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 07/01 **, 2010, and ending** 06/30, 20 11

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
BAIRD BROTHERS CO FOUNDATION OAG # 79-0577
1055060000

A Employer identification number
31-6194844

Number and street (or P.O box number if mail is not delivered to street address) — Room/suite
PO BOX 1558 DEPT EA4E86

B Telephone number (see page 10 of the instructions)
(614) 331-9892

City or town, state, and ZIP code
COLUMBUS, OH 43216

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: [X] 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)* ▶ $ 3,886,815.

J Accounting method: [X] 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 ▶ [ ] if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	58,351.	58,184.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	114,974.			
	b Gross sales price for all assets on line 6a 1,530,138.				
	7 Capital gain net income (from Part IV, line 2)		114,974.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	173,325.	173,158.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	33,544.	19,120.		14,424.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 4	5,086.	369.		200.
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	21,201.			21,201.
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 5	3,425.	1,643.		1,563.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	63,256.	21,132.	NONE	37,388.
	25 Contributions, gifts, grants paid	137,753.			137,753.
	26 Total expenses and disbursements Add lines 24 and 25	201,009.	21,132.	NONE	175,141.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-27,684.			
	b **Net investment income** (if negative, enter -0-)		152,026.		
	c **Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	9,689.		
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶ NONE			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U.S. and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule)			
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) STMT 6	3,248,581.	3,245,169.	3,886,815.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	3,258,270.	3,245,169.	3,886,815.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ X			
	27 Capital stock, trust principal, or current funds	3,258,270.	3,245,169.	
	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)	3,258,270.	3,245,169.	
	31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	3,258,270.	3,245,169.	

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	3,258,270.
2	Enter amount from Part I, line 27a	2	-27,684.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	14,583.
4	Add lines 1, 2, and 3	4	3,245,169.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,245,169.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SEE PART IV DETAIL			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) 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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) **or** Losses (from col. (h))
a				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	114,974.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col. (c))
2009			
2008			
2007			
2006			
2005			

2 **Total** of line 1, column (d)	2	
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	
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	
7 Add lines 5 and 6	7	
8 Enter qualifying distributions from Part XII, line 4	8	

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 ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	3,041.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	3,041.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	3,041.
6	Credits/Payments:		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a: 1,896.		
b	Exempt foreign organizations-tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	1,896.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	1,145.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be: **Credited to 2011 estimated tax** ▶ **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		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)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ $ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ STMT 8			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ HUNTINGTON NATIONAL BANK Telephone no. ▶ (614)331-9472

Located at ▶ PO BOX 1558 DEPT EA4E86, COLUMBUS, OH ZIP + 4 ▶ 43216

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

		Line	Yes	No
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		X
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

				Line	Yes	No
1a	During the year did the foundation (either directly or indirectly):					
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes	☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes	☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes	☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes	☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?			1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐					
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?			1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):					
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?	☐ Yes	☒ No			
	If "Yes," list the years ▶ ________, ________, ________, ________					
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see page 22 of the instructions.)			2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ________, ________, ________, ________					
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes	☒ No			
b	If "Yes," did it have excess business holdings in 2010 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)*			3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?			4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?			4b		X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No

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

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

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

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

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

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

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

If "Yes" to 6b, file Form 8870.

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		33,544.	-0-	-0-

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over $50,000 for professional services ▶		NONE

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	3,829,418.
b	Average of monthly cash balances	1b	8,162.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	3,837,580.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	3,837,580.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	57,564.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,780,016.
6	**Minimum investment return.** Enter 5% of line 5	6	189,001.

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	189,001.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	3,041.		
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	3,041.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	185,960.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	185,960.
6	Deduction from distributable amount (see page 25 of the instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	185,960.

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	175,141.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	175,141.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	175,141.

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				185,960.
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only			169,146.	
b Total for prior years. 20 08 ,20 ___, 20 ___		NONE		
3 Excess distributions carryover, if any, to 2010.				
a From 2005 . . . NONE				
b From 2006 . . . NONE				
c From 2007 . . . NONE				
d From 2008 . . . NONE				
e From 2009 . . . NONE				
f **Total** of lines 3a through e	NONE			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ $ 175,141.				
a Applied to 2009, but not more than line 2a			169,146.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2010 distributable amount				5,995.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2010 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				179,965.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2006 . . . NONE				
b Excess from 2007 . . . NONE				
c Excess from 2008 . . . NONE				
d Excess from 2009 . . . NONE				
e Excess from 2010 . . . NONE				

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

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 . . . . ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2010	**(b)** 2009	**(c)** 2008	**(d)** 2007	**(e) Total**
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 foundation had $5,000 or more in assets at any time during the year - see page 28 of the instructions.)**

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

Check here ▶ [X] 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 *Paid during the year*				
SEE STATEMENT 13				
Total ▶ 3a				137,753.
b *Approved for future payment*				
Total ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	58,348.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	114,974.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				173,322.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . 13 173,322.

(See worksheet in line 13 instructions on page 29 to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions.)
11	

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee HUNTINGTON NATIONAL BANK | Date 08/02/2011 | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
SCOTT J. GOYETCHE, CPA		08/02/2011		P00021559

Firm's name ▶ THOMSON REUTERS (TAX & ACCOUNTING) Firm's EIN ▶ 75-1297386

Firm's address ▶ 6135 TRUST DRIVE, STE. 118 HOLLAND, OH 43528 Phone no. 419-861-2300

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					-1,554.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					11,224.	
		200. FEDEX CORP PROPERTY TYPE: SECURITIES					07/31/2009	07/16/2010
15,331.00		13,654.00					1,677.00	
		600. LINCOLN NATL CORP W/1 RT/SH PROPERTY TYPE: SECURITIES					04/16/2010	07/16/2010
14,113.00		16,313.00					-2,200.00	
		200. APACHE CORP W/1 RT/SH PROPERTY TYPE: SECURITIES					03/08/2010	07/21/2010
17,553.00		21,226.00					-3,673.00	
		150. MOHAWK INDUSTRIES INC PROPERTY TYPE: SECURITIES					05/12/2010	07/21/2010
6,758.00		9,533.00					-2,775.00	
		600. CARDINAL HEALTH INC PROPERTY TYPE: SECURITIES					06/22/2010	08/25/2010
18,514.00		21,150.00					-2,636.00	
		1300. FIFTH THIRD BANCORP PROPERTY TYPE: SECURITIES					06/22/2010	08/25/2010
14,053.00		16,470.00					-2,417.00	
		1400. SPDR REGIONAL BANKING PROPERTY TYPE: SECURITIES					06/22/2010	08/25/2010
29,578.00		36,523.00					-6,945.00	
		2345.019 HUNTINGTON REAL STRATEGIES FUND PROPERTY TYPE: SECURITIES					06/06/2007	08/26/2010
14,516.00		23,802.00					-9,286.00	
		100. INTEL CORP PROPERTY TYPE: SECURITIES					03/08/2010	09/08/2010
1,777.00		2,077.00					-300.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		600. INTEL CORP PROPERTY TYPE: SECURITIES					03/31/2009	09/08/2010
10,662.00		9,090.00					1,572.00	
		2698.745 HUNTINGTON MID CORP AMERICA FD PROPERTY TYPE: SECURITIES					06/28/2001	09/27/2010
38,511.00		27,635.00					10,876.00	
		3547.204 HUNTINGTON INTL EQUITY FUND III PROPERTY TYPE: SECURITIES					03/05/2003	09/27/2010
38,735.00		22,383.00					16,352.00	
		2269.795 HUNTINGTON SITUS FUND III PROPERTY TYPE: SECURITIES					03/05/2003	09/27/2010
38,587.00		21,245.00					17,342.00	
		500. AMERICAN EXPRESS CO PROPERTY TYPE: SECURITIES					04/16/2010	10/20/2010
19,889.00		22,552.00					-2,663.00	
		450. DISNEY WALT HOLDING CO NEW PROPERTY TYPE: SECURITIES					12/02/2009	10/20/2010
15,574.00		13,836.00					1,738.00	
		200. NEWMONT MINING CORP W/1 RT/SH PROPERTY TYPE: SECURITIES					06/22/2010	11/01/2010
12,205.00		12,040.00					165.00	
		300. PRUDENTIAL FINANCIAL INC PROPERTY TYPE: SECURITIES					06/22/2010	11/01/2010
15,789.00		17,557.00					-1,768.00	
		200. CHURCH & DWIGHT CO INC W/1 RT/SH PROPERTY TYPE: SECURITIES					06/22/2010	11/12/2010
13,026.00		13,276.00					-250.00	
		600. MARATHON OIL CORP PROPERTY TYPE: SECURITIES					06/22/2010	12/03/2010
20,912.00		20,097.00					815.00	
		200. ALEXANDRIA REAL ESTATE EQUITIES PROPERTY TYPE: SECURITIES					03/08/2010	12/21/2010
14,028.00		12,841.00					1,187.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		700. BRISTOL MYERS SQUIBB CO PROPERTY TYPE: SECURITIES					08/25/2010	12/21/2010
18,444.00		18,263.00					181.00	
		600. NEW DOMINION RESOURCES INC PROPERTY TYPE: SECURITIES					03/08/2010	12/21/2010
25,707.00		23,472.00					2,235.00	
		500. GENERAL MILLS INC W/1 RT/SH PROPERTY TYPE: SECURITIES					06/22/2010	12/21/2010
17,908.00		18,040.00					-132.00	
		300. HEINZ H J CO PROPERTY TYPE: SECURITIES					06/22/2010	12/21/2010
14,918.00		13,660.00					1,258.00	
		100. MCDONALDS CORP W/1 RT/SH PROPERTY TYPE: SECURITIES					07/21/2010	12/21/2010
7,654.00		7,079.00					575.00	
		400. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES					07/24/2009	12/21/2010
25,980.00		22,352.00					3,628.00	
		800. PROGRESSIVE CORP OHIO PROPERTY TYPE: SECURITIES					08/25/2010	12/21/2010
15,688.00		15,672.00					16.00	
		400. CONSUMER DISCRETIONARY SELECT SECTO PROPERTY TYPE: SECURITIES					08/25/2009	12/21/2010
15,032.00		10,648.00					4,384.00	
		150. TECHNOLOGY ENERGY SELECT SPDR PROPERTY TYPE: SECURITIES					06/02/2010	12/21/2010
10,015.00		7,888.00					2,127.00	
		207. SIMON PROPERTY GROUP INC PROPERTY TYPE: SECURITIES					12/18/2009	12/21/2010
20,157.00		19,873.00					284.00	
		200. 3M CO PROPERTY TYPE: SECURITIES					07/31/2009	12/21/2010
17,302.00		14,185.00					3,117.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		100. NIKE INC CL B PROPERTY TYPE: SECURITIES					12/21/2010	01/14/2011
8,410.00		9,121.00					-711.00	
		100. V F CORP W/1 RT/SH PROPERTY TYPE: SECURITIES					02/25/2009	01/14/2011
8,364.00		5,312.00					3,052.00	
		500. CANADIAN NATL RAILWAY COM PROPERTY TYPE: SECURITIES					06/03/2008	01/19/2011
33,897.00		26,610.00					7,287.00	
		270. CHUBB CORP W/1 RT/SH PROPERTY TYPE: SECURITIES					07/16/2010	01/19/2011
15,662.00		14,195.00					1,467.00	
		800. CONSTELLATION BRANDS INC CL A PROPERTY TYPE: SECURITIES					12/21/2010	01/19/2011
15,300.00		17,613.00					-2,313.00	
		100. ALCOA INC PROPERTY TYPE: SECURITIES					11/01/2010	04/01/2011
1,756.00		1,315.00					441.00	
		125. APACHE CORP W/1 RT/SH PROPERTY TYPE: SECURITIES					11/12/2010	04/01/2011
16,436.00		13,707.00					2,729.00	
		200. BECTON DICKINSON & CO W/1 RT/SH PROPERTY TYPE: SECURITIES					12/21/2010	04/01/2011
16,012.00		16,720.00					-708.00	
		550. BROADCOM CORP PROPERTY TYPE: SECURITIES					03/31/2009	04/01/2011
21,252.00		11,049.00					10,203.00	
		100. COACH INC W/1 RT/SH PROPERTY TYPE: SECURITIES					10/20/2010	04/01/2011
5,286.00		4,460.00					826.00	
		400. COCA COLA CO PROPERTY TYPE: SECURITIES					08/25/2010	04/01/2011
26,855.00		22,167.00					4,688.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		100. EMC CORPORATION PROPERTY TYPE: SECURITIES					05/17/2010	04/01/2011
2,678.00		1,872.00					806.00	
		330. EMERSON ELEC CO W/1 RT/SH PROPERTY TYPE: SECURITIES					07/16/2010	04/01/2011
19,420.00		15,213.00					4,207.00	
		5179.965 HUNTINGTON DIVIDEND CAPTURE FUN PROPERTY TYPE: SECURITIES					10/11/2002	04/01/2011
47,656.00		47,604.00					52.00	
		2753.873 HUNTINGTON ROTATING MARKETS FUN PROPERTY TYPE: SECURITIES					02/12/2002	04/01/2011
32,000.00		24,234.00					7,766.00	
		500. INTERNATIONAL GAME TECH PROPERTY TYPE: SECURITIES					01/19/2011	04/01/2011
8,090.00		9,349.00					-1,259.00	
		3967.856 HUNTINGTON SHORT&INTER FIXED FD PROPERTY TYPE: SECURITIES					05/18/1995	04/01/2011
79,000.00		78,643.00					357.00	
		3584.392 HUNTINGTON FIXED INC FUND III PROPERTY TYPE: SECURITIES					01/17/1994	04/01/2011
79,000.00		79,553.00					-553.00	
		100. PNC BK CORP PROPERTY TYPE: SECURITIES					12/21/2010	04/01/2011
6,379.00		6,016.00					363.00	
		350. PEABODY ENERGY CORP COM PROPERTY TYPE: SECURITIES					12/03/2010	04/01/2011
25,396.00		22,344.00					3,052.00	
		1500. QUESTAR CORP W/1 RT/SH PROPERTY TYPE: SECURITIES					12/21/2010	04/01/2011
26,309.00		26,330.00					-21.00	
		100. CONSUMER DISCRETIONARY SELECT SECTO PROPERTY TYPE: SECURITIES					08/25/2009	04/01/2011
3,944.00		2,662.00					1,282.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		200. UTILITIES TECHNOLOGY SELECT SPDR PROPERTY TYPE: SECURITIES					07/16/2007	04/01/2011
5,208.00		5,348.00					-140.00	
		850. SPECTRA ENERGY CORP PROPERTY TYPE: SECURITIES					07/21/2010	04/01/2011
23,315.00		17,859.00					5,456.00	
		300. STATE STREET CORP PROPERTY TYPE: SECURITIES					12/21/2010	04/01/2011
13,764.00		14,004.00					-240.00	
		500. THERMO ELECTRON CORP W/1 RT/SH PROPERTY TYPE: SECURITIES					04/16/2010	04/01/2011
27,959.00		26,489.00					1,470.00	
		500. WALGREEN CO W/1 RT/SH PROPERTY TYPE: SECURITIES					12/21/2010	04/01/2011
20,335.00		18,582.00					1,753.00	
		500. WELLS FARGO & CO NEW W/1 RT/SH PROPERTY TYPE: SECURITIES					12/21/2010	04/01/2011
15,990.00		15,322.00					668.00	
		6169.666 HUNTINGTON ROTATING MARKETS FUN PROPERTY TYPE: SECURITIES					02/12/2002	04/06/2011
72,000.00		54,293.00					17,707.00	
		2755.454 HUNTINGTON REAL STRATEGIES FUND PROPERTY TYPE: SECURITIES					04/01/2011	04/06/2011
24,000.00		23,917.00					83.00	
		700. ARCHER DANIELS MIDLAND PROPERTY TYPE: SECURITIES					04/01/2011	05/17/2011
22,316.00		25,540.00					-3,224.00	
		200. HOME DEPOT INC PROPERTY TYPE: SECURITIES					04/01/2011	05/17/2011
7,482.00		7,532.00					-50.00	
		2200. UTILITIES TECHNOLOGY SELECT SPDR PROPERTY TYPE: SECURITIES					07/16/2007	05/17/2011
57,112.00		58,828.00					-1,716.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		300. STRYKER CORP PROPERTY TYPE: SECURITIES					04/01/2011	05/17/2011
19,120.00		18,382.00					738.00	
		300. JP MORGAN CHASE & CO PROPERTY TYPE: SECURITIES					04/01/2011	05/20/2011
13,052.00		14,037.00					-985.00	
		1400. APPLIED MATLS INC PROPERTY TYPE: SECURITIES					04/01/2011	05/24/2011
19,222.00		22,049.00					-2,827.00	
		200. DEERE & CO W/1 RT/SH PROPERTY TYPE: SECURITIES					04/16/2010	05/26/2011
17,004.00		11,926.00					5,078.00	
		890.472 HUNTINGTON FIXED INC FUND III PROPERTY TYPE: SECURITIES					02/15/1994	05/26/2011
20,000.00		19,594.00					406.00	
		400. AUTODESK INC W/1 RT/SH PROPERTY TYPE: SECURITIES					09/08/2010	06/17/2011
14,545.00		12,053.00					2,492.00	
		3475.67 HUNTINGTON SHORT&INTER FIXED FD PROPERTY TYPE: SECURITIES					05/18/1995	06/22/2011
70,000.00		68,888.00					1,112.00	
TOTAL GAIN(LOSS)							114,974.	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ALCOA INC	87.	87.
ALEXANDRIA REAL ESTATE EQUITIES	140.	108.
AMERICAN EXPRESS CO	180.	180.
APACHE CORP W/1 RT/SH	49.	49.
ARCHER DANIELS MIDLAND	112.	112.
BECTON DICKINSON & CO W/1 RT/SH	82.	82.
BRISTOL MYERS SQUIBB CO	224.	224.
BROADCOM CORP	138.	50.
CANADIAN NATL RAILWAY COM	334.	334.
CAPITAL ONE FINANCIAL CORP W/1	30.	30.
CARDINAL HEALTH INC	117.	117.
CATERPILLAR INC W/1 RT/SH	352.	352.
CHEVRONTEXACO CORP	156.	156.
CHUBB CORP W/1 RT/SH	200.	200.
CHURCH & DWIGHT CO INC W/1 RT/SH	68.	68.
COACH INC W/1 RT/SH	120.	120.
COCA COLA CO	540.	540.
CONOCOPHILLIPS	726.	726.
COSTCO WHOLESALES CORP	178.	178.
DEERE & CO W/1 RT/SH	260.	260.
NEW DOMINION RESOURCES INC	549.	549.
DOW CHEMICAL CO	120.	120.
EMERSON ELEC CO W/1 RT/SH	338.	338.
FEDEX CORP	24.	24.
FIFTH THIRD BANCORP	13.	13.
FORTUNE BRANDS INC W/1 RT/SH	76.	76.
FRANKLIN RES INC	100.	100.
GENERAL MILLS INC W/1 RT/SH	280.	280.
HALLIBURTON CO W/1 RT/SH	36.	36.
HEINZ H J CO	270.	270.
HUNTINGTON MID CORP AMERICA FD III	147.	147.
HUNTINGTON DIVIDEND CAPTURE FUND III	949.	949.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
HUNTINGTON ROTATING MARKETS FUND III	23.	23.
HUNTINGTON INTL EQUITY FUND III	2,095.	2,095.
ILLINOIS TOOL WORKS	204.	204.
INTEL CORP	110.	110.
IBM CORP	270.	270.
INTERNATIONAL GAME TECH	30.	30.
JP MORGAN CHASE & CO	75.	75.
LINCOLN NATL CORP W/1 RT/SH	6.	6.
MARATHON OIL CORP	300.	300.
MCDONALDS CORP W/1 RT/SH	116.	116.
HUNTINGTON SHORT&INTER FIXED FD	10,103.	10,103.
HUNTINGTON MORTGAGE SECURITY FUND	8,872.	8,872.
HUNTINGTON FIXED INC FUND III	19,086.	19,086.
HUNTINGTON CONSERVATIVE DEPOSIT ACCOUNT	168.	168.
HUNTINGTON INTERMEDIATE GOVT	2,325.	2,325.
NEWMONT MINING CORP W/1 RT/SH	30.	30.
OCCIDENTAL PETE	592.	592.
PNC BK CORP	100.	100.
PPG INDUSTRIES INC W/1 RT/SH	444.	444.
PEABODY ENERGY CORP COM	30.	30.
PROCTER & GAMBLE CO	385.	385.
PROGRESSIVE CORP OHIO	800.	800.
QUESTAR CORP W/1 RT/SH	229.	229.
SCHLUMBERGER LTD	99.	99.
CONSUMER DISCRETIONARY SELECT SECTOR SPD	1,167.	1,167.
TECHNOLOGY ENERGY SELECT SPDR	81.	81.
TECHNOLOGY	133.	133.
UTILITIES TECHNOLOGY SELECT SPDR	1,210.	1,210.
SIMON PROPERTY GROUP INC	175.	156.
SPECTRA ENERGY CORP	646.	646.
STATE STREET CORP	57.	57.
SUNCOR ENERGY INC	45.	45.
3M CO	210.	210.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
TOYOTA MTR LTD COM 2 ADR	75.	75.
UNION PACIFIC CORP	114.	114.
UNITEDHEALTH GROUP INC	98.	98.
V F CORP W/1 RT/SH	123.	123.
VIACOM INC CLASS B COMMON	120.	120.
WALGREEN CO W/1 RT/SH	88.	88.
WELLS FARGO & CO NEW W/1 RT/SH	60.	60.
WHOLE FOODS MARKET INC	30.	30.
INGERSOLL-RAND PLC	66.	38.
HUNTINGTON EQUITY PROTECTION STRATEGIC C	366.	366.
TOTAL	58,351.	58,184.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
FOREIGN TAXES	5.	5.	
REAL ESTATE TAX ON NON-RENTAL	706.		
OTHER TAXES	200.		200.
FEDERAL TAX PAYMENT - PRIOR YE	1,915.		
FEDERAL ESTIMATES - PRINCIPAL	1,896.		
FOREIGN TAXES ON QUALIFIED FOR	364.	364.	
TOTALS	5,086.	369.	200.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
CUSTODIAN & MANAGEMENT FEES (A	300.	150.	
OTHER NON-ALLOCABLE EXPENSE -	353.	177.	177.
OTHER NON-ALLOCABLE EXPENSE -	2,632.	1,316.	1,316.
NON-ALLOCABLE LEGAL FEES	140.		70.
TOTALS	3,425.	1,643.	1,563.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
SCHEDULE ATTACHED	C	3,245,169.	3,886,815.
TOTALS		3,245,169.	3,886,815.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
CALENDAR YEAR TO FISCAL YEAR COMMON TRUST FUND ADJUSTME	14,583.
TOTAL	14,583.

STATE(S) WHERE THE FOUNDATION IS REGISTERED

OH

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

OFFICER NAME:
HUNTINGTON NATIONAL BANK
ADDRESS:
PO BOX 1558 DEPT EA4E86
COLUMBUS, OH 43216
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2
COMPENSATION .... 19,144.

OFFICER NAME:
WILBERT W. WARREN, JR.
ADDRESS:
19582 STATE RTE 278 S
NELSONVILLE, OH 45764
TITLE:
DIRECTOR
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 4,800.

OFFICER NAME:
JANE E. HARMONY
ADDRESS:
96 E COLUMBUS ST
NELSONVILLE, OH 45764
TITLE:
DIRECTOR
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 4,800.

OFFICER NAME:
ROBERT S. CRAWFORD
ADDRESS:
1121 STATE ROUTE 278
NELSONVILLE, OH 45764, OH 45764
TITLE:
DIRECTOR
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 400.

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

OFFICER NAME:
STEVEN E. COX
ADDRESS:
144 MILL STREET
NELSONVILLE, OH 45764
TITLE:
DIRECTOR
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 4,400.

TOTAL COMPENSATION: 33,544.

RECIPIENT NAME:
1ST PRESBYTERIAN CHURCH
ADDRESS:
15 ADAMS STREET
NELSONVILLE, OH 45764
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PRE-SCHOOL OPERATING EXPENSES
FOUNDATION STATUS OF RECIPIENT:
501C3
AMOUNT OF GRANT PAID .... 45,000.

RECIPIENT NAME:
NELSONVILLE HIGH SCHOOL
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PAYMENT OF INS. PREMIUM FOR RESTORATION FDN.
AMOUNT OF GRANT PAID .... 25,855.

RECIPIENT NAME:
PAPER CIRCLE
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
OPERATING SUPPORT
AMOUNT OF GRANT PAID .... 6,000.

RECIPIENT NAME:
CITY OF NELSONVILLE
ADDRESS:
211 LAKE HOPE DRIVE
NELSONVILLE, OH 45764
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 31,698.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
STUART OPERA HOUSE
ADDRESS:
PO BOX 217
NELSONVILLE, OH 45674
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
RENOVATION
FOUNDATION STATUS OF RECIPIENT:
501C3
AMOUNT OF GRANT PAID .... 12,000.

RECIPIENT NAME:
PARADE OF HILLS COMMUNITY ASSOC
ADDRESS:
947 CHESTNUT STREET
NELSONVILLE, OH 45674
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
COMMUNITY ASSOCIATION
FOUNDATION STATUS OF RECIPIENT:
501C3
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
NELSONVILLE FOOD CUPBOARD
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 1,200.

RECIPIENT NAME:
NELSONVILLE MAIN STREET, INC.
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 4,000.

RECIPIENT NAME:
PENTECOSTAL FAITH CHURCH
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
RELIGIOUS
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 2,000.

TOTAL GRANTS PAID: 137,753.

BAIRD BROTHERS CO. FDN.
ACCOUNT NUMBER 1055060000

SCHEDULE OF PRINCIPAL ASSETS
AS OF JUNE 30, 2011

		COST VALUE	UNIT PRICE	MARKET VALUE	% MKT	EST INCOME	YIELD MKT
CASH MANAGEMENT FUNDS-TAXABLE							
	HUNTINGTON CONSERVATIVE DEPOSIT ACCOUNT	14,485.30		14,485.30	0.4	22	0.2
	TOTAL	14,485.30		14,485.30		22	0.2
HUNTINGTON FUNDS-EQUITY							
21,237.422	HUNTINGTON MID CORP AMERICA FUND III	217,527.05	16.78	356,363.94	9.2	149	0.0
23,100.252	HUNTINGTON ROTATING MARKETS FUND III	198,259.85	11.68	269,810.94	6.9	1,365	0.5
28,554.833	HUNTINGTON INTERNATIONAL EQUITY FUND III	246,111.99	12.01	342,943.54	8.8	2,656	0.8
8,790.726	HUNTINGTON GLOBAL SELECT MARKETS FUND - III	103,000.00	11.74	103,203.12	2.7	1,094	1.1
12,125.549	HUNTINGTON SITUS FUND III	142,465.14	21.55	261,305.58	6.7	1,987	0.8
11,859.177	HUNTINGTON REAL STRATEGIES FUND III	102,937.66	8.18	97,008.07	2.5	474	0.5
	TOTAL	1,010,301.69		1,430,635.19		7,725	0.5
HUNTINGTON FUNDS-FIXED							

Huntington

BAIRD BROTHERS CO. FDN.
ACCOUNT NUMBER 1055060000

SCHEDULE OF PRINCIPAL ASSETS
AS OF JUNE 30, 2011

		COST VALUE	UNIT PRICE	MARKET VALUE	% MKT	EST INCOME	YIELD MKT
HUNTINGTON FUNDS-FIXED							
22,800.438	HUNTINGTON SHORT AND INTERMEDIATE FIXED INCOME FUND III	447,425.41	20.08	457,832.80	11.8	7,547	1.6
26,238.758	HUNTINGTON MORTGAGE SECURITIES FUND III	228,694.67	9.21	241,658.96	6.2	8,869	3.7
25,234.886	HUNTINGTON FIXED INCOME SECURITIES FUND III	528,708.59	22.32	563,242.66	14.5	15,696	2.8
7,882.888	HUNTINGTON INTERMEDIATE GOVERNMENT INCOME FUND III	85,686.99	10.94	86,238.79	2.2	2,270	2.6
	TOTAL	1,290,515.66		1,348,973.21		34,382	2.5
COMMON TRUST FD-EQUITY							
13,002.864	HUNTINGTON EQUITY PROTECTION STRATEGIC COMMON TRUST FUND	120,271.01	10.16	132,145.97	3.4	0	
	TOTAL	120,271.01		132,145.97		0	0.0
COMMON STOCK							
900	ALCOA INC	11,834.91	15.86	14,274.00	0.4	108	0.8
100	APPLE INC	13,159.89	335.67	33,567.00	0.9	0	
400	AUTOMATIC DATA PROCESSING	21,443.96	52.68	21,072.00	0.5	576	2

BAIRD BROTHERS CO. FDN.
ACCOUNT NUMBER 1055060000

SCHEDULE OF PRINCIPAL ASSETS
AS OF JUNE 30, 2011

COMMON STOCK

		COST VALUE	UNIT PRICE	MARKET VALUE	% MKT	EST INCOME	YIELD MKT
200	BOEING CO	15,337.54	73.93	14,786.00	0.4	336	2.3
600	CVS CAREMARK CORP	23,219.64	37.58	22,548.00	0.6	300	1.3
300	CAPITAL ONE FINANCIAL CORP	14,207.97	51.67	15,501.00	0.4	60	0.4
200	CATERPILLAR INC	13,015.58	106.46	21,292.00	0.5	368	1.7
200	CHEVRON CORPORATION	21,698.00	102.84	20,568.00	0.5	624	3.0
300	COACH INC W/1 RT/SH	13,380.69	63.93	19,179.00	0.5	270	1.4
300	CONOCOPHILLIPS	16,980.75	75.19	22,557.00	0.6	792	3.5
400	COSTCO WHOLESALES CORP	29,035.96	81.24	32,496.00	0.8	384	1.2
400	DOW CHEMICAL	12,396.00	36.00	14,400.00	0.4	400	2.8
600	EMC CORP/MASS	11,232.00	27.55	16,530.00	0.4	0	
200	FISERV INC	12,249.82	62.63	12,526.00	0.3	0	
200	FORTUNE BRANDS INC	12,211.64	63.77	12,754.00	0.3	152	1.2
200	FRANKLIN RES INC	23,411.58	131.29	26,258.00	0.7	200	0.8
400	HALLIBURTON CO	20,208.00	51.00	20,400.00	0.5	144	0.7
500	HARTFORD FINANCIAL SVCS GRP INC	13,925.00	26.37	13,185.00	0.3	200	1.5
500	HUMANA INC	24,611.80	80.54	40,270.00	1.0	500	1.2
300	ILLINOIS TOOL WORKS	15,975.90	56.49	16,947.00	0.4	408	2.4
100	IBM CORP	13,027.99	171.55	17,155.00	0.4	300	1.7
200	ESTEE LAUDER CO INC	19,268.00	105.19	21,038.00	0.5	150	0.7
400	MEDTRONIC INC	17,063.92	38.53	15,412.00	0.4	388	2.5
370	OCCIDENTAL PETROLEUM CORP	26,412.64	104.04	38,494.80	1.0	681	1.8
600	ORACLE CORPORATION FORMERLY ORACLE SYS CORP W/1 RT/SH	19,903.32	32.91	19,746.00	0.5	144	0.7
200	PNC FINANCIAL SERVICES	12,032.12	59.61	11,922.00	0.3	280	2.3

BAIRD BROTHERS CO. FDN.
ACCOUNT NUMBER 1055060000

SCHEDULE OF PRINCIPAL ASSETS
AS OF JUNE 30, 2011

		COST VALUE	UNIT PRICE	MARKET VALUE	% MKT	EST INCOME	YIELD MKT
COMMON STOCK							

200	PPG INDUSTRIES INC W/1 RT/SH	12,709.40	90.79	18,158.00	0.5	456	2.5
100	SCHLUMBERGER LTD	8,236.85	86.40	8,640.00	0.2	100	1.2
1,700	CONSUMER DISCRETIONARY SELECT SECTOR SPDR FUND	45,782.83	40.21	68,357.00	1.8	993	1.5
200	INDUSTRIAL SELECT SECTOR SPDR FUND	5,967.94	37.24	7,448.00	0.2	133	1.8
1,700	TECHNOLOGY SELECT SECTOR SPDR FUND	37,723.20	25.70	43,690.00	1.1	600	1.4
100	TIFFANY & CO	6,819.77	78.52	7,852.00	0.2	116	1.5
300	UNION PACIFIC CORP	29,130.00	104.40	31,320.00	0.8	570	1.8
600	UNITEDHEALTH GROUP INC	27,324.00	51.58	30,948.00	0.8	390	1.3
200	VIACOM INC CLASS B COMMON	6,479.20	57.48	11,496.00	0.3	200	1.7
300	WHOLE FOODS MARKET INC	15,708.39	63.45	19,035.00	0.5	120	0.6
200	ACE LIMITED	13,808.20	65.82	13,164.00	0.3	280	2.1
	TOTAL	656,934.40		794,985.80		11,723	1.5
COMMON STOCK-FOREIGN							

800	BT GROUP PLC SPON ADR	24,420.00	32.70	26,160.00	0.7	926	3.5
200	CANADIAN NATL RAILWAY COM	15,248.00	79.90	15,980.00	0.4	273	1.7
400	SUNCOR ENERGY INC	18,160.00	39.10	15,640.00	0.4	178	1.1
100	TOYOTA MTR LTD COM 2 ADR	8,614.00	82.42	8,242.00	0.2	111	1.[illegible]
300	ACCENTURE PLC CL A	16,974.39	60.42	18,126.00	0.5	270	1[illegible]

Huntington

BAIRD BROTHERS CO. FDN.
ACCOUNT NUMBER 1055060000

SCHEDULE OF PRINCIPAL ASSETS
AS OF JUNE 30, 2011

		COST VALUE	UNIT PRICE	MARKET VALUE	% MKT	EST INCOME	YIELD MKT
COMMON STOCK-FOREIGN							
200	INGERSOLL-RAND PLC	7,942.00	45.41	9,082.00	0.2	96	1.1
400	CHECK POINT SOFTWARE TECH	21,575.72	56.85	22,740.00	0.6	0	
	TOTAL	112,934.11		115,970.00		1,854	1.6
REAL ESTATE							
1	81 WEST COLUMBUS STREET,ATHENS COUNTY, NELSONVILLE,OHIO 45764 PARCEL NO:P03-01200135-00 100% INT COMMERCIAL/INDUSTRIAL	18,106.88	28,000.00	28,000.00	0.7	0	
	TOTAL	18,106.88		28,000.00		0	0.0
REAL ESTATE-NON RENTAL							
1	2.34 AC SEC 24 NELSONVILEE, OH ATHENS CTY PCL P03-03700010 & 14 VACANT LAND	21,620.00	21,620.00	21,620.00	0.6	0	

39

BAIRD BROTHERS CO. FDN.
ACCOUNT NUMBER 1055060000

SCHEDULE OF PRINCIPAL ASSETS
AS OF JUNE 30, 2011

		COST VALUE	UNIT PRICE	MARKET VALUE	% MKT	EST INCOME	YIELD MKT
REAL ESTATE-NON RENTAL							
	TOTAL	21,620.00		21,620.00		0	0.0
ASSETS		3,245,169.05		3,886,815.47	100.0	55,705	1.4
CASH		0.00		0.00		0	
TOTAL		3,245,169.05		3,886,815.47		55,705	