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

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

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning 5/1/2010, and ending 4/30/2011

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

ANNA PITZL / J FRED KROST CHAR TR #1 C/O WELLS FARGO BANK, N A 06781600

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

Room/suite

Wells Fargo Bank N.A PO Box 53456 MAC S4101-22G

City or town, state, and ZIP code

Phoenix

AZ

85072-3456

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 1,978,077

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

A Employer identification number

41-6258065

B Telephone number (see page 10 of the instructions)

(888) 730-4933

C If exemption application is pending, check here ▶ ☐D 1. Foreign organizations, check here ▶ ☐2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	0	0		
4 Dividends and interest from securities	46,417	46,417		
5 a Gross rents		0		
b Net rental income or (loss)	0			
6 a Net gain or (loss) from sale of assets not on line 10	8,661			
b Gross sales price for all assets on line 6a	387,139			
7 Capital gain net income (from Part IV, line 2)		8,661		
8 Net short-term capital gain			0	
9 Income modifications				
10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0			
c Gross profit or (loss) (attach schedule)	0			
11 Other income (attach schedule)	0	0	0	
12 Total. Add lines 1 through 11	55,078	55,078	0	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	24,491	18,368		6,123
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)	0	0	0	0
b Accounting fees (attach schedule)	0	0	0	0
c Other professional fees (attach schedule)	865	649	0	216
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)	1,172	703	0	0
19 Depreciation (attach schedule) and depletion	0	0	0	
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	200	175	0	25
24 Total operating and administrative expenses. Add lines 13 through 23	26,728	19,895	0	6,364
25 Contributions, gifts, grants paid	55,919			55,919
26 Total expenses and disbursements. Add lines 24 and 25	82,647	19,895	0	62,283
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-27,569			
b Net investment income (if negative, enter -0-)		35,183		
c Adjusted net income (if negative, enter -0-)			0	

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

(HTA)

Form **990-PF** (2010)

11R

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash—non-interest-bearing		0	
	2 Savings and temporary cash investments	328,399	55,378	55,378
	3 Accounts receivable <input type="checkbox"/> Less allowance for doubtful accounts <input type="checkbox"/>	0 0	0 0	0 0
	4 Pledges receivable <input type="checkbox"/> Less allowance for doubtful accounts <input type="checkbox"/>	0 0	0 0	0 0
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)	0	0	0
	7 Other notes and loans receivable (attach schedule) <input type="checkbox"/> Less allowance for doubtful accounts <input type="checkbox"/>	0 0	0 0	0 0
	8 Inventories for sale or use		0	
	9 Prepaid expenses and deferred charges		0	
	10 a Investments—U S and state government obligations (attach schedule)	0	0	0
	b Investments—corporate stock (attach schedule)	830,151	0	0
	c Investments—corporate bonds (attach schedule)	428,544	0	0
	11 Investments—land, buildings, and equipment basis <input type="checkbox"/> Less accumulated depreciation (attach schedule) <input type="checkbox"/>	0 0	0 0	0 0
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	140,916	1,644,739	1,922,699
	14 Land, buildings, and equipment basis <input type="checkbox"/> Less accumulated depreciation (attach schedule) <input type="checkbox"/>	0 0	0 0	0 0
15 Other assets (describe <input type="checkbox"/>)	0	0	0	
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,728,010	1,700,117	1,978,077	
Liabilities	17 Accounts payable and accrued expenses		0	
	18 Grants payable			
	19 Deferred revenue		0	
	20 Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21 Mortgages and other notes payable (attach schedule)	0	0	
	22 Other liabilities (describe <input type="checkbox"/>)	0	0	
23 Total liabilities (add lines 17 through 22)	0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	1,728,010	1,700,117	
	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)	1,728,010	1,700,117		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,728,010	1,700,117		

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 1,728,010
2 Enter amount from Part I, line 27a	2 -27,569
3 Other increases not included in line 2 (itemize) <input type="checkbox"/>	3 0
4 Add lines 1, 2, and 3	4 1,700,441
5 Decreases not included in line 2 (itemize) <input type="checkbox"/> COST BASIS ADJUSTMENT	5 324
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6 1,700,117

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 Attached Statement				
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	0	0	0	
b	0	0	0	
c	0	0	0	
d	0	0	0	
e	0	0	0	
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a	0	0	0	
b	0	0	0	
c	0	0	0	
d	0	0	0	
e	0	0	0	
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	8,661
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8 .			3	0

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

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

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

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

(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	43,986	1,645,864	0.026725
2008	60,616	1,612,583	0.037589
2007			0.000000
2006			0.000000
2005			0.000000
2 Total of line 1, column (d)			2 0.064314
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 0.032157
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 1,793,749
5 Multiply line 4 by line 3			5 57,682
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 352
7 Add lines 5 and 6			7 58,034
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 62,283

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	352
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	0
3	Add lines 1 and 2	3	352
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	352
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	752
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	0
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	752
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	400
11	Enter the amount of line 10 to be Credited to 2011 estimated tax <input type="checkbox"/> 400 Refunded <input type="checkbox"/>	11	0

Part VII-A Statements Regarding Activities

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

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ANNA PITZL / J FRED KROST CHAR TR #1 C/O WELLS FARGO BANK, N.A. 06781600 41-6258065

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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? Website address N/A	13	X	
14	The books are in care of WELLS FARGO BANK N.A. Telephone no 888-730-4933 Located at PO Box 53456 MAC S4101-22G Phoenix AZ ZIP+4 85072-3456			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country	16	Yes	No
				X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

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

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 **N/A**
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? ☐ Yes ☒ No **6b** X

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** N/A

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
Wells Fargo Bank, N.A. PO Box 53456 MAC S4101-22G Phoenix AZ 85	Trustee	4 00 24,491	0	0
		00	0	0
		00	0	0
		00	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				

Total number of other employees paid over \$50,000 **0**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see 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		0
		0
		0
		0
		0
		0

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

**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

0

Total. Add lines 1 through 3



0

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	1,667,345
b	Average of monthly cash balances	1b	153,720
c	Fair market value of all other assets (see page 25 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,821,065
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	
3	Subtract line 2 from line 1d	3	1,821,065
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	27,316
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,793,749
6	Minimum investment return. Enter 5% of line 5	6	89,687

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	89,687
2a	Tax on investment income for 2010 from Part VI, line 5	2a	352
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	0
c	Add lines 2a and 2b	2c	352
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	89,335
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	89,335
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	89,335

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	62,283
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	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	62,283
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	352
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	61,931

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				89,335
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			56,539	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2010				
a From 2005	NONE			
b From 2006	NONE			
c From 2007	NONE			
d From 2008	NONE			
e From 2009	NONE			
f Total of lines 3a through e	0			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 62,283				
a Applied to 2009, but not more than line 2a			56,539	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d Applied to 2010 distributable amount				5,744
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				83,591
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)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2006	0			
b Excess from 2007	0			
c Excess from 2008	0			
d Excess from 2009	0			
e Excess from 2010	0			

N/A

- ▶

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- b** 85% of line 2a

- 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

- 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**

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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 Attached Statement				
Total			▶ 3a	55,919
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	0

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

- | | | | | |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|--------------|------------|-----------|
| 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? | | | Yes | No |
| 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.

John A Sulentic

8/25/2011

VP AND TAX DIRECTOR

Signature of officer or trustee

Date _____

Title

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

PTIN

Donald J Roman

[Handwritten signature]

8/25/2011

Check ☒ if self-employed

P00364310

Firm's name ► PricewaterhouseCoopers, LLP

Firm's EIN ► 13-4008324

Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219-2777

Phone no 412-355-6000

ANNA PITZL / J FRED KROST CHAR TR #1 C/O WELLS FARGO BANK, N A 06781600 41-6258065 Page 1 of 1

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

JEREMIAH PROGRAM

Street

1510 LAUREL AVENUE, SUITE 100

City

MINNEAPOLIS

State

MN

Zip Code

55403

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

3,724

Name

DUNWOODY INSTITUTE

Street

818 DUNWOODY BLVD

City

MINNEAPOLIS

State

MN

Zip Code

55403

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,592

Name

GUSTAVUS ADOLPHUS COLLEGE

Street

800 W COLEGE AVENUE

City

ST PETER

State

MN

Zip Code

56082

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

11,184

Name

SOCIETY FOR THE PROPAGATION OF FAITH

Street

55 W SANBORN ST #588

City

WINONA

State

MN

Zip Code

55987-3655

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

3,730

Name

SOUTH CENTRAL COLLEGE

Street

1920 LEE BLVD

City

NORTH MANKATO

State

MN

Zip Code

56003

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

31,689

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Totals										Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Securities										380,415		372,089		8,326	
Other sales										6,724		6,389		335	
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improve-ments	Depreciation	Net Gain or Loss	
1	X	AFLAC INC	001055102			3/26/2008		10/6/2010	2,632	3,220				-588	
2	X	AFLAC INC	001055102			10/4/2007		10/6/2010	2,685	2,920				-235	
3	X	CARNIVAL CORP	143658300			10/4/2007		10/6/2010	2,975	3,760				-785	
4	X	CARNIVAL CORP	143658300			3/16/2007		10/6/2010	2,578	2,996				-418	
5	X	COHEN & STEERS INTL REAL	19248H401			9/24/2007		12/29/2010	34,263	56,758				-22,495	
6	X	COMCAST CORP CLASS A	20030N101			3/16/2007		10/6/2010	3,578	5,162				-1,584	
7	X	COMCAST CORP CLASS A	20030N101			10/4/2007		10/6/2010	841	1,127				-286	
8	X	WALT DISNEY CO	254687106			10/4/2007		10/5/2010	3,172	3,287				-115	
9	X	HARSCO CORP	415864107			2/27/2008		10/5/2010	2,455	5,952				-3,497	
10	X	ISHARES TR DJ US BASIC MA	464287838			12/19/2007		2/11/2011	5,957	5,602				355	
11	X	ISHARES TR DJ US BASIC MA	464287838			3/25/2008		2/11/2011	1,986	1,882				104	
12	X	MORGAN STANLEY	617446448			3/16/2007		10/5/2010	1,297	3,208				-1,911	
13	X	NATIONAL RURAL UTILI 4 375	637432DA0			7/29/2004		10/1/2010	75,000	74,020				980	
14	X	PETROLEO BRASILEIRO SA -	71654V408			3/26/2008		11/16/2010	3,246	5,215				-1,969	
15	X	PETROLEO BRASILEIRO SA -	71654V408			9/9/2008		11/16/2010	1,623	2,035				-412	
16	X	PFIZER INC	717081103			3/16/2007		10/5/2010	3,420	5,020				-1,600	
17	X	PFIZER INC	717081103			3/25/2008		10/5/2010	2,138	2,595				-457	
18	X	POWERSHARES DB COMMOD	73935S105			5/25/2010		12/27/2010	38,277	30,068				8,209	
19	X	PRINCIPAL PREFERRED SEC	74253Q416			7/8/2009		10/6/2010	32,526	25,000				7,526	
20	X	QUEST DIAGNOSTICS INC	74834L100			11/3/2003		10/5/2010	7,550	5,126				2,424	
21	X	SYSCO CORP	871829107			3/25/2008		10/5/2010	5,722	5,928				-206	
22	X	TARGET CORP	87612E106			10/4/2007		10/5/2010	1,353	1,631				-278	
23	X	TARGET CORP	87612E106			3/16/2007		10/5/2010	3,898	4,312				-414	
24	X	TEMPLETON GLOBAL BOND F	880208400			8/9/2007		12/29/2010	60,686	51,000				9,686	
25	X	TEMPLETON GLOBAL BOND F	880208400			9/24/2007		12/29/2010	5,285	4,524				761	
26	X	TEMPLETON GLOBAL BOND F	880208400			1/14/2010		12/29/2010	41,414	40,000				1,414	
27	X	TRACTOR SUPPLY CO COM	892356106			9/9/2008		10/5/2010	11,850	6,627				5,223	
28	X	TRAVELERS COMPANIES, INC	89417E109			3/16/2007		10/5/2010	5,269	5,019				250	
29	X	UNITEDHEALTH GROUP INC	91324P102			10/4/2007		10/5/2010	2,398	3,278				-880	
30	X	TRAVELERS COMPANIES, INC	89417E109			2/27/2008		10/5/2010	3,952	3,698				254	
31	X	TRAVELERS COMPANIES, INC	89417E109			9/9/2008		10/5/2010	1,317	1,119				198	
32		PARTNERSHIP 1256 GAIN							6,311					6,311	
33		PARTNERSHIP ST LOSS								7				-7	
34		PARTNERSHIP LT GAIN							220					220	
35		PARTNERSHIP FINAL K-1 ADJ								6,382				-6,382	
36		ADJUSTMENT							193					193	

Line 16c (990-PF) - Other Fees

		865	649	0	216
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	865	649		216
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PY FED EXCISE TAX				
2	ESTIMATED EXCISE TAX PAID	469			
3	FOREIGN TAX WITHHELD	703	703		
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

	Description	Revenue and Expenses per Books	200	175	0	25
1	Amortization See attached statement		0	0	0	0
2	TRUSTEE FEES					
3	ADR FEES		8	8		
4	STATE AG FEES		25			25
5	PARTNERSHIP EXPENSE		167	167		
6						
7						
8						
9						
10						

Part II, Line 10b (990-PF) - Investments - Corporate Stock

	Description	Num Shares/ Face Value	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
1	CORPORATE STOCK		830,151			
2						
3						
4						
5						
6						
7						
8						
9						
10						

	Description	Interest Rate	Maturity Date	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
1	CORPORATE BONDS			428,544			
2							
3							
4							
5							
6							
7							
8							
9							
10							

Part II, Line 13 (990-PF) - Investments - Other

	Item or Category	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1	OTHER INVESTMENTS		140,916	1,644,739	1,922,699
2					
3					
4					
5					
6					
7					
8					
9					
10					

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

		Amount		Totals		378,067		0		378,478		-411		0		0		-411							
Long Term CG Distributions				Short Term CG Distributions				Date		Gross Sales Price		Depreciation Allowed		Cost or Other Basis Plus Expense of Sale		Gain or Loss		F M V as of 12/31/69		Adjusted Basis as of 12/31/69		Excess of FMV Over Adj Basis		Gains Minus Excess of FMV Over Adjusted Basis or Losses	
	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold																				
1	AFLAC INC	001055102		3/26/2008	10/6/2010			2,632	0	3,220	-588													-588	
2	AFLAC INC	001055102		10/4/2007	10/6/2010			2,685	0	2,920	-235													-235	
3	CARNIVAL CORP	143658300		10/4/2007	10/6/2010			2,975	0	3,760	-785													-785	
4	CARNIVAL CORP	143658300		3/16/2007	10/6/2010			2,578	0	2,996	-418													-418	
5	COHEN & STEERS INTL REALTY I #1396	19248H401		9/24/2007	12/29/2010			34,263	0	56,758	-22,495													-22,495	
6	COMCAST CORP CLASS A	20030N101		3/16/2007	10/6/2010			3,578	0	5,162	-1,584													-1,584	
7	COMCAST CORP CLASS A	20030N101		10/4/2007	10/6/2010			841	0	1,127	-286													-286	
8	WALT DISNEY CO	254687106		10/4/2007	10/5/2010			3,172	0	3,287	-115													-115	
9	HARSCO CORP	415864107		2/27/2008	10/5/2010			2,455	0	5,952	-3,497													-3,497	
10	ISHARES TR DJ US BASIC MAT SECT	464287838		12/19/2007	2/11/2011			5,957	0	5,602	355													355	
11	ISHARES TR DJ US BASIC MAT SECT	464287838		3/25/2008	2/11/2011			1,986	0	1,882	104													104	
12	MORGAN STANLEY	617446448		3/16/2007	10/5/2010			1,297	0	3,208	-1,911													-1,911	
13	NATIONAL RURAL UTILI 4.375% 10/01/16	637432DA0		7/29/2004	10/1/2010			75,000	0	74,020	980													980	
14	PETROLEO BRASILEIRO S.A - COMM - A71654V408			3/26/2008	11/16/2010			3,246	0	5,215	-1,969													-1,969	
15	PETROLEO BRASILEIRO S.A - COMM - A71654V408			9/9/2008	11/16/2010			1,623	0	2,035	-412													-412	
16	PFIZER INC	717081103		3/16/2007	10/5/2010			3,420	0	5,020	-1,600													-1,600	
17	PFIZER INC	717081103		3/25/2008	10/5/2010			2,138	0	2,595	-457													-457	
18	POWERSHARES DB COMMODITY INDE	73935S105		5/25/2010	12/27/2010			38,277	0	30,068	8,209													8,209	
19	PRINCIPAL PREFERRED SEC-INS #4929	74253Q416		7/8/2009	10/6/2010			32,526	0	25,000	7,526													7,526	
20	QUEST DIAGNOSTICS INC	74834L100		11/3/2003	10/5/2010			7,550	0	5,126	2,424													2,424	
21	SYSCO CORP	871829107		3/25/2008	10/5/2010			5,722	0	5,928	-206													-206	
22	TARGET CORP	87612E106		10/4/2007	10/5/2010			1,353	0	1,631	-278													-278	
23	TARGET CORP	87612E106		3/16/2007	10/5/2010			3,898	0	4,312	-414													-414	
24	TEMPLETON GLOBAL BOND FD-ADV #6	880208400		8/9/2007	12/29/2010			60,686	0	51,000	9,686													9,686	
25	TEMPLETON GLOBAL BOND FD-ADV #6	880208400		9/24/2007	12/29/2010			5,285	0	4,524	761													761	
26	TEMPLETON GLOBAL BOND FD-ADV #6	880208400		1/14/2010	12/29/2010			41,414	0	40,000	1,414													1,414	
27	TRACTOR SUPPLY CO COM	892356106		9/9/2008	10/5/2010			11,850	0	6,627	5,223													5,223	
28	TRAVELERS COMPANIES, INC	89417E109		3/16/2007	10/5/2010			5,269	0	5,019	250													250	
29	UNITEDHEALTH GROUP INC	91324P102		10/4/2007	10/5/2010			2,398	0	3,278	-880													-880	
30	TRAVELERS COMPANIES, INC	89417E109		2/27/2008	10/5/2010			3,952	0	3,698	254													254	
31	TRAVELERS COMPANIES, INC	89417E109		9/9/2008	10/5/2010			1,317	0	1,119	198													198	
32	PARTNERSHIP SECTION 1256 GAIN							6,311	0	0	6,311													6,311	
33	PARTNERSHIP ST LOSS							0		7	-7													-7	
34	PARTNERSHIP LT GAIN							220	0	0	220													220	
35	PARTNERSHIP FINAL K-1 ADJ							0		6,382	-6,382													-6,382	
36	ADJ							193	0	0	193													193	

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

[illegible]

Part

0			0
	Benefits	Expense Account	Explanation
1			
2			
3			
4			
5			
6			
7			
8			
9			
10			

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date	Amount
1 Credit from prior year return		1 283
2 First quarter estimated tax payment	5/15/2010	2 469
3 Second quarter estimated tax payment		3
4 Third quarter estimated tax payment		4
5 Fourth quarter estimated tax payment		5
6 Other payments		6 0
7 Total		7 752

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2009 that remained undistributed at the beginning of the 2010 tax year	1	<u>56,539</u>
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	<u>56,539</u>

Security Code	Security Description	Security Category	Account #	CUSIP	Asset Name	FMV	Units	Fed Cost
	Cash		06781600					
1	Common Stock	Invest - Corp Stock	06781600	001055102	CASH TOTAL	8,372	149	-
1	Common Stock	Invest - Corp Stock	06781600	002824100	AFAC INC	9,107	175	7,404
1	Common Stock	Invest - Corp Stock	06781600	008252108	ABBOTT LABS	7,636	70	9,543
1	Common Stock	Invest - Corp Stock	06781600	037604105	AFFILIATED MANAGERS GROUP, INC COM	2,962	74	5,776
1	Common Stock	Invest - Corp Stock	06781600	037833100	APOLLO GROUP INC CL A	9,454	27	3,740
1	Common Stock	Invest - Corp Stock	06781600	057224107	APPLE INC	7,741	100	7,821
1	Common Stock	Invest - Corp Stock	06781600	126650100	BAKER HUGHES INC COM	12,677	350	6,741
1	Common Stock	Invest - Corp Stock	06781600	14040H105	CVS/CAREMARK CORPORATION	5,911	108	12,998
1	Common Stock	Invest - Corp Stock	06781600	25243Q205	CAPITAL ONE FINANCIAL CORP	4,069	50	7,891
1	Common Stock	Invest - Corp Stock	06781600	254687106	DIAGEO PLC - ADR	6,724	156	4,135
1	Common Stock	Invest - Corp Stock	06781600	268648102	WALT DISNEY CO	9,919	350	5,455
1	Common Stock	Invest - Corp Stock	06781600	337738108	E M C CORP MASS	5,702	93	4,611
1	Common Stock	Invest - Corp Stock	06781600	369604103	FISERV INC	5,046	125	5,053
1	Common Stock	Invest - Corp Stock	06781600	428236103	GENERAL ELECTRIC CO	5,046	125	1,461
1	Common Stock	Invest - Corp Stock	06781600	458140100	HEWLETT PACKARD CO	8,103	350	5,805
1	Common Stock	Invest - Corp Stock	06781600	478160104	INTEL CORP	11,501	175	10,000
1	Common Stock	Invest - Corp Stock	06781600	500255104	JOHNSON & JOHNSON	5,113	97	9,112
1	Common Stock	Invest - Corp Stock	06781600	502424104	KOHL'S CORP	10,024	125	5,111
1	Common Stock	Invest - Corp Stock	06781600	594918104	L-3 COMMUNICATIONS CORP COM	9,720	375	13,066
1	Common Stock	Invest - Corp Stock	06781600	617464448	MICROSOFT CORP	2,589	99	10,377
1	Common Stock	Invest - Corp Stock	06781600	641069406	MORGAN STANLEY	10,885	175	4,753
1	Common Stock	Invest - Corp Stock	06781600	66987V109	NESTLE S A REGISTERED SHARES - ADR	5,917	100	7,638
1	Common Stock	Invest - Corp Stock	06781600	68389X105	NOVARTIS AG - ADR	3,479	58	5,452
1	Common Stock	Invest - Corp Stock	06781600	742718109	ORACLE CORPORATION	3,440	53	2,726
1	Common Stock	Invest - Corp Stock	06781600	881624209	PROCTER & GAMBLE CO	4,573	100	3,209
1	Common Stock	Invest - Corp Stock	06781600	883556102	TEVA PHARMACEUTICAL INDUSTRIES - ADR	3,479	58	5,353
1	Common Stock	Invest - Corp Stock	06781600	907818108	THERMO FISHER SCIENTIFIC INC	9,209	89	2,796
1	Common Stock	Invest - Corp Stock	06781600	30231G102	UNION PACIFIC CORP	8,798	100	7,275
1	Common Stock	Invest - Corp Stock	06781600	87612E106	EXXON MOBIL CORPORATION	5,057	103	4,144
1	Common Stock	Invest - Corp Stock	06781600	462846106	TARGET CORP	8,759	275	5,350
1	Common Stock	Invest - Corp Stock	06781600	91324P102	IRON MOUNTAIN INC	7,860	156	7,854
1	Common Stock	Invest - Corp Stock	06781600	46625H100	UNITEDHEALTH GROUP INC	7,392	162	5,108
1	Common Stock	Invest - Corp Stock	06781600	50075N104	JPMORGAN CHASE & CO	3,964	118	6,421
1	Common Stock	Invest - Corp Stock	06781600	G24140108	KRAFT FOODS INC	9,893	150	3,687
1	Common Stock	Invest - Corp Stock	06781600	166764100	COOPER INDUSTRIES PLC NEW IRELAND	10,944	100	6,793
1	Common Stock	Invest - Corp Stock	06781600	084670702	CHEVRON CORP	4,831	58	9,139
1	Common Stock	Invest - Corp Stock	06781600	20825C104	BERKSHIRE HATHAWAY INC	9,861	125	4,843
1	Common Stock	Invest - Corp Stock	06781600	20030N101	CONOCOPHILLIPS	6,631	253	3,201
1	Common Stock	Invest - Corp Stock	06781600	143658300	COMCAST CORP CLASS A	3,236	85	5,778
1	Common Stock	Invest - Corp Stock	06781600	65339F101	CARNIVAL CORP	5,657	100	3,798
1	Common Stock	Invest - Corp Stock	06781600	92857W209	NEXTERA ENERGY INC	7,280	250	6,430
1	Common Stock	Invest - Corp Stock	06781600	064058100	VODAFONE GROUP PLC NEW ADR	4,749	164	7,287
1	Common Stock	Invest - Corp Stock	06781600	92826C839	BANK NEW YORK MELLON CORP COM	4,765	61	7,284
1	Common Stock	Invest - Corp Stock	06781600	04314H204	VISA INC-CLASS A SHRS	167,524	6913	4,539
34	Mutual Fund	Invest - Other	06781600	256210105	ARTISAN INTERNATIONAL FUND #661	104,369	7771	110,000
34	Mutual Fund	Invest - Other	06781600	589509108	DODGE & COX INCOME FD COM #147	30,700	1889	99,000
34	Mutual Fund	Invest - Other	06781600	693390700	MERGER FD SH BEN INT #260	39,748	3603	30,000
34	Mutual Fund	Invest - Other	06781600	77957P105	PIMCO TOTAL RET FD-INST #35	90,186	18556	40,000
34	Mutual Fund	Invest - Other	06781600	464287804	T ROWE PRICE SHORT TERM BD FD #55	17,514	232	90,000
34	Mutual Fund	Invest - Other	06781600	464287200	ISHARES TR SMALLCAP 600 INDEX FD	88,326	645	14,938
34	Mutual Fund	Invest - Other	06781600	464287507	ISHARES S & P 500 INDEX FUND	91,251	900	83,194
34	Mutual Fund	Invest - Other	06781600	51855Q655	ISHARES TR S & P MIDCAP 400 ID FD	134,019	10851	54,150
34	Mutual Fund	Invest - Other	06781600	464287465	LAUDUS MONDRIAN INTL FINST #2940	81,673	1287	128,222
34	Mutual Fund	Invest - Other	06781600	261980494	ISHARES MSCI EAFE	41,951	2729	94,454
34	Mutual Fund	Invest - Other	06781600	56063J302	DREYFUS EMG MKT DEBT LOC C-I #0803	102,414	7207	39,167
34	Mutual Fund	Invest - Other	06781600	448108100	MAINSTAY EP US EQUITY-INS #1204	68,817	5696	80,000
34	Mutual Fund	Invest - Other	06781600	464287242	HUSSMAN STRATEGIC GROWTH FUND #601	47,944	434	80,418
34	Mutual Fund	Invest - Other	06781600	464287234	ISHARES IBOXX \$ INV GR CORP BD FD	86,400	1728	47,803
34	Mutual Fund	Invest - Other	06781600	78463X863	SPDR DJ WILSHIRE EMERGING MARKETS	37,936	915	65,186
34	Mutual Fund	Invest - Other	06781600	25264S833	SPDR DJ WILSHIRE INTERNATIONAL REAL	32,738	1870	35,040
34	Mutual Fund	Invest - Other	06781600	76628T845	DIAMOND HILL LONG-SHORT FD CL I #11	91,955	9032	30,000
34	Mutual Fund	Invest - Other	06781600	22544R305	RIDGEWORTH SEIX HY BD-I #5855	90,933	8923	74
34	Mutual Fund	Invest - Other	06781600	487300808	CREDIT SUISSE COMM RT ST-CO #2156	74,385	2661	82,456
33	REIT	Invest - Other	06781600	74460D109	KEELEY SMALL CAP VAL FD CL I #2251	44,460	379	40,000
33	REIT	Invest - Other	06781600	053484101	PUBLIC STORAGE INC COM	59,380	469	24,317
					INVEST - OTHER TOTAL	1,922,699		24,841
22	Money Market Fund	Savings & Temp Inv	06781600	VP3151728	AVALONBAY CMNTYS INC	48,200	48199	1,644,739
22	Money Market Fund	Savings & Temp Inv	06781600	VP3151728	FIDELITY INST PRIME MM #2014	7,178	7177	48,200
					FIDELITY INST PRIME MM #2014	55,378		7,178
					TOTAL SAVINGS & TEMP INV			55,378
					GRAND TOTAL	1,978,077		1,700,117