QUEST DIAGNOSTICS	01/12/2010	08/17/2010	52,565.00	64,116.00	-11,551.00
1103. QUEST DIAGNOSTICS	11/20/2009	08/18/2010	52,570.00	64,120.00	-11,550.00
1713. QUEST DIAGNOSTICS	11/19/2009	08/19/2010	79,383.00	99,334.00	-19,951.00
390. ROCK-TENN CO CL A	07/30/2010	02/16/2011	28,277.00	20,687.00	7,590.00
220. SPDR S & P 500 ETF	04/15/2010	04/19/2010	26,294.00	26,679.00	-385.00
445. SPDR S & P 500 ETF	04/15/2010	04/29/2010	53,595.00	53,818.00	-223.00
645. SPDR S & P 500 ETF	04/05/2010	05/07/2010	71,890.00	76,645.00	-4,755.00
325. SPDR S & P 500 ETF	04/05/2010	05/12/2010	37,937.00	38,620.00	-683.00
435. SPDR S & P 500 ETF	04/05/2010	09/20/2010	49,424.00	51,691.00	-2,267.00
225. SPDR S & P 500 ETF	09/15/2010	09/27/2010	25,764.00	26,186.00	-422.00
385. SPDR S & P 500 ETF	09/15/2010	09/29/2010	44,093.00	43,393.00	700.00
1130. SPDR S & P 500 ETF	09/15/2010	09/30/2010	129,615.00	126,974.00	2,641.00
362. SPDR S & P 500 ETF	10/26/2010	11/26/2010	43,236.00	42,919.00	317.00
260. SPDR S & P 500 ETF	12/30/2010	01/31/2011	33,246.00	32,689.00	557.00
475. SPDR S & P 500 ETF	02/07/2011	02/17/2011	63,585.00	62,627.00	958.00
1410. SPDR BARCLAYS CAP	03/01/2010	04/01/2010	64,640.00	64,656.00	-16.00
1330. SPDR BARCLAYS CAP	04/21/2010	04/22/2010	60,964.00	60,987.00	-23.00
345. SPDR BARCLAYS CAP 1-3	04/21/2010	05/07/2010	15,816.00	15,820.00	-4.00
1090. SPDR BARCLAYS CAP	08/13/2010	08/20/2010	49,965.00	50,001.00	-36.00
3175. SPDR BARCLAYS CAP	09/07/2010	09/29/2010	145,541.00	145,637.00	-96.00
2262. SPDR BARCLAYS CAP	10/28/2010	11/19/2010	103,688.00	103,758.00	-70.00
2340. SPDR BARCLAYS CAP	10/28/2010	12/08/2010	107,264.00	107,336.00	-72.00
3325. SPDR BARCLAYS CAP	08/13/2010	02/10/2011	152,415.00	152,505.00	-90.00
3980. SANOFI-ADR	05/19/2010	08/13/2010	114,337.00	139,153.00	-24,816.00
777. SCIENTIFIC GAMES	11/02/2009	05/17/2010	8,283.00	11,039.00	-2,756.00
743. SCIENTIFIC GAMES	11/02/2009	05/17/2010	7,919.00	10,437.00	-2,518.00
3905. SOUTHWESTERN ENERGY	04/19/2010	09/17/2010	119,932.00	164,118.00	-44,186.00
6740. SYMANTEC CORP	06/09/2010	09/07/2010	94,010.00	106,042.00	-12,032.00
3710. TECK RESOURCES	04/19/2010	09/17/2010	140,551.00	138,652.00	1,899.00
Totals					

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JAMES DANIEL HUMPHREY FOUNDATION WELLS FARGO
Schedule D Detail of Long-term Capital Gains and Losses

41-6263553

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT					
PURPOSES					
1485. ABB LTD - ADR	11/04/2008	01/31/2011	35,001.00	20,640.00	14,361.00
930. AFLAC INC	01/31/2007	01/31/2011	53,614.00	43,025.00	10,589.00
702. ATC TECHNOLOGY	03/14/2003	07/23/2010	16,918.00	8,457.00	8,461.00
736. ATC TECHNOLOGY	03/14/2003	07/23/2010	17,741.00	8,829.00	8,912.00
147. ATC TECHNOLOGY	03/11/2003	07/29/2010	3,544.00	1,748.00	1,796.00
303. ATC TECHNOLOGY	03/11/2003	07/30/2010	7,274.00	3,604.00	3,670.00
450. ATC TECHNOLOGY	03/11/2003	08/02/2010	10,776.00	5,108.00	5,668.00
45. ALEXANDER & BALDWIN	01/09/2007	09/28/2010	1,571.00	2,012.00	-441.00
254. ALEXANDER & BALDWIN	01/09/2007	01/11/2011	10,267.00	11,320.00	-1,053.00
191. ALEXANDER & BALDWIN	01/08/2007	01/12/2011	7,814.00	8,496.00	-682.00
6200. ALLSTATE CORP	07/28/2009	09/07/2010	178,937.00	162,562.00	16,375.00
160. APACHE CORP	08/06/2004	04/19/2010	16,796.00	6,909.00	9,887.00
245. APACHE CORP	08/06/2004	09/29/2010	24,022.00	10,579.00	13,443.00
150. APACHE CORP	08/06/2004	01/31/2011	17,248.00	6,477.00	10,771.00
542. ARBITRON INC	03/04/2003	12/09/2010	19,408.00	16,381.00	3,027.00
610. BHP BILLITON LIMITED	10/17/2007	01/31/2011	53,734.00	26,904.00	26,830.00
355. C H ROBINSON	07/02/2008	04/19/2010	20,754.00	18,896.00	1,858.00
555. C H ROBINSON	07/02/2008	09/29/2010	38,417.00	29,541.00	8,876.00
890. C H ROBINSON	07/02/2008	10/26/2010	64,482.00	47,372.00	17,110.00
1795. C H ROBINSON	07/02/2008	01/04/2011	143,846.00	95,543.00	48,303.00
1045. CISCO SYSTEMS INC	12/11/2007	04/19/2010	28,138.00	29,344.00	-1,206.00
1635. CISCO SYSTEMS INC	12/11/2007	09/29/2010	35,659.00	45,911.00	-10,252.00
1005. CISCO SYSTEMS INC	02/26/2008	01/31/2011	20,833.00	27,250.00	-6,417.00
3475. CISCO SYSTEMS INC	02/26/2008	02/17/2011	64,731.00	83,534.00	-18,803.00
1582. CISCO SYSTEMS INC	06/30/2009	03/21/2011	27,526.00	36,444.00	-8,918.00
1848. CISCO SYSTEMS INC	06/30/2009	03/22/2011	31,910.00	34,558.00	-2,648.00
3985. COCA COLA CO	10/01/2004	07/07/2010	203,170.00	161,193.00	41,977.00
180. COMPASS MINERALS INTL	09/03/2009	09/17/2010	13,067.00	9,978.00	3,089.00
1005. DEALERTRACK HLDGS	03/07/2008	09/27/2010	17,539.00	17,003.00	536.00
79. DEALERTRACK HLDGS INC	03/07/2008	09/28/2010	1,366.00	1,337.00	29.00
427. DEALERTRACK HLDGS INC	03/07/2008	09/29/2010	7,394.00	7,224.00	170.00
1258. DEALERTRACK HLDGS	08/13/2008	10/01/2010	21,455.00	20,156.00	1,299.00
Totals					

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JAMES DANIEL HUMPHREY FOUNDATION WELLS FARGO
Schedule D Detail of Long-term Capital Gains and Losses

41-6263553

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
700. DIAGEO PLC - ADR	09/10/2008	01/31/2011	54,004.00	51,631.00	2,373.00
225. EXXON MOBIL	12/17/2008	04/19/2010	15,363.00	18,495.00	-3,132.00
.694 EXXON MOBIL	07/11/2008	07/02/2010	39.00	59.00	-20.00
725. EXXON MOBIL	07/11/2008	09/29/2010	44,703.00	62,030.00	-17,327.00
620. EXXON MOBIL	12/17/2008	12/06/2010	44,075.00	51,459.00	-7,384.00
365. EXXON MOBIL	12/17/2008	01/31/2011	29,051.00	30,003.00	-952.00
205. FMC TECHNOLOGIES INC	07/16/2007	04/19/2010	13,304.00	8,694.00	4,610.00
295. FMC TECHNOLOGIES INC	07/16/2007	12/13/2010	26,108.00	12,511.00	13,597.00
200. FMC TECHNOLOGIES INC	07/16/2007	01/31/2011	18,620.00	8,482.00	10,138.00
500000. FED HOME LN BK					
2.000% 12/19/12					
3135. GAMESTOP CORP NEW	10/22/2009	11/19/2010	500,000.00	499,875.00	125.00
135. GOLDMAN SACHS GROUP	07/17/2009	09/28/2010	62,028.00	75,314.00	-13,286.00
65. GOOGLE INC	01/08/2010	01/31/2011	21,951.00	23,542.00	-1,591.00
85. GOOGLE INC	04/23/2009	09/29/2010	34,173.00	24,491.00	9,682.00
30. GOOGLE INC	03/16/2009	10/14/2010	45,886.00	27,573.00	18,313.00
465. HSBC - ADR	03/16/2009	01/31/2011	17,956.00	9,731.00	8,225.00
60. HARTE-HANKS	09/29/2005	01/31/2011	25,300.00	38,610.00	-13,310.00
1500. HEWLETT PACKARD CO	06/07/2002	09/28/2010	684.00	1,255.00	-571.00
390. ILLINOIS TOOL WORKS	03/09/2010	03/22/2011	62,134.00	77,993.00	-15,859.00
610. ILLINOIS TOOL WORKS	08/06/2007	04/19/2010	18,965.00	21,304.00	-2,339.00
375. ILLINOIS TOOL WORKS	08/06/2007	09/29/2010	28,485.00	32,915.00	-4,430.00
350. ISHARES MSCI BRAZIL	08/07/2006	01/31/2011	20,227.00	17,435.00	2,792.00
1833. ISHARES MSCI BRAZIL	09/19/2007	01/31/2011	25,508.00	23,945.00	1,563.00
4460. ISHARES MSCI JAPAN	09/19/2007	02/24/2011	134,864.00	125,405.00	9,459.00
11885. ISHARES MSCI JAPAN	09/29/2005	01/31/2011	48,570.00	55,364.00	-6,794.00
190. ISHARES BARCLAYS 1-3	09/29/2005	02/25/2011	135,283.00	126,170.00	9,113.00
730. ISHARES MSCI EAFE	08/06/2009	10/07/2010	16,040.00	15,846.00	194.00
360. KELLOGG CO	07/17/2008	04/30/2010	39,702.00	55,919.00	-16,217.00
3280. KELLOGG CO	07/25/2007	04/19/2010	19,321.00	18,663.00	658.00
610. LEUCADIA NATL CORP	06/30/2009	08/05/2010	162,108.00	157,851.00	4,257.00
720. LOWES COS INC	11/20/2008	02/25/2011	20,017.00	8,311.00	11,706.00
1130. LOWES COS INC	09/04/2008	04/19/2010	18,943.00	18,753.00	190.00
690. LOWES COS INC	09/04/2008	09/29/2010	25,120.00	29,431.00	-4,311.00
375. MCDONALDS CORP	09/04/2008	01/31/2011	17,243.00	17,971.00	-728.00
Totals	01/29/2009	04/19/2010	26,190.00	21,954.00	4,236.00

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JAMES DANIEL HUMPHREY FOUNDATION WELLS FARGO
Schedule D Detail of Long-term Capital Gains and Losses

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Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
780. MCDONALDS CORP	01/29/2009	09/15/2010	58,181.00	45,664.00	12,517.00
450. MCDONALDS CORP	01/29/2009	09/29/2010	33,525.00	26,345.00	7,180.00
505. MEDCO HEALTH	09/19/2008	04/19/2010	31,815.00	24,576.00	7,239.00
785. MEDCO HEALTH	09/19/2008	09/29/2010	40,709.00	38,202.00	2,507.00
485. MEDCO HEALTH	09/19/2008	01/31/2011	29,754.00	23,602.00	6,152.00
458. MENS WEARHOUSE INC	03/14/2008	09/14/2010	10,752.00	10,490.00	262.00
968. MENS WEARHOUSE INC	03/14/2008	09/15/2010	22,464.00	20,389.00	2,075.00
928. MENS WEARHOUSE INC	03/14/2008	09/16/2010	21,434.00	19,523.00	1,911.00
105. METTLER-TOLEDO INTL	10/24/2008	09/28/2010	12,980.00	7,608.00	5,372.00
140. METTLER-TOLEDO INTL	10/24/2008	03/01/2011	23,869.00	10,142.00	13,727.00
280. MIDDLEBY CORP	05/12/2008	04/06/2010	16,066.00	16,314.00	-248.00
315. MIDDLEBY CORP	05/12/2008	10/21/2010	22,952.00	17,347.00	5,605.00
334. MIDDLEBY CORP	02/27/2009	12/01/2010	27,336.00	12,607.00	14,729.00
334. MIDDLEBY CORP	03/02/2009	12/02/2010	27,345.00	7,140.00	20,205.00
203. MIDDLEBY CORP	03/02/2009	12/03/2010	16,473.00	4,240.00	12,233.00
1315. MOSAIC CO	03/13/2009	04/15/2010	72,477.00	56,326.00	16,151.00
1545. NII HLDGS INC	11/20/2008	06/09/2010	54,756.00	19,745.00	35,011.00
1585. NII HLDGS INC	11/20/2008	07/16/2010	55,957.00	20,256.00	35,701.00
1565. NESTLE S.A.	10/17/2007	01/31/2011	85,119.00	50,625.00	34,494.00
310. NIKE INC CL B	04/04/2006	04/19/2010	23,324.00	13,183.00	10,141.00
485. NIKE INC CL B	04/04/2006	09/29/2010	38,707.00	20,625.00	18,082.00
530. NIKE INC CL B	04/04/2006	12/16/2010	46,693.00	22,539.00	24,154.00
230. NIKE INC CL B	05/25/2006	01/31/2011	18,717.00	9,157.00	9,560.00
289. NINTENDO CO., LTD. -	09/15/2009	09/29/2010	9,601.00	9,840.00	-239.00
2601. NINTENDO CO., LTD. -	09/16/2009	09/30/2010	81,613.00	86,486.00	-4,873.00
1840. NINTENDO CO., LTD. -	06/15/2009	10/01/2010	57,837.00	59,222.00	-1,385.00
9353. NOKIA CORPORATION -	10/17/2007	06/25/2010	76,979.00	165,055.00	-88,076.00
2630. NUCOR CORP	09/29/2008	09/29/2010	100,693.00	100,348.00	345.00
100. OCEANEERING INTL INC	11/24/2008	11/10/2010	6,997.00	2,222.00	4,775.00
485. PNC FINANCIAL	04/02/2009	06/09/2010	28,013.00	15,118.00	12,895.00
300. PEPSICO INC	05/16/2006	04/19/2010	19,755.00	17,994.00	1,761.00
470. PEPSICO INC	05/16/2006	09/29/2010	31,377.00	28,191.00	3,186.00
290. PEPSICO INC	05/16/2006	01/31/2011	18,650.00	17,394.00	1,256.00
460. PLUM CREEK TIMBER CO	02/22/2010	03/22/2011	19,438.00	16,722.00	2,716.00
500. QUALCOMM INC	08/06/2007	04/19/2010	21,285.00	20,370.00	915.00
Totals					

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JAMES DANIEL HUMPHREY FOUNDATION WELLS FARGO
Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
780. QUALCOMM INC.	08/06/2007	09/29/2010	34,624.00	30,481.00	4,143.00
730. QUALCOMM INC	07/25/2006	09/30/2010	33,258.00	25,441.00	7,817.00
385. QUALCOMM INC	07/25/2006	01/31/2011	20,499.00	13,417.00	7,082.00
1130. REPUBLIC SERVICES	06/09/2008	04/19/2010	34,074.00	38,495.00	-4,421.00
1770. REPUBLIC SERVICES	06/10/2008	09/29/2010	53,843.00	60,175.00	-6,332.00
1085. REPUBLIC SERVICES	06/10/2008	01/31/2011	33,272.00	36,823.00	-3,551.00
410. ROFIN SINAR	12/20/2006	09/24/2010	10,079.00	12,106.00	-2,027.00
953. ROFIN SINAR	12/19/2006	09/27/2010	23,321.00	27,881.00	-4,560.00
349. ROFIN SINAR	12/14/2006	09/28/2010	8,711.00	10,132.00	-1,421.00
610. SAP AG - ADR	02/10/2005	01/31/2011	35,245.00	24,247.00	10,998.00
490. SCHOOL SPECIALTY INC	06/28/2006	09/24/2010	6,300.00	15,848.00	-9,548.00
246. SCHOOL SPECIALTY INC	01/29/2002	09/27/2010	3,161.00	5,745.00	-2,584.00
916. SCHOOL SPECIALTY INC	03/03/2003	09/28/2010	11,681.00	18,067.00	-6,386.00
317. SCHOOL SPECIALTY INC	03/04/2003	09/29/2010	4,006.00	5,914.00	-1,908.00
1155. SCHWAB CHARLES CORP	08/06/2007	04/19/2010	21,944.00	21,587.00	357.00
1805. SCHWAB CHARLES CORP	08/06/2007	09/29/2010	25,197.00	18,609.00	6,588.00
1105. SCHWAB CHARLES CORP	09/03/1998	01/31/2011	19,768.00	7,542.00	12,226.00
1858. SCIENTIFIC GAMES	01/18/2008	05/14/2010	20,217.00	34,854.00	-14,637.00
202. SCIENTIFIC GAMES	01/18/2008	05/14/2010	2,226.00	3,733.00	-1,507.00
1230. SCIENTIFIC GAMES	01/18/2008	05/17/2010	13,111.00	22,405.00	-9,294.00
530. SHERWIN WILLIAMS CO	06/11/2008	05/07/2010	40,270.00	26,000.00	14,270.00
255. STERICYCLE INC COM	05/01/2009	09/28/2010	17,465.00	12,093.00	5,372.00
3530. TAIWAN SEMICONDUCTOR					
MANUFACTU - ADR	02/09/2005	01/31/2011	46,048.00	28,711.00	17,337.00
3296. TARGET CORP	10/11/1984	04/05/2010	177,058.00	8,858.00	168,200.00
279. TARGET CORP	10/11/1984	04/06/2010	15,034.00	750.00	14,284.00
1825. TELEFONICA SA - ADR	08/05/2008	01/31/2011	45,788.00	43,067.00	2,721.00
325. THERMO FISHER	07/11/2008	04/19/2010	17,264.00	18,783.00	-1,519.00
665. THERMO FISHER	07/11/2008	09/29/2010	31,845.00	38,433.00	-6,588.00
515. THERMO FISHER	07/11/2008	01/31/2011	29,204.00	29,764.00	-560.00
4523. TOTAL S.A. - ADR	10/17/2007	04/01/2010	259,201.00	233,501.00	25,700.00
2900. UNILEVER N.V. - ADR	05/15/2009	06/09/2010	79,401.00	69,424.00	9,977.00
250000. U S TREAS INFL IND					
3.500% 1/15/11					
475000. U S TREASURY NOTES	04/02/2002	01/15/2011	314,218.00	315,393.00	-1,175.00
Totals	4.125%	8/15/10			

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