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Form 990-PF

## Return of Private Foundation

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

2010

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

For calendar year 2010, or tax year beginning 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

PANGBURN FOUNDATION R76950006 8336228500

## A Employer identification number

75-6042630

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

C/O JPMORGAN CHASE BANKNAPO BOX  
3038

Room/suite

## B Telephone number (see page 10 of the instructions)

(414) 977-1210

City or town, state, and ZIP code

MILWAUKEE, WI 532013038

C If exemption application is pending, check here  D 1. Foreign organizations, check here  2. Foreign organizations meeting the 85% test, check here and attach computation  E If private foundation status was terminated under section 507(b)(1)(A), check here  F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here  H Check type of organization  Section 501(c)(3) exempt private foundation  
 Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundationI Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 7,131,692** J Accounting method  Cash  Accrual  
 Other (specify) *(Part I, column (d) must be on cash basis.)*

## Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

|   |   |         |         |         |
|---|---|---------|---------|---------|
| Revenue   | 1 Contributions, gifts, grants, etc., received (attach schedule)  |         |         |         |
|   | 2 Check <input type="checkbox"/> <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B |         |         |         |
|   | 3 Interest on savings and temporary cash investments  | 75      | 75      |         |
|   | 4 Dividends and interest from securities. . . . .   | 155,984 | 155,873 |         |
|   | 5a Gross rents . . . . .  |         |         |         |
|   | b Net rental income or (loss) . . . . .   |         |         |         |
|   | 6a Net gain or (loss) from sale of assets not on line 10  | 124,829 |         |         |
|   | b Gross sales price for all assets on line 6a 3,050,283   |         |         |         |
|   | 7 Capital gain net income (from Part IV, line 2) . . . . .  |         | 124,829 |         |
|   | 8 Net short-term capital gain . . . . .   |         |         |         |
|   | 9 Income modifications . . . . .  |         |         |         |
|   | 10a Gross sales less returns and allowances   |         |         |         |
| Operating and Administrative Expenses             | b Less Cost of goods sold . . . . .   |         |         |         |
|   | c Gross profit or (loss) (attach schedule) . . . . .  |         |         |         |
|   | 11 Other income (attach schedule) . . . . .   | 54      | 54      |         |
|   | 12 Total. Add lines 1 through 11 . . . . .  | 280,942 | 280,831 |         |
|   | 13 Compensation of officers, directors, trustees, etc   | 60,609  | 45,457  | 15,152  |
|   | 14 Other employee salaries and wages . . . . .  |         |         |         |
|   | 15 Pension plans, employee benefits . . . . .   |         |         |         |
|   | 16a Legal fees (attach schedule) . . . . .  |         |         |         |
|   | b Accounting fees (attach schedule) . . . . .   | 825     | 0       | 825     |
|   | c Other professional fees (attach schedule) . . . . .   |         |         |         |
|   | 17 Interest . . . . .   |         |         |         |
|   | 18 Taxes (attach schedule) (see page 14 of the instructions)  | 5,047   | 1,013   | 0       |
|   | 19 Depreciation (attach schedule) and depletion . . . . .   |         |         |         |
|   | 20 Occupancy . . . . .  |         |         |         |
|   | 21 Travel, conferences, and meetings . . . . .  |         |         |         |
|   | 22 Printing and publications . . . . .  |         |         |         |
|   | 23 Other expenses (attach schedule) . . . . .   | 494     | 494     | 0       |
|   | 24 Total operating and administrative expenses.   |         |         |         |
|   | Add lines 13 through 23 . . . . .   | 66,975  | 46,964  | 15,977  |
|   | 25 Contributions, gifts, grants paid. . . . .   | 292,600 |         | 292,600 |
|   | 26 Total expenses and disbursements. Add lines 24 and 25  | 359,575 | 46,964  | 308,577 |
| Excess of Revenue over Expenses and Disbursements | 27 Subtract line 26 from line 12  |         |         |         |
|   | a Excess of revenue over expenses and disbursements   | -78,633 |         |         |
|   | b Net investment income (if negative, enter -0-) . . . . .  |         | 233,867 |         |
|   | c Adjusted net income (if negative, enter -0-) . . . . .  |         |         |         |

| <b>Part II</b> <b>Balance Sheets</b> | 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 |
| <b>1</b>                             | Cash—non-interest-bearing . . . . .  | 86,634            | 50,738         | 50,738                |
| <b>2</b>                             | Savings and temporary cash investments . . . . .   | 190,365           | 290,855        | 290,855               |
| <b>3</b>                             | Accounts receivable ►  |                   |                |                       |
|                                      | Less allowance for doubtful accounts ►   |                   |                |                       |
| <b>4</b>                             | Pledges receivable ►   |                   |                |                       |
|                                      | Less allowance for doubtful accounts ►   |                   |                |                       |
| <b>5</b>                             | Grants receivable . . . . .  |                   |                |                       |
| <b>6</b>                             | Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions) . . . . . |                   |                |                       |
| <b>7</b>                             | Other notes and loans receivable (attach schedule) ►   |                   |                |                       |
|                                      | Less allowance for doubtful accounts ►   |                   |                |                       |
| <b>8</b>                             | Inventories for sale or use . . . . .  |                   |                |                       |
| <b>9</b>                             | Prepaid expenses and deferred charges . . . . .  |                   |                |                       |
| <b>10a</b>                           | Investments—U S and state government obligations (attach schedule)   | 457,113           |                |                       |
| <b>b</b>                             | Investments—corporate stock (attach schedule) . . . . .  | 2,776,613         | 3,564,866      | 4,007,977             |
| <b>c</b>                             | Investments—corporate bonds (attach schedule) . . . . .  | 2,206,291         | 2,631,945      | 2,781,999             |
| <b>11</b>                            | Investments—land, buildings, and equipment basis ►   |                   |                |                       |
|                                      | Less accumulated depreciation (attach schedule) ►  |                   |                |                       |
| <b>12</b>                            | Investments—mortgage loans . . . . .   |                   |                |                       |
| <b>13</b>                            | Investments—other (attach schedule) . . . . .  | 896,544           |                |                       |
| <b>14</b>                            | Land, buildings, and equipment basis ►   |                   |                |                       |
|                                      | Less accumulated depreciation (attach schedule) ►  |                   |                |                       |
| <b>15</b>                            | Other assets (describe ►) . . . . .  | 7                 | 7              | 123                   |
| <b>16</b>                            | <b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)  | 6,613,567         | 6,538,411      | 7,131,692             |
| <b>17</b>                            | Accounts payable and accrued expenses . . . . .  |                   |                |                       |
| <b>18</b>                            | Grants payable . . . . .   |                   |                |                       |
| <b>19</b>                            | Deferred revenue . . . . .   |                   |                |                       |
| <b>20</b>                            | Loans from officers, directors, trustees, and other disqualified persons   |                   |                |                       |
| <b>21</b>                            | Mortgages and other notes payable (attach schedule) . . . . .  |                   |                |                       |
| <b>22</b>                            | Other liabilities (describe ►) . . . . .   |                   |                |                       |
| <b>23</b>                            | <b>Total liabilities</b> (add lines 17 through 22) . . . . .   | 0                 | 0              |                       |
|                                      | <b>Foundations that follow SFAS 117, check here ►</b> <input type="checkbox"/>   |                   |                |                       |
|                                      | <b>and complete lines 24 through 26 and lines 30 and 31.</b>   |                   |                |                       |
| <b>24</b>                            | Unrestricted . . . . .   |                   |                |                       |
| <b>25</b>                            | Temporarily restricted . . . . .   |                   |                |                       |
| <b>26</b>                            | Permanently restricted . . . . .   |                   |                |                       |
|                                      | <b>Foundations that do not follow SFAS 117, check here ►</b> <input checked="" type="checkbox"/>   |                   |                |                       |
|                                      | <b>and complete lines 27 through 31.</b>   |                   |                |                       |
| <b>27</b>                            | Capital stock, trust principal, or current funds . . . . .   | 6,613,567         | 6,538,411      |                       |
| <b>28</b>                            | Paid-in or capital surplus, or land, bldg., and equipment fund   | 0                 | 0              |                       |
| <b>29</b>                            | Retained earnings, accumulated income, endowment, or other funds   | 0                 | 0              |                       |
| <b>30</b>                            | <b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .   | 6,613,567         | 6,538,411      |                       |
| <b>31</b>                            | <b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .  | 6,613,567         | 6,538,411      |                       |

**Part III Analysis of Changes in Net Assets or Fund Balances**

|          |  |   |           |
|----------|--|---|-----------|
| <b>1</b> | 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 | 6,613,567 |
| <b>2</b> | Enter amount from Part I, line 27a . . . . .   | 2 | -78,633   |
| <b>3</b> | Other increases not included in line 2 (itemize) ►   | 3 | 4,161     |
| <b>4</b> | Add lines 1, 2, and 3 . . . . .  | 4 | 6,539,095 |
| <b>5</b> | Decreases not included in line 2 (itemize) ►   | 5 | 684       |
| <b>6</b> | Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .  | 6 | 6,538,411 |

**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<br>P—Purchase<br>D—Donation  | (c) Date acquired<br>(mo., day, yr.)         | (d) Date sold<br>(mo., day, yr.)   |         |
| <b>1 a</b>  | SALES OF PUBLICLY TRADED SECURITIES  |   |  |  |         |
| <b>b</b>  | CLASS ACTION SETTLEMENT  |   |  |  |         |
| <b>c</b>  | CAPITAL GAINS DIVIDENDS  | P   |  |  |         |
| <b>d</b>  |  |   |  |  |         |
| <b>e</b>  |  |   |  |  |         |
| (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)  |         |
| <b>a</b>  | 3,048,160  |   | 2,925,454                                    | 122,706  |         |
| <b>b</b>  | 60   |   |  | 60   |         |
| <b>c</b>  | 2,063  |   |  | 2,063  |         |
| <b>d</b>  |  |   |  |  |         |
| <b>e</b>  |  |   |  |  |         |
| 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   |  |         |
| <b>a</b>  |  |   |  | 122,706  |         |
| <b>b</b>  |  |   |  | 60   |         |
| <b>c</b>  |  |   |  | 2,063  |         |
| <b>d</b>  |  |   |  |  |         |
| <b>e</b>  |  |   |  |  |         |
| 2   | Capital gain net income or (net capital loss)                                | { If gain, also enter in Part I, line 7<br>If (loss), enter -0- in Part I, line 7 }   |  | 2  | 124,829 |
| 3   | Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) | { If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions)<br>If (loss), enter -0- in Part I, line 8 } |  | 3  |         |

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

 Yes  No

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

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

| (a)<br>Base period years<br>Calendar<br>year (or tax year beginning in) | (b)<br>Adjusted qualifying distributions   | (c)<br>Net value of noncharitable-use assets | (d)<br>Distribution ratio<br>(col (b) divided by col (c)) |           |
|---|--|--|---|-----------|
| 2009  | 195,676  | 6,309,204                                    | 0 031014  |           |
| 2008  | 383,680  | 6,411,348                                    | 0 059844  |           |
| 2007  | 431,251  | 7,797,114                                    | 0 055309  |           |
| 2006  | 351,759  | 7,600,355                                    | 0 046282  |           |
| 2005  | 417,080  | 7,404,771                                    | 0 056326  |           |
| 2   | <b>Total</b> of line 1, column (d).  |  | 2   | 0 248775  |
| 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 049755  |
| 4   | Enter the net value of noncharitable-use assets for 2010 from Part X, line 5.  |  | 4   | 6,756,050 |
| 5   | Multiply line 4 by line 3.   |  | 5   | 336,147   |
| 6   | Enter 1% of net investment income (1% of Part I, line 27b).  |  | 6   | 2,339     |
| 7   | Add lines 5 and 6.   |  | 7   | 338,486   |
| 8   | Enter qualifying distributions from Part XII, line 4.  |  | 8   | 308,577   |

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18

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

|    |   |                                   |       |       |
|----|---|-----------------------------------|-------|-------|
| 1a | Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1                               |                                   | 1     | 4,677 |
|    | Date of ruling or determination letter _____ <b>(attach copy of letter if necessary—see instructions)</b>   |                                   |       |       |
| b  | Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . . |                                   | 2     | 0     |
| c  | All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)                                     |                                   | 3     | 4,677 |
| 2  | Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)  |                                   | 4     | 0     |
| 3  | Add lines 1 and 2. . . . .  |                                   | 5     | 4,677 |
| 4  | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)  |                                   |       |       |
| 5  | <b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0- . . . . .   |                                   |       |       |
| 6  | <b>Credits/Payments</b>   |                                   |       |       |
| a  | 2010 estimated tax payments and 2009 overpayment credited to 2010   | 6a                                | 3,000 |       |
| b  | Exempt foreign organizations—tax withheld at source . . . . .   | 6b                                |       |       |
| c  | Tax paid with application for extension of time to file (Form 8868)   | 6c                                |       |       |
| d  | Backup withholding erroneously withheld . . . . .   | 6d                                |       |       |
| 7  | Total credits and payments Add lines 6a through 6d. . . . .   | 7                                 | 3,000 |       |
| 8  | Enter any <b>penalty</b> for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached                                   | 8                                 |       |       |
| 9  | <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . . <input type="checkbox"/>                            | 9                                 | 1,677 |       |
| 10 | <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . . <input type="checkbox"/>                | 10                                |       |       |
| 11 | Enter the amount of line 10 to be <b>Credited to 2011 estimated tax</b> <input type="checkbox"/>  | Refunded <input type="checkbox"/> | 11    |       |

**Part VII-A Statements Regarding Activities**

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

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

|  |   |   |
|--|---|---|
| 11   |   | No  |
| 12   |   | No  |
| 13   | Yes   |   |
| Website address ► N/A  |   |   |
| 14   | The books are in care of ► JPMORGAN CHASE BANKNA<br>Located at ► 420 THROCKMORTON FORT WORTH TX   | Telephone no ► (817) 884-4772<br>ZIP +4 ► 76102 |
| 15   | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . ►   | 15  |
| 16   | At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . . | 16  |
| 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 <input checked="" type="checkbox"/> No   |     |    |
|   | (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ► Yes <input checked="" type="checkbox"/> No   |     |    |
|   | (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ► Yes <input checked="" type="checkbox"/> No   |     |    |
|   | (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ► Yes <input checked="" type="checkbox"/> No   |     |    |
|   | (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ► Yes <input checked="" type="checkbox"/> No  |     |    |
|   | (6) Agree to pay money or property to a government official? ( <b>Exception.</b> 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 <input checked="" type="checkbox"/> No  |     |    |
| b   | If any answer is "Yes" to 1a(1)–(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? . . . Organizations relying on a current notice regarding disaster assistance check here. ►  | 1b  | No |
| c   | Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010? . . .   | 1c  | No |
| 2   | Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))   |     |    |
| a   | At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ► Yes <input checked="" type="checkbox"/> No<br>If "Yes," list the years ► 20____, 20____, 20____, 20____   |     |    |
| b   | Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see page 20 of the instructions) . . .   | 2b  |    |
| c   | If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____  |     |    |
| 3a  | Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ► Yes <input checked="" type="checkbox"/> No   |     |    |
| b   | If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010). . . . . | 3b  |    |
| 4a  | Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . .   | 4a  | No |
| b   | Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010? . . . . .   | 4b  | No |

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**

|   |   |   |           |           |
|---|---|---|-----------|-----------|
| <b>5a</b>   | 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))?   |   | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |           |           |
| (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? . . . . .                                     |   | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |           |           |
| (3) Provide a grant to an individual for travel, study, or other similar purposes?  |   | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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). . . . . |   | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? . . . . .                   |   | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |           |           |
| <b>b</b>  | If any answer is "Yes" to 5a(1)–(5), did <b>any</b> of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. . . . . | <input checked="" type="checkbox"/>                                 | <b>5b</b> |           |
| <b>c</b>  | 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? . . . . .  | <input type="checkbox"/> Yes <input type="checkbox"/> No            |           |           |
| If "Yes," attach the statement required by Regulations section 53.4945–5(d).  |   |   |           |           |
| <b>6a</b>   | Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . .   | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |           |           |
| <b>b</b>  | Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . .  |   | <b>6b</b> | <b>No</b> |
| <b>7a</b>   | At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No  |   |           |           |
| <b>b</b>  | If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . .   |   | <b>7b</b> |           |

**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<br><b>(If not paid, enter -0-)</b> | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|--|---|---|---|---------------------------------------|
| JPMORGAN CHASE BANK NA<br>PO BOX 3038<br>MILWAUKEE, WI 53201 | TRUSTEE<br>2 00   | 60,609  | 0   | 0                                     |

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

| (a) Name and address of each employee paid more than \$50,000      | (b) Title, and average hours per week devoted to position | (c) Compensation | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|--|---|------------------|---|---------------------------------------|
| NONE   |   |                  |   |                                       |
|  |   |                  |   |                                       |
|  |   |                  |   |                                       |
|  |   |                  |   |                                       |
|  |   |                  |   |                                       |
|  |   |                  |   |                                       |
| <b>Total number of other employees paid over \$50,000. . . . .</b> |   |                  | <input checked="" type="checkbox"/>                                   | 0                                     |

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**
**3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".**

| (a) Name and address of each person paid more than \$50,000 | (b) Type of service | (c) Compensation |
|---|---------------------|------------------|
| NONE  |                     |                  |
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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 | 6,526,246 |
| b Average of monthly cash balances. . . . .   | 1b | 332,279   |
| c Fair market value of all other assets (see page 24 of the instructions). . . . .  | 1c | 409       |
| <b>d Total</b> (add lines 1a, b, and c). . . . .  | 1d | 6,858,934 |
| e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .                      | 1e | 0         |
| <b>2 Acquisition indebtedness applicable to line 1 assets.</b> . . . . .  | 2  | 0         |
| <b>3 Subtract line 2 from line 1d.</b> . . . . .  | 3  | 6,858,934 |
| <b>4 Cash deemed held for charitable activities</b> Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions). . . . . | 4  | 102,884   |
| <b>5 Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4                              | 5  | 6,756,050 |
| <b>6 Minimum investment return.</b> Enter 5% of line 5. . . . .   | 6  | 337,803   |

**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  | 337,803 |
| 2a Tax on investment income for 2010 from Part VI, line 5. . . . .   | 2a | 4,677   |
| b Income tax for 2010 (This does not include the tax from Part VI ). . . . .                                       | 2b |         |
| c Add lines 2a and 2b. . . . .   | 2c | 4,677   |
| 3 Distributable amount before adjustments Subtract line 2c from line 1. . . . .                                    | 3  | 333,126 |
| 4 Recoveries of amounts treated as qualifying distributions. . . . .   | 4  | 0       |
| 5 Add lines 3 and 4. . . . .   | 5  | 333,126 |
| 6 Deduction from distributable amount (see page 25 of the instructions). . . . .                                   | 6  | 0       |
| <b>7 Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . . | 7  | 333,126 |

**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 | 308,577 |
| b Program-related investments—total from Part IX-B. . . . .  | 1b | 0       |
| 2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .   | 2  |         |
| 3 Amounts set aside for specific charitable projects that satisfy the  |    |         |
| a Suitability test (prior IRS approval required). . . . .  | 3a |         |
| b Cash distribution test (attach the required schedule). . . . .   | 3b |         |
| <b>4 Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4   | 4  | 308,577 |
| <b>5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income</b> Enter 1% of Part I, line 27b (see page 26 of the instructions). . . . . | 5  | 0       |
| <b>6 Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .   | 6  | 308,577 |

**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)

|  | <b>(a)<br/>Corpus</b> | <b>(b)<br/>Years prior to 2009</b> | <b>(c)<br/>2009</b> | <b>(d)<br/>2010</b> |
|--|-----------------------|------------------------------------|---------------------|---------------------|
| <b>1</b> Distributable amount for 2010 from Part XI, line 7  |                       |                                    |                     | 333,126             |
| <b>2</b> Undistributed income, if any, as of the end of 2010   |                       |                                    |                     |                     |
| <b>a</b> Enter amount for 2009 only. . . . .   |                       |                                    | 292,592             |                     |
| <b>b</b> Total for prior years 20____, 20____, 20____  |                       | 0                                  |                     |                     |
| <b>3</b> Excess distributions carryover, if any, to 2010   |                       |                                    |                     |                     |
| <b>a</b> From 2005. . . . .  |                       |                                    |                     |                     |
| <b>b</b> From 2006. . . . .  |                       |                                    |                     |                     |
| <b>c</b> From 2007. . . . .  |                       |                                    |                     |                     |
| <b>d</b> From 2008. . . . .  |                       |                                    |                     |                     |
| <b>e</b> From 2009. . . . .  |                       |                                    |                     |                     |
| <b>f Total</b> of lines 3a through e. . . . .  | 0                     |                                    |                     |                     |
| <b>4</b> Qualifying distributions for 2010 from Part XII, line 4 ► \$ 308,577  |                       |                                    |                     |                     |
| <b>a</b> Applied to 2009, but not more than line 2a  |                       |                                    | 292,592             |                     |
| <b>b</b> Applied to undistributed income of prior years (Election required—see page 26 of the instructions)  |                       | 0                                  |                     |                     |
| <b>c</b> Treated as distributions out of corpus (Election required—see page 26 of the instructions). . . .   | 0                     |                                    |                     |                     |
| <b>d</b> Applied to 2010 distributable amount. . . . .   |                       |                                    | 15,985              |                     |
| <b>e</b> Remaining amount distributed out of corpus  | 0                     |                                    |                     |                     |
| <b>5</b> Excess distributions carryover applied to 2010<br>(If an amount appears in column (d), the same amount must be shown in column (a).)  | 0                     |                                    |                     | 0                   |
| <b>6</b> <b>Enter the net total of each column as indicated below:</b>   |                       |                                    |                     |                     |
| <b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5   | 0                     |                                    |                     |                     |
| <b>b</b> Prior years' undistributed income Subtract line 4b from line 2b. . . . .  |                       | 0                                  |                     |                     |
| <b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . . |                       | 0                                  |                     |                     |
| <b>d</b> Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . . . .  |                       | 0                                  |                     |                     |
| <b>e</b> Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions . . . . .  |                       |                                    | 0                   |                     |
| <b>f</b> Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011. . . . .  |                       |                                    |                     | 317,141             |
| <b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions) . . . . .                  | 0                     |                                    |                     |                     |
| <b>8</b> Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions) . . . . .  | 0                     |                                    |                     |                     |
| <b>9</b> <b>Excess distributions carryover to 2011.</b><br>Subtract lines 7 and 8 from line 6a . . . . .   | 0                     |                                    |                     |                     |
| <b>10</b> Analysis of line 9   |                       |                                    |                     |                     |
| <b>a</b> Excess from 2006. . . . .   |                       |                                    |                     |                     |
| <b>b</b> Excess from 2007. . . . .   |                       |                                    |                     |                     |
| <b>c</b> Excess from 2008. . . . .   |                       |                                    |                     |                     |
| <b>d</b> Excess from 2009. . . . .   |                       |                                    |                     |                     |
| <b>e</b> Excess from 2010. . . . .   |                       |                                    |                     |                     |

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

|     |   |  |  |  |
|-----|---|--|--|--|
| 1a  | If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling. <input type="text"/> |  |  |  |
| b   | Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)                    |  |  |  |
| 2a  | Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.  |  |  |  |
| b   | 85% of line 2a.   |  |  |  |
| c   | Qualifying distributions from Part XII, line 4 for each year listed.  |  |  |  |
| d   | Amounts included in line 2c not used directly for active conduct of exempt activities.  |  |  |  |
| e   | Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c.   |  |  |  |
| 3   | Complete 3a, b, or c for the alternative test relied upon   |  |  |  |
| a   | "Assets" alternative test—enter   |  |  |  |
| (1) | Value of all assets.  |  |  |  |
| (2) | Value of assets qualifying under section 4942(j)(3)(B)(i).  |  |  |  |
| b   | "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.   |  |  |  |
| c   | "Support" alternative test—enter  |  |  |  |
| (1) | Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).  |  |  |  |
| (2) | Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).   |  |  |  |
| (3) | Largest amount of support from an exempt organization   |  |  |  |
| (4) | Gross investment income   |  |  |  |

**Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of the instructions.)****1 Information Regarding Foundation Managers:**

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

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

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

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

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

JPMORGAN CHASE BANK NA ATTN KONNIE  
PO BOX 2050 TX1-1260  
FORT WORTH, TX 76113  
(817) 884-4772

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

COPY OF IRS DETERMINATION LETTER, PURPOSE, DESCRIPTION OF PROJECT, BUDGET INFO, LIST OF DIRECTORS, AMOUNT REQUESTED

c Any submission deadlines

SEPTEMBER 30

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

NO RESTRICTIONS

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

| Recipient  | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount  |
|--|---|--------------------------------|----------------------------------|---------|
| Name and address (home or business)                        |   |                                |                                  |         |
| <b>a Paid during the year</b><br>See Additional Data Table |   |                                |                                  |         |
| <b>Total</b> . . . . .                                     |   |                                | ► 3a                             | 292,600 |
| <b>b Approved for future payment</b>                       |   |                                |                                  |         |
| <b>Total</b> . . . . .                                     |   |                                | ► 3b                             | 0       |

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

| Enter gross amounts unless otherwise indicated                             | Unrelated business income |               | Excluded by section 512, 513, or 514 |               | (e)<br>Related or exempt<br>function income<br>(See page 28 of<br>the instructions ) |
|--|---------------------------|---------------|--------------------------------------|---------------|--|
|  | (a)<br>Business code      | (b)<br>Amount | (c)<br>Exclusion code                | (d)<br>Amount |  |
| <b>1 Program service revenue</b>   |                           |               |                                      |               |  |
| <b>a</b>   |                           |               |                                      |               |  |
| <b>b</b>   |                           |               |                                      |               |  |
| <b>c</b>   |                           |               |                                      |               |  |
| <b>d</b>   |                           |               |                                      |               |  |
| <b>e</b>   |                           |               |                                      |               |  |
| <b>f</b>   |                           |               |                                      |               |  |
| <b>g Fees and contracts from government agencies</b>                       |                           |               |                                      |               |  |
| <b>2 Membership dues and assessments.</b>                                  |                           |               |                                      |               |  |
| <b>3 Interest on savings and temporary cash investments</b>                |                           |               | 14                                   | 75            |  |
| <b>4 Dividends and interest from securities.</b>                           |                           |               | 14                                   | 155,984       |  |
| <b>5 Net rental income or (loss) from real estate</b>                      |                           |               |                                      |               |  |
| <b>a Debt-financed property.</b>   |                           |               |                                      |               |  |
| <b>b Not debt-financed property.</b>                                       |                           |               |                                      |               |  |
| <b>6 Net rental income or (loss) from personal property</b>                |                           |               |                                      |               |  |
| <b>7 Other investment income.</b>  |                           |               | 15                                   | 54            |  |
| <b>8 Gain or (loss) from sales of assets other than inventory</b>          |                           |               | 18                                   | 124,829       |  |
| <b>9 Net income or (loss) from special events</b>                          |                           |               |                                      |               |  |
| <b>10 Gross profit or (loss) from sales of inventory.</b>                  |                           |               |                                      |               |  |
| <b>11 Other revenue a</b>  |                           |               |                                      |               |  |
| <b>b</b>   |                           |               |                                      |               |  |
| <b>c</b>   |                           |               |                                      |               |  |
| <b>d</b>   |                           |               |                                      |               |  |
| <b>e</b>   |                           |               |                                      |               |  |
| <b>12 Subtotal Add columns (b), (d), and (e).</b>                          |                           | 0             |                                      | 280,942       | 0  |
| <b>13 Total. Add line 12, columns (b), (d), and (e).</b>                   |                           |               | 13                                   |               | 280,942  |
| (See worksheet in line 13 instructions on page 28 to verify calculations.) |                           |               |                                      |               |  |

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



## Additional Data

**Software ID:**  
**Software Version:**  
**EIN:** 75-6042630  
**Name:** PANGBURN FOUNDATION R76950006 8336228500

### Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

| Recipient<br><br>Name and address (home or business)                                   | If recipient is an individual,<br>show any relationship to<br>any foundation manager<br>or substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution         | Amount         |
|--|--|--------------------------------------|---|----------------|
| <b>a Paid during the year</b>  |  |                                      |   |                |
| ALLIED THEATRE GROUP INC<br>821 W VICKERY BLVD<br>FORT WORTH, TX 76104                 | NONE   | PUBLIC<br>CHARITY                    | PROGRAM SUPPORT                             | 12,000         |
| CIRCLE THEATRE INC<br>PO BOX 470456<br>FORT WORTH, TX 76147                            | NONE   | PUBLIC<br>CHARITY                    | PROGRAM SUPPORT                             | 5,500          |
| FORT WORTH OPERA<br>ASSOCIATION INC<br>1309 MONTGOMERY STREET<br>FORT WORTH, TX 76107  | NONE   | PUBLIC<br>CHARITY                    | PROGRAM SUPPORT AND<br>OPERA FESTIVAL GRANT | 15,000         |
| FORT WORTH SYMPHONY<br>ORCHESTRA<br>330 E 4TH ST<br>FORT WORTH, TX 76102               | NONE   | PUBLIC<br>CHARITY                    | PROGRAM SUPPORT                             | 100,000        |
| FORT WORTH ZOOLOGICAL<br>ASSOCIATION INC<br>1989 COLONIAL PKWY<br>FORT WORTH, TX 76110 | NONE   | PUBLIC<br>CHARITY                    | GRANT - ZOO BALL                            | 25,000         |
| JUBILEE PLAYERS INC<br>506 MAIN STREET<br>FORT WORTH, TX 76102                         | NONE   | PUBLIC<br>CHARITY                    | PROGRAM SUPPORT                             | 25,000         |
| TEXAS BALLET THEATER INC<br>1600 GREEN OAKS RD<br>FORT WORTH, TX 76116                 | NONE   | PUBLIC<br>CHARITY                    | PROGRAM SUPPORT                             | 50,000         |
| VAN CLIBURN FOUNDATION INC<br>2525 RIDGMAR BLVD<br>FORT WORTH, TX 76116                | NONE   | PUBLIC<br>CHARITY                    | PROGRAM SUPPORT                             | 60,100         |
| <b>Total . . . . .</b>   |  |                                      | <b>► 3a</b>                                 | <b>292,600</b> |

## TY 2010 Accounting Fees Schedule

**Name:** PANGBURN FOUNDATION R76950006 8336228500

**EIN:** 75-6042630

| Category            | Amount | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|---------------------|--------|-----------------------|---------------------|---------------------------------------|
| TAX PREPARATION FEE | 825    | 0                     |                     | 825                                   |

**TY 2010 All Other Program  
Related Investments Schedule**

**Name:** PANGBURN FOUNDATION R76950006 8336228500

**EIN:** 75-6042630

| <b>Category</b> | <b>Amount</b> |
|-----------------|---------------|
| N/A             | 0             |

## TY 2010 Investments Corporate Bonds Schedule

Name: PANGBURN FOUNDATION R76950006 8336228500  
EIN: 75-6042630

| Name of Bond  | End of Year Book Value | End of Year Fair Market Value |
|---|------------------------|-------------------------------|
| BLACKROCK HIGH YIELD BOND - 35854.55 SHS                                    | 280,024                | 280,383                       |
| AMERICAN CENTURY INFLATION ADJUSTED BOND FUND - 11400.35 SHS                | 123,603                | 136,918                       |
| ISHARES BARCLAYS TIPS BOND FUND - 645 SHS                                   | 69,684                 | 70,408                        |
| EATON VANCE MUT FDS TR FLT RT CL I - 6896.55 SHS                            | 60,000                 | 62,621                        |
| JPM HIGH YIELD FD - SEL FUND 3580 5.89% - 20021.89 SHS                      | 160,000                | 166,382                       |
| DREYFUS/LAUREL FDS TR PRM EMRGN MK I - 4855 SHS                             | 68,795                 | 71,660                        |
| JPM STR INC OPP FD FUND 3844 2.02% - 11653.44 SHS                           | 116,884                | 139,608                       |
| JPM INTL CURRENCY INCOME FD INCOME FUND 1.63% - 12226.38 SHS                | 130,700                | 139,748                       |
| WELLPOINT HEALTH NETWORK NOTES 6 3/8% JAN 15 2012 DTD 1/16/2002 - 5000 SHS  | 5,127                  | 5,225                         |
| CREDIT SUISSE FB USA INC NOTES 6 1/8% NOV 15 2011 DTD 11/6/2001 - 15000 SHS | 15,437                 | 15,507                        |
| NORFOLK SOUTHERN CORP NOTES 7.70% MAY 15 2017 DTD 5/19/97 - 5000 SHS        | 5,582                  | 6,132                         |
| U S A BOND STRIPPED PRIN PMT ZERO CPN MAY 15 2017 DTD 05/16/87 - 55000 SHS  | 43,727                 | 46,584                        |
| U S A BONDS 7 1/4% MAY 15 2016 DTD 5/15/86 - 40000 SHS                      | 46,521                 | 49,725                        |
| U S A BONDS 9% NOV 15 2018 DTD 11/15/88 - 15000 SHS                         | 22,564                 | 21,257                        |
| UNION PACIFIC CORP NOTES 6 1/2% APR 15 2012 DTD 4/18/2002 - 3000 SHS        | 3,106                  | 3,172                         |
| HOUSEHOLD FINANCE CORP NOTES 7% MAY 15 2012 DTD 5/22/2002 - 15000 SHS       | 13,350                 | 15,954                        |
| SBC COMMUNICATIONS INC NOTES 5 7/8% AUG 15 2012 DTD 8/19/2002 - 15000 SHS   | 15,725                 | 15,985                        |
| VERIZON GLOBAL FUNDING CORP NOTES 7 3/8% SEP 1 2012 - 15000 SHS             | 16,369                 | 16,319                        |
| WELLS FARGO COMPANY NOTES 5% NOV 15 2014 DTD 11/6/2002 - 20000 SHS          | 19,386                 | 21,376                        |
| BOEING COMPANY NOTES 5 1/8% FEB 15 2013 DTD 2/11/2003 - 5000 SHS            | 5,052                  | 5,367                         |
| U S A BONDS 3 7/8% FEB 15 2013 DTD 2/15/2003 - 35000 SHS                    | 33,690                 | 37,078                        |
| GOLDMAN SACHS GROUP INC NOTES 5 1/4% APR 1 2013 DTD 3/31/2003 - 20000 SHS   | 20,279                 | 21,333                        |
| FANNIE MAE SER 2002-12 CL PG 6% MAR 25 2017 DTD 2/1/2002 - 8256.8 SHS       | 8,365                  | 8,878                         |
| DEUTSCHE TELEKOM INT FIN NOTES 5 1/4% JUL 22 2013 DTD 7/22/2003 - 10000 SHS | 9,540                  | 10,807                        |
| DAIMLERCHRYSLER NA HOLDINGS NOTES 6 1/2% NOV 15 2013 - 5000 SHS             | 5,558                  | 5,584                         |
| U S A NOTES 4 1/4% NOV 15 2013 DTD 11/15/2003 - 35000 SHS                   | 35,416                 | 37,901                        |
| METLIFE INC NOTES 5% NOV 24 2013 DTD 11/24/2003 - 10000 SHS                 | 10,090                 | 10,769                        |
| MORGAN STANLEY NOTES 4 3/4% APR 1 2014 DTD 3/30/2004 - 15000 SHS            | 15,064                 | 15,630                        |
| BRISTOL-MYERS SQUIBB NOTES 5 1/4% AUG 15 2013 DTD 2/15/2004 - 5000 SHS      | 5,161                  | 5,474                         |
| U S A NOTES 4 1/4% AUG 15 2014 DTD 8/15/2004 - 40000 SHS                    | 38,086                 | 43,741                        |
| U S A NOTES 4% FEB 15 2015 DTD 2/15/2005 - 45000 SHS                        | 45,355                 | 48,874                        |
| MERCK & CO 4 3/4% MAR 1 2015 DTD 2/17/2005 - 5000 SHS                       | 4,956                  | 5,466                         |
| FREDDIE MAC GOLD PARTIC CTF 6.50% JUL 1 2014 POOL NO E00721 - 3427.1 SHS    | 3,371                  | 3,634                         |
| KIMBERLY-CLARK CORPORATION 4 7/8% AUG 15 2015 DTD 8/11/2005 - 10000 SHS     | 9,973                  | 10,980                        |
| U S A NOTES 4 1/4% AUG 15 2015 DTD 8/15/2005 - 30000 SHS                    | 34,132                 | 32,927                        |
| CITIGROUP INC SENIOR NOTES 5.3% JAN 7 2016 DTD 12/8/2005 - 15000 SHS        | 13,770                 | 15,901                        |
| CISCO SYSTEMS NOTES 5 1/2% FEB 22 2016 DTD 2/22/2006 - 10000 SHS            | 9,749                  | 11,228                        |
| COMCAST CORP 6 1/2% JAN 15 2017 DTD 7/14/2006 - 10000 SHS                   | 10,801                 | 11,388                        |
| FANNIE MAE 7% JAN 1 2031 DTD 1/1/2001 POOL NO 566955 - 3812.7 SHS           | 3,916                  | 4,390                         |
| FANNIE MAE 5% JUN 1 2019 DTD 6/1/2004 POOL NO 781333 - 9738.79 SHS          | 9,915                  | 10,433                        |
| GNMA POOL NO 781079 7.50% AUG 15 2029 AUG 8/1/1999 - 4318.42 SHS            | 4,520                  | 5,025                         |
| BHP BILLITON FINANCE USA 5 1/4% DEC 15 2015 DTD 12/12/2005 - 5000 SHS       | 4,759                  | 5,563                         |
| FHLMC REMIC SER 2962 CL YE 4 1/2% SEP 15 2018 DTD 4/01/05 - 25000 SHS       | 24,266                 | 26,430                        |
| OHIO POWER COMPANY 4.85% JAN 15 2014 DTD 7/11/2003 - 5000 SHS               | 4,918                  | 5,340                         |
| PITNEY BOWES INC MEDIUM TERM NOTE 4 7/8% AUG 15 2014 - 5000 SHS             | 4,973                  | 5,242                         |
| MERRILL LYNCH & CO MEDIUM TERM NOTE 6.05% AUG 15 2012 - 10000 SHS           | 9,903                  | 10,627                        |
| SUNTRUST BANKS SR NOTES 6% SEP 11 2017 DTD 09/10/2007 - 5000 SHS            | 5,000                  | 5,504                         |
| GENERAL ELEC CAP CORP MEDIUM TERM NOTES 5 5/8% SEP 15 2017 - 15000 SHS      | 14,541                 | 16,277                        |
| DIAGEO CAPITAL PLC NOTES 5 3/4% OCT 23 2017 DTD 10/26/2007 - 5000 SHS       | 5,156                  | 5,605                         |
| ORACLE CORP 5 3/4% APR 15 2018 DTD 04/09/2008 - 5000 SHS                    | 4,998                  | 5,599                         |
| JOHN DEERE CAPITAL CORP MEDIUM TERM NOTE 5.35% APR 03 2018 - 5000 SHS       | 4,985                  | 5,506                         |
| ALLSTATE LF GLB FN TRST MEDIUM TERM NOTES 5 3/8% APR 30 2013 - 10000 SHS    | 9,869                  | 10,789                        |
| GLAXOSMITHKLINE CAP INC 5.65% MAY 15 2018 DTD 05/13/2008 - 5000 SHS         | 5,050                  | 5,619                         |
| TRAVELERS COS INC SR NOTES 5.8% MAY 15 2018 DTD 05/13/2008 - 5000 SHS       | 4,401                  | 5,499                         |
| KEYCORP MEDIUM TERM NOTES 6 1/2% MAY 14 2013 DTD 05/14/2008 - 5000 SHS      | 5,497                  | 5,450                         |
| EATON CORP NOTES 5.6% MAY 15 2018 DTD 05/20/2008 - 5000 SHS                 | 4,862                  | 5,544                         |
| AMER EXPRESS CREDIT CO MEDIUM TERM NOTES 5 7/8% MAY 02 2013 - 5000 SHS      | 4,985                  | 5,399                         |
| TIME WARNER CABLE INC 6.2% JUL 01 2013 DTD 06/19/2008 - 5000 SHS            | 5,210                  | 5,497                         |
| RIO TINTO FIN USA LTD NOTES 6 1/2% JUL 15 2018 DTD 06/27/2008 - 5000 SHS    | 5,892                  | 5,757                         |
| E.I. DU PONT DE NEMOURS SR NOTES 6% JUL 15 2018 DTD 07/28/2008 - 5000 SHS   | 5,103                  | 5,702                         |
| FANNIE MAE SER 2001-51 CL QN 6% OCT 25 2016 DTD 09/01/2001 - 10117.23 SHS   | 10,211                 | 10,854                        |
| FANNIE MAE SER 2004-45 CL ZL 6% OCT 15 2032 DTD 05/01/2004 - 30105.58 SHS   | 29,776                 | 33,179                        |
| NATIONAL CITY CORP 4.9% JAN 15 2015 DTD 01/12/2005 - 5000 SHS               | 4,463                  | 5,375                         |
| NATIONAL RURAL UTIL CORP 10 3/8% NOV 01 2018 DTD 10/30/2008 - 5000 SHS      | 6,750                  | 6,827                         |
| STAPLES INC 9 3/4% JAN 15 2014 DTD 01/15/2009 - 5000 SHS                    | 5,463                  | 6,003                         |
| AMGEN INC SR NOTES 5.7% FEB 01 2019 DTD 01/16/2009 - 5000 SHS               | 5,182                  | 5,589                         |
| PRINCIPAL LIFE INC FDG MEDIUM TERM NOTE 5.3% APR 24 2013 - 10000 SHS        | 9,849                  | 10,760                        |
| U S A TREASURY NOTES 1 3/4% JAN 31 2014 DTD 01/22/2009 - 5000 SHS           | 4,965                  | 5,079                         |
| PACCAR INC NOTES 6 7/8% FEB 15 2014 DTD 02/13/2009 - 5000 SHS               | 5,459                  | 5,699                         |
| MIDAMERICAN ENERGY CO 5.3% MAR 15 2018 DTD 03/25/2008 - 10000 SHS           | 9,972                  | 10,969                        |
| THOMSON REUTERS CORP 5.7% OCT 01 2014 DTD 10/02/2007 - 5000 SHS             | 5,205                  | 5,583                         |
| WYETH 5.45% APR 01 2017 DTD 03/27/2007 - 5000 SHS                           | 5,060                  | 5,588                         |
| PROGRESS ENERGY INC 6.05% MAR 15 2014 DTD 03/19/2009 - 5000 SHS             | 4,986                  | 5,529                         |
| ATOMS ENERGY CORP 8 1/2% MAR 15 2019 DTD 03/26/2009 - 5000 SHS              | 4,991                  | 6,246                         |
| FHLMC REMIC SER 3150 CL EQ 5% MAY 15 2026 DTD 05/01/2006 - 15000 SHS        | 14,025                 | 15,552                        |
| TRANS-CANADA PIPELINES 4% JUN 15 2013 DTD 06/12/2003 - 5000 SHS             | 4,680                  | 5,285                         |
| HRPT PROPERTIES TRUST 5 3/4% FEB 15 2014 DTD 10/30/2003 - 5000 SHS          | 4,829                  | 5,218                         |
| BANK OF AMERICA CORP SR NOTES 7 5/8% JUN 01 2019 DTD 06/02/2009 - 10000 SHS | 11,707                 | 11,582                        |
| ERSH OPERATING 5 3/4% JUN 15 2033 DTD 05/01/2005 - 25000 SHS                | 4,958                  | 5,505                         |
| EATON CORP NOTES 5.6% MAY 15 2018 DTD 05/20/2008 - 5000 SHS                 | 4,862                  | 5,544                         |
| AMER EXPRESS CREDIT CO MEDIUM TERM NOTES 5 7/8% MAY 02 2013 - 5000 SHS      | 4,985                  | 5,399                         |
| TIME WARNER CABLE INC 6.2% JUL 01 2013 DTD 06/19/2008 - 5000 SHS            | 5,210                  | 5,497                         |
| RIO TINTO FIN USA LTD NOTES 6 1/2% JUL 15 2018 DTD 06/27/2008 - 5000 SHS    | 5,892                  | 5,757                         |
| E.I. DU PONT DE NEMOURS SR NOTES 6% JUL 15 2018 DTD 07/28/2008 - 5000 SHS   | 5,103                  | 5,702                         |
| FANNIE MAE SER 2001-51 CL QN 6% OCT 25 2016 DTD 09/01/2001 - 10117.23 SHS   | 10,211                 | 10,854                        |
| FANNIE MAE SER 2004-45 CL ZL 6% OCT 15 2032 DTD 05/01/2004 - 30105.58 SHS   | 29,776                 | 33,179                        |
| NATIONAL CITY CORP 4.9% JAN 15 2015 DTD 01/12/2005 - 5000 SHS               | 4,463                  | 5,375                         |
| NATIONAL RURAL UTIL CORP 10 3/8% NOV 01 2018 DTD 10/30/2008 - 5000 SHS      | 6,750                  | 6,827                         |
| STAPLES INC 9 3/4% JAN 15 2014 DTD 01/15/2009 - 5000 SHS                    | 5,463                  | 6,003                         |
| AMGEN INC SR NOTES 5.7% FEB 01 2019 DTD 01/16/2009 - 5000 SHS               | 5,182                  | 5,589                         |
| PRINCIPAL LIFE INC FDG MEDIUM TERM NOTE 5.3% APR 24 2013 - 10000 SHS        | 9,849                  | 10,760                        |
| U S A TREASURY NOTES 1 3/4% JAN 31 2014 DTD 01/22/2009 - 5000 SHS           | 4,965                  | 5,079                         |
| PACCAR INC NOTES 6 7/8% FEB 15 2014 DTD 02/13/2009 - 5000 SHS               | 5,459                  | 5,699                         |
| MIDAMERICAN ENERGY CO 5.3% MAR 15 2018 DTD 03/25/2008 - 10000 SHS           | 9,972                  | 10,969                        |
| THOMSON REUTERS CORP 5.7% OCT 01 2014 DTD 10/02/2007 - 5000 SHS             | 5,205                  | 5,583                         |
| WYETH 5.45% APR 01 2017 DTD 03/27/2007 - 5000 SHS                           | 5,060                  | 5,588                         |
| PROGRESS ENERGY INC 6.05% MAR 15 2014 DTD 03/19/2009 - 5000 SHS             | 4,986                  | 5,529                         |
| ATOMS ENERGY CORP 8 1/2% MAR 15 2019 DTD 03/26/2009 - 5000 SHS              | 4,991                  | 6,246                         |
| FHLMC REMIC SER 3150 CL EQ 5% MAY 15 2026 DTD 05/01/2006 - 15000 SHS        | 14,025                 | 15,552                        |
| TRANS-CANADA PIPELINES 4% JUN 15 2013 DTD 06/12/2003 - 5000 SHS             | 4,680                  | 5,285                         |
| HRPT PROPERTIES TRUST 5 3/4% FEB 15 2014 DTD 10/30/2003 - 5000 SHS          | 4,829                  | 5,218                         |
| BANK OF AMERICA CORP SR NOTES 7 5/8% JUN 01 2019 DTD 06/02/2009 - 10000 SHS | 11,707                 | 11,582                        |
| ERSH OPERATING 5 3/4% JUN 15 2033 DTD 05/01/2005 - 25000 SHS                | 4,958                  | 5,505                         |
| EATON   |                        |                               |

**TY 2010 Investments Corporate  
Stock Schedule**

**Name:** PANGBURN FOUNDATION R76950006 8336228500  
**EIN:** 75-6042630

| <b>Name of Stock</b>   | <b>End of Year Book Value</b> | <b>End of Year Fair Market Value</b> |
|--|-------------------------------|--------------------------------------|
| T ROWE PRICE INTERNATIONAL FUNDS INC NEW ASIA FUND - 3649.61 SHS | 43,919                        | 69,416                               |
| SPDR S&P 500 ETF TRUST - 1200 SHS                                | 129,228                       | 159,108                              |
| THORNBURG VALUE FUND FD CL I - 6221.81 SHS                       | 250,000                       | 233,816                              |
| ISHARES S&P MIDCAP 400 INDEX FUND - 1890 SHS                     | 130,623                       | 186,562                              |
| DODGE & COX INTERNATIONAL STOCK - 1458.93 SHS                    | 66,452                        | 53,412                               |
| ARBITRAGE FUNDS - I CL I - 10389.44 SHS                          | 136,205                       | 134,335                              |
| JPM US REAL ESTATE FD - SEL FUND 3037 - 7118.7 SHS               | 149,736                       | 117,031                              |
| JPM INTREPID AMERICA FD - SEL FUND 1206 - 4933.23 SHS            | 117,250                       | 121,308                              |
| JPM MARKET EXPANSION INDEX FD - SEL FUND 3708 - 14461.97 SHS     | 94,581                        | 169,639                              |
| JPM INTL VALUE FD - SEL FUND 1296 - 5307.7 SHS                   | 67,832                        | 73,618                               |
| JPM ASIA 3 FD - SEL FUND 1134 - 1799.6 SHS                       | 39,213                        | 67,917                               |
| VANGUARD MSCI EMERGING MARKETS ETF - 2904 SHS                    | 135,072                       | 142,151                              |
| JPM US LRGE CAP CORE PLUS FD - SEL FUND 1002 - 11875.7 SHS       | 220,000                       | 255,684                              |
| POWERSHARES DB COMMODITY INDEX TRACKING FUND - 5490 SHS          | 125,112                       | 167,500                              |
| HARTFORD CAPITAL APPRECIATION FUND - 7349.85 SHS                 | 175,000                       | 260,846                              |
| T ROWE PRICE OVERSEAS STOCK FUND - 32410.65 SHS                  | 283,269                       | 281,649                              |
| IVY GLOBAL NATURAL RESOURCE-I - 1809.85 SHS                      | 75,000                        | 44,685                               |
| EATON VANCE MUT FDS TR GLOBAL MACRO - I - 12661.1 SHS            | 131,485                       | 129,017                              |
| GATEWAY FUND - Y - 2638.62 SHS                                   | 68,340                        | 70,161                               |
| SPDR GOLD TRUST - 750 SHS  | 69,961                        | 104,895                              |
| JPM RESEARCH MARKET NEUTRAL FD - SEL FUND - SEL - 8903.1 SHS     | 139,228                       | 135,950                              |
| MS SPX MKT PLS NOTE 05/19/11 - 45000 SHS                         | 44,437                        | 54,263                               |
| HIGHBRIDGE DYNAMIC COMM STRG FD - 4720.96 SHS                    | 66,234                        | 96,685                               |
| GS EAFE NOTE 04/25/11 - 70000 SHS                                | 69,139                        | 70,043                               |
| BARC ASIA BREN 05/19/11 - 70000 SHS                              | 69,300                        | 80,346                               |
| CS COMMODITY CPN 5/12/11 KNOCK-OUT NOTES - 70000 SHS             | 69,300                        | 78,540                               |
| GS BREN SPX 07/22/11 - 70000 SHS                                 | 69,300                        | 79,109                               |
| HSBC BREN EAFE 08/22/11 - 65000 SHS                              | 64,350                        | 68,367                               |
| DB BREN SPX 08/29/11 - 70000 SHS                                 | 69,300                        | 78,001                               |
| SG BREN EAFE 10/19/11 - 70000 SHS                                | 69,300                        | 73,472                               |

| <b>Name of Stock</b>                              | <b>End of Year Book Value</b> | <b>End of Year Fair Market Value</b> |
|---|-------------------------------|--------------------------------------|
| GS BREN MID 12/02/11 - 150000 SHS                 | 148,500                       | 161,618                              |
| DB BREN SPX 12/14/11 - 70000 SHS                  | 69,300                        | 74,389                               |
| BARC REN SPX 01/25/12 2XLEV-9.65%CAP - 110000 SHS | 108,900                       | 114,444                              |

## TY 2010 Other Assets Schedule

**Name:** PANGBURN FOUNDATION R76950006 8336228500**EIN:** 75-6042630

| Description             | Beginning of Year -<br>Book Value | End of Year - Book<br>Value | End of Year - Fair<br>Market Value |
|-------------------------|-----------------------------------|-----------------------------|------------------------------------|
| MINERAL PROPERTY ASSETS | 7                                 | 7                           | 123                                |

## TY 2010 Other Decreases Schedule

**Name:** PANGBURN FOUNDATION R76950006 8336228500**EIN:** 75-6042630

| Description                               | Amount |
|---|--------|
| ADJUSTMENTS OF CARRYING VALUE / TAX BASIS | 684    |

## TY 2010 Other Expenses Schedule

**Name:** PANGBURN FOUNDATION R76950006 8336228500**EIN:** 75-6042630

| Description       | Revenue and Expenses<br>per Books | Net Investment<br>Income | Adjusted Net Income | Disbursements for<br>Charitable Purposes |
|-------------------|-----------------------------------|--------------------------|---------------------|--|
| MINERAL MGMT FEES | 494                               | 494                      |                     | 0  |

## TY 2010 Other Income Schedule

**Name:** PANGBURN FOUNDATION R76950006 8336228500**EIN:** 75-6042630

| Description              | Revenue And Expenses Per Books | Net Investment Income | Adjusted Net Income |
|--------------------------|--------------------------------|-----------------------|---------------------|
| OIL & GAS ROYALTY INCOME | 54                             | 54                    | 54                  |

**TY 2010 Other Increases Schedule****Name:** PANGBURN FOUNDATION R76950006 8336228500**EIN:** 75-6042630

| Description                                 | Amount |
|---|--------|
| NON-DIVIDEND DISTRIBUTION/RETURN OF CAPITAL | 4,161  |

## TY 2010 Taxes Schedule

**Name:** PANGBURN FOUNDATION R76950006 8336228500**EIN:** 75-6042630

| Category                                 | Amount | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|--|--------|-----------------------|---------------------|---------------------------------------|
| ESTIMATED EXCISE TAX PAID - CURRENT YEAR | 3,000  | 0                     |                     | 0                                     |
| EXCISE TAX PAID - PRIOR YEAR             | 1,034  | 0                     |                     | 0                                     |
| FOREIGN TAXES PAID                       | 1,001  | 1,001                 |                     | 0                                     |
| AD VALOREM TAX                           | 12     | 12                    |                     | 0                                     |