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: ROSEWOOD FOUNDATION 2045748304

A Employer identification number: 43-6348906

Number and street (or P O box number if mail is not delivered to street address): 7733 FORSYTH BLVD. SUITE 900

Room/suite:

B Telephone number (see page 10 of the instructions): (314) 746-4675

City or town, state, and ZIP code: SAINT LOUIS, MO 63105

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) ▶ $ 6,832,986.

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	109,284.	109,284.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	854,161.			
	b Gross sales price for all assets on line 6a 3,911,884.				
	7 Capital gain net income (from Part IV, line 2)		854,161.		
	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)	2,936.			STMT 3
	12 **Total** Add lines 1 through 11	966,381.	963,445.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	32,292.	29,063.		3,229.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 4	1,300.	650.	NONE	650.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 5	2,010.	2,010.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	35,602.	31,723.	NONE	3,879.
	25 Contributions, gifts, grants paid	1,671,800.			1,671,800.
	26 **Total expenses and disbursements** Add lines 24 and 25	1,707,402.	31,723.	NONE	1,675,679.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-741,021.			
	b **Net investment income** (if negative, enter -0-)		931,722.		
	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)

		Description	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	136,332.	64,551.	64,551.
	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 ▶			
	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)	5,161,887.	4,472,484.	6,768,435.
	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)	48.		
	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)	5,298,267.	4,537,035.	6,832,986.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27	Capital stock, trust principal, or current funds	5,298,267.	4,537,035.	
	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)	5,298,267.	4,537,035.	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	5,298,267.	4,537,035.	

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	5,298,267.
2	Enter amount from Part I, line 27a	2	-741,021.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	4,557,246.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 6	5	20,211.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,537,035.

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 | 854,161.

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? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	1,469,314.	7,735,724.	0.18993878272
2008	1,452,857.	7,818,571.	0.18582129650
2007	1,420,583.	9,517,972.	0.14925269795
2006	1,443,677.	8,143,096.	0.17728846620
2005	1,310,190.	7,755,075.	0.16894614172

2 **Total** of line 1, column (d)	2	0.87124738509
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	0.17424947702
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	7,527,110.
5 Multiply line 4 by line 3	5	1,311,595.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	9,317.
7 Add lines 5 and 6	7	1,320,912.
8 Enter qualifying distributions from Part XII, line 4	8	1,675,679.

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 ▶ [X] and enter 1% of Part I, line 27b	1	9,317.
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	9,317.
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	9,317.
6	Credits/Payments:		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a: 4,480.		
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	4,480.
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	4,837.
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 $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? *If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*	1b		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶$ ______ (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 7			
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)*

			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 ▶ SEE STATEMENT 8 Telephone no ▶			
	Located at ▶ ZIP + 4 ▶			
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			
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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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)*

		Yes	No
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**		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		32,292.	-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	7,549,459.
b	Average of monthly cash balances	1b	92,277.
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	7,641,736.
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	7,641,736.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	114,626.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	7,527,110.
6	**Minimum investment return.** Enter 5% of line 5	6	376,356.

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	376,356.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	9,317.		
b	Income tax for 2010. (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	9,317.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	367,039.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	367,039.
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	367,039.

Part XII **Qualifying Distributions** (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,675,679.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,675,679.
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	9,317.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,666,362.

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				367,039.
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only			NONE	
b Total for prior years 20____,20____,20____		NONE		
3 Excess distributions carryover, if any, to 2010:				
a From 2005 ...... 926,076.				
b From 2006 ...... 1,043,750.				
c From 2007 ...... 989,774.				
d From 2008 ...... 1,085,634.				
e From 2009 ...... 1,091,456.				
f Total of lines 3a through e	5,136,690.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ $ 1,675,679.				
a Applied to 2009, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2010 distributable amount				367,039.
e Remaining amount distributed out of corpus	1,308,640.			
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	6,445,330.			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2009. Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions			NONE	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	926,076.			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	5,519,254.			
10 Analysis of line 9:				
a Excess from 2006 ... 1,043,750.				
b Excess from 2007 ... 989,774.				
c Excess from 2008 ... 1,085,634.				
d Excess from 2009 ... 1,091,456.				
e Excess from 2010 ... 1,308,640.				

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 ▶ [ ] 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.

SEE STATEMENT 10

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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 11				
Total ▶ 3a				1,671,800.
b *Approved for future payment*				
Total ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See page 28 of the instructions)
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	109,284.	
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	854,161.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b			1	2,936.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				966,381.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 966,381.

(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.)
	NOT APPLICABLE

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

(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: [signature] Date: 11/3/11 Title: Senior VP

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
WESLEY HIRSCHBERG	[signature]			P00162244

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

Firm's address ▶ ONE NORTH DEARBORN ST., 5TH FLOOR CHICAGO, IL 60602 Phone no 312-873-6900

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)	
		2000. ANADARKO PETROLEUM CORP PROPERTY TYPE: SECURITIES					VAR	04/29/2011
157,997.00		44,034.00					113,963.00	
		2000. ANADARKO PETROLEUM CORP PROPERTY TYPE: SECURITIES					10/31/2003	05/11/2011
149,263.00		43,379.00					105,884.00	
		750. APPLE COMPUTER INC COM PROPERTY TYPE: SECURITIES					05/03/2005	04/29/2011
264,662.00		27,240.00					237,422.00	
		3400. ARCHER DANIELS MIDLAND CO PROPERTY TYPE: SECURITIES					03/30/2010	09/30/2010
108,666.00		99,015.00					9,651.00	
		6000. ARCHER DANIELS MIDLAND CO PROPERTY TYPE: SECURITIES					VAR	05/11/2011
195,957.00		170,154.00					25,803.00	
		2000. BERKSHIRE HATHAWAY INC CL B PROPERTY TYPE: SECURITIES					12/01/2006	04/29/2011
166,377.00		141,520.00					24,857.00	
		2000. BEST BUY INC COM PROPERTY TYPE: SECURITIES					09/29/2010	12/14/2010
70,526.00		80,837.00					-10,311.00	
		2500. CELGENE CORP PROPERTY TYPE: SECURITIES					05/14/2010	02/09/2011
126,583.00		148,722.00					-22,139.00	
		500. CHEVRONTEXACO CORP COM PROPERTY TYPE: SECURITIES					VAR	02/25/2011
51,024.00		21,713.00					29,311.00	
		500. CHEVRONTEXACO CORP COM PROPERTY TYPE: SECURITIES					09/14/1999	04/29/2011
54,729.00		21,268.00					33,461.00	
		12500. GUGGENHEIM FRONTIER MARKETS ETF PROPERTY TYPE: SECURITIES					02/11/2011	05/02/2011
287,246.00		278,583.00					8,663.00	

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)	
		2000. CONOCOPHILLIPS PROPERTY TYPE: SECURITIES					09/30/2010	05/11/2011
145,345.00		115,900.00					29,445.00	
		489.611 DFA EMERGING MARKETS VALUE PORT PROPERTY TYPE: SECURITIES					09/25/2008	10/01/2010
17,386.00		14,625.00					2,761.00	
		750. FREEPORT MCMORAN COPPER & GOLD CL B PROPERTY TYPE: SECURITIES					03/27/2007	01/07/2011
87,569.00		47,985.00					39,584.00	
		3000. FREEPORT MCMORAN COPPER & GOLD CL PROPERTY TYPE: SECURITIES					03/27/2007	02/09/2011
161,178.00		95,970.00					65,208.00	
		4500. HEWLETT PACKARD CO COM PROPERTY TYPE: SECURITIES					VAR	09/22/2010
177,057.00		214,119.00					-37,062.00	
		4100. JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES					VAR	09/29/2010
255,143.00		271,031.00					-15,888.00	
		2500. KANSAS CITY SOUTHERN PROPERTY TYPE: SECURITIES					11/05/2009	04/29/2011
144,975.00		69,693.00					75,282.00	
		1750. MARKET VECTORS GOLD MINERS ETF PROPERTY TYPE: SECURITIES					VAR	04/29/2011
108,638.00		78,465.00					30,173.00	
		5000. MICROSOFT CORP PROPERTY TYPE: SECURITIES					VAR	01/07/2011
141,298.00		144,315.00					-3,017.00	
		1000. NATIONAL OILWELL INC PROPERTY TYPE: SECURITIES					01/27/2010	04/29/2011
76,699.00		42,981.00					33,718.00	
		3000. PROCTER & GAMBLE CO COM PROPERTY TYPE: SECURITIES					VAR	04/29/2011
194,397.00		167,958.00					26,439.00	

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)	
		1500. RAYTHEON CO PROPERTY TYPE: SECURITIES					01/10/2008	04/29/2011
72,720.00		92,931.00					-20,211.00	
		3000. ROYAL BANK OF CANADA PROPERTY TYPE: SECURITIES					VAR	09/29/2010
155,130.00		155,928.00					-798.00	
		3000. SILVER WHEATON CORP PROPERTY TYPE: SECURITIES					01/07/2011	04/29/2011
121,498.00		100,458.00					21,040.00	
		4000. STEEL DYNAMICS INC PROPERTY TYPE: SECURITIES					VAR	01/07/2011
74,682.00		29,224.00					45,458.00	
		2500. TARGET CORP COM PROPERTY TYPE: SECURITIES					VAR	02/09/2011
137,173.00		82,073.00					55,100.00	
		2875. TEVA PHARMACEUTICAL INDS LTD ADR PROPERTY TYPE: SECURITIES					VAR	04/29/2011
131,587.00		166,433.00					-34,846.00	
		5000. WALGREEN CO COM PROPERTY TYPE: SECURITIES					12/22/2009	09/22/2010
148,905.00		184,100.00					-35,195.00	
TOTAL GAIN(LOSS)							854,161.	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ANADARKO PETROLEUM CORP	1,080.	1,080.
APACHE CORP COM	863.	863.
ARCHER DANIELS MIDLAND CO	3,270.	3,270.
BEST BUY INC COM	300.	300.
BOEING CO COM	1,680.	1,680.
CHEVRONTEXACO CORP COM	8,040.	8,040.
COCA COLA CO COM	5,370.	5,370.
COMCAST CORP CL A	748.	748.
CONOCOPHILLIPS	2,420.	2,420.
DFA EMERGING MARKETS VALUE PORT	58.	58.
FREEPORT MCMORAN COPPER & GOLD CL B	7,950.	7,950.
GENERAL MILLS INC COM	4,200.	4,200.
GOLDMAN SACHS GOVERNMENT FD #465	55.	55.
GOLDMAN SACHS PRIME OBLIGATION FD #462	108.	108.
HEINZ H J CO	900.	900.
HESS CORP	1,600.	1,600.
HEWLETT PACKARD CO COM	720.	720.
HONEYWELL INTL INC COM	5,080.	5,080.
JOHNSON & JOHNSON COM	2,214.	2,214.
MARKET VECTORS GOLD MINERS ETF	2,911.	2,911.
MCDONALDS CORP COM	3,570.	3,570.
MICROSOFT CORP	1,450.	1,450.
NATIONAL OILWELL INC	1,395.	1,395.
NOVARTIS AG ADR	4,718.	4,718.
OCCIDENTAL PETROLEUM CORP	4,800.	4,800.
PEABODY ENERGY CORP	975.	975.
PEPSICO INC	8,798.	8,798.
PROCTER & GAMBLE CO COM	5,911.	5,911.
RAYTHEON CO	10,108.	10,108.
REPUBLIC SERVICES INC	3,365.	3,365.
ROYAL BANK OF CANADA	1,414.	1,414.
SILVER WHEATON CORP	90.	90.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
STEEL DYNAMICS INC	4,150.	4,150.
TARGET CORP COM	1,250.	1,250.
TECK RESOURCES LTD CL B	1,350.	1,350.
TEVA PHARMACEUTICAL INDS LTD ADR	1,698.	1,698.
TORONTO-DOMINION BANK	3,800.	3,800.
WALGREEN CO COM	875.	875.
TOTAL	109,284.	109,284.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
	TOTALS	2,936.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	1,300.	650.		650.
TOTALS	1,300.	650.	NONE	650.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	1,803.	1,803.
FOREIGN TAXES ON QUALIFIED FOR	106.	106.
FOREIGN TAXES ON NONQUALIFIED	101.	101.
TOTALS	2,010.	2,010.

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

DESCRIPTION		AMOUNT
WASH SALE ADJUSTMENT		20,211.
	TOTAL	20,211.

STATEMENT 6

STATE(S) WHERE THE FOUNDATION IS REGISTERED
MO

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
==

NAME: CENTRAL TRUST AND INVESTMENT COMPANY

ADDRESS: 7733 FORSYTH, SUITE 900
ST. LOUIS, MO 63105

TELEPHONE NUMBER: (314)725-9055

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

OFFICER NAME:
CENTRAL TRUST AND INVESTMENT COMPAN
Y
ADDRESS:
7733 FORSYTH, SUITE 900
ST. LOUIS, MO 63105
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 10
COMPENSATION .... 32,292.

TOTAL COMPENSATION: 32,292.

RECIPIENT NAME:
ROY BLAIR C/O CENTRAL TRUST & INVESTMENT CO
ADDRESS:
7733 FORSYTH, SUITE 900
CLAYTON, MO 63105
RECIPIENT'S PHONE NUMBER: 314-746-4675
FORM, INFORMATION AND MATERIALS:
NO PARTICULAR FORM REQUIRED
SUBMISSION DEADLINES:
THERE IS NO SUBMISSION DEADLINE
RESTRICTIONS OR LIMITATIONS ON AWARDS:
THERE ARE NO LIMITATIONS ON AWARDS

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

RECIPIENT NAME:
SEE ATTACHED
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
501(C)(3)
AMOUNT OF GRANT PAID ....1,671,800.

TOTAL GRANTS PAID: 1,671,800.

============ ============ ============

149 BENEFICIARY DISTRIBUTIONS

```
11/05/10  CHARITABLE DISTRIBUTION TO CARPENTER'S HELPER       -5000 00        -5000 00   1011000014
          FOR                                                           **CHANGED** 08/17/11 AGZ
          PAID TO
                   CARPENTER'S HELPER
          TR TRAN#=000000000000001 TR CD=754    REG=    PORT=PRIN

11/05/10  CHARITABLE DISTRIBUTION TO FIRST BAPTIST CHURCH    -10000 00       -10000 00   1011000015
          FOR                                                           **CHANGED** 08/17/11 AGZ
          PAID TO
                   FIRST BAPTIST CHURCH
          TR TRAN#=000000000000002 TR CD=754    REG=    PORT=PRIN

05/31/11  CHARITABLE DISTRIBUTION TO COURT STREET METHODIST   -4000 00        -4000 00   1105000024
          FOR                                                           **CHANGED** 08/17/11 AGZ
          PAID TO
                   COURT STREET METHODIST
          TR TRAN#=000000000000003 TR CD=754    REG=    PORT=PRIN
```

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
149	**BENEFICIARY DISTRIBUTIONS (CONTINUED)**				
05/31/11	CHARITABLE DISTRIBUTION TO DREAM OF HATTIESBURG FOR PAID TO DREAM OF HATTIESBURG TR TRAN#=000000000000004 TR CD=754 REG= PORT=PRIN	-5000 00		-5000 00 **CHANGED** 08/17/11 AGZ	1105000025
05/31/11	CHARITABLE DISTRIBUTION TO DURHAM UNITED METHODIST CHURCH FOR PAID TO DURHAM UNITED METHODIST CHURCH TR TRAN#=000000000000005 TR CD=754 REG= PORT=PRIN	-3000 00		-3000 00 **CHANGED** 08/17/11 AGZ	1105000026
05/31/11	CHARITABLE DISTRIBUTION TO EDWARDS STREET FELLOWSHIP CENTER FOR. PAID TO EDWARDS STREET FELLOWSHIP CENTER TR TRAN#=000000000000006 TR CD=754 REG= PORT=PRIN	-5000 00		-5000 00 **CHANGED** 08/17/11 AGZ	1105000027
05/31/11	CHARITABLE DISTRIBUTION TO GOSPEL FOR ASIA FOR PAID TO GOSPEL FOR ASIA TR TRAN#=000000000000007 TR CD=754 REG= PORT=PRIN	-5000 00		-5000 00 **CHANGED** 08/17/11 AGZ	1105000028
05/31/11	CHARITABLE DISTRIBUTION TO LAHARPE UNITED METHODIST CHURCH FOR PAID TO LAHARPE UNITED METHODIST CHURCH TR TRAN#=000000000000008 TR CD=754 REG= PORT=PRIN	-3000 00		-3000 00 **CHANGED** 08/17/11 AGZ	1105000029
05/31/11	CHARITABLE DISTRIBUTION TO NAPOLEON UNITED METHODIST CHURCH FOR PAID TO NAPOLEON UNITED METHODIST CHURCH TR TRAN#=000000000000009 TR CD=754 REG= PORT=PRIN	-1000 00		-1000 00 **CHANGED** 08/17/11 AGZ	1105000030
05/31/11	CHARITABLE DISTRIBUTION TO TERRE HAUTE UNITED METHODIST CHUR CH FOR PAID TO TERRE HAUTE UNITED METHODIST CHURCH TR TRAN#=000000000000011 TR CD=754 REG= PORT=PRIN	-3000 00		-3000 00 **CHANGED** 08/17/11 AGZ	1105000032
05/31/11	CHARITABLE DISTRIBUTION TO THE 3-D SCHOOL FOR PAID TO THE 3-D SCHOOL TR TRAN#=000000000000012 TR CD=754 REG= PORT=PRIN	-4300 00		-4300 00 **CHANGED** 08/17/11 AGZ	1105000033
05/31/11	CHARITABLE DISTRIBUTION TO WYCLIFFE ASSOCIATES FOR PAID TO WYCLIFFE ASSOCIATES TR TRAN#=000000000000013 TR CD=754 REG= PORT=PRIN	-5000 00		-5000 00 **CHANGED** 08/17/11 AGZ	1105000034
05/31/11	CHARITABLE DISTRIBUTION TO HOMES OF HOPE FOR CHILDREN FOR PAID TO HOMES OF HOPE FOR CHILDREN TR TRAN#=000000000000014 TR CD=754 REG= PORT=PRIN	-40000.00		-40000 00 **CHANGED** 08/17/11 AGZ	1105000035
05/31/11	CHARITABLE DISTRIBUTION TO THE JESUS FILM PROJECT FOR PAID TO THE JESUS FILM PROJECT TR TRAN#=000000000000016 TR CD=754 REG= PORT=PRIN	-20000 00		-20000 00 **CHANGED** 08/17/11 AGZ	1105000037
05/31/11	CHARITABLE DISTRIBUTION TO JOHNSON BIBLE COLLEGE FOR PAID TO JOHNSON BIBLE COLLEGE TR TRAN#=000000000000017 TR CD=754 REG= PORT=PRIN	-10000 00		-10000 00 **CHANGED** 08/17/11 AGZ	1105000038
05/31/11	CHARITABLE DISTRIBUTION TO K LOVE RADIO NETWORK FOR PAID TO K LOVE RADIO NETWORK TR TRAN#=000000000000018 TR CD=754 REG= PORT=PRIN	-15000 00		-15000 00 **CHANGED** 08/17/11 AGZ	1105000039
05/31/11	CHARITABLE DISTRIBUTION TO LEUKEMIA AND LYMPHOMA SOCIETY FOR PAID TO LEUKEMIA AND LYMPHOMA SOCIETY TR TRAN#=000000000000019 TR CD=754 REG= PORT=PRIN	-10000 00		-10000 00 **CHANGED** 08/17/11 AGZ	1105000040
05/31/11	CHARITABLE DISTRIBUTION TO INTERNATIONAL JUSTICE MISSION FOR PAID TO INTERNATIONAL JUSTICE MISSION TR TRAN#=000000000000015 TR CD=754 REG= PORT=PRIN	-12000 00		-12000 00 **CHANGED** 08/17/11 AGZ	1105000036

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
149	**BENEFICIARY DISTRIBUTIONS (CONTINUED)**				
05/31/11	CHARITABLE DISTRIBUTION TO MACULAR DEGENERATION RESEARCH FOR PAID TO MACULAR DEGENERATION RESEARCH TR TRAN#=000000000000021 TR CD=754 REG= PORT=PRIN	-12000 00		-12000 00 **CHANGED** 08/17/11 AGZ	1105000042
05/31/11	CHARITABLE DISTRIBUTION TO MENDENHALL MINISTRIES FOR. PAID TO MENDENHALL MINISTRIES TR TRAN#=000000000000022 TR CD=754 REG= PORT=PRIN	-7000 00		-7000 00 **CHANGED** 08/17/11 AGZ	1105000043
05/31/11	CHARITABLE DISTRIBUTION TO METHODIST CHILDREN'S HOME FOR: PAID TO METHODIST CHILDREN'S HOME TR TRAN#=000000000000023 TR CD=754 REG= PORT=PRIN	-10000 00		-10000 00 **CHANGED** 08/17/11 AGZ	1105000044
05/31/11	CHARITABLE DISTRIBUTION TO MISSISSIPPI CENTER FOR PUBLIC POL ICY FOR PAID TO MISSISSIPPI CENTER FOR PUBLIC POLICY TR TRAN#=000000000000024 TR CD=754 REG= PORT=PRIN	-38000 00		-38000 00 **CHANGED** 08/17/11 AGZ	1105000045
05/31/11	CHARITABLE DISTRIBUTION TO LIVING PROOF MINISTRIES FOR PAID TO LIVING PROOF MINISTRIES TR TRAN#=000000000000020 TR CD=754 REG= PORT=PRIN	-25000 00		-25000 00 **CHANGED** 08/17/11 AGZ	1105000041
05/31/11	CHARITABLE DISTRIBUTION TO RBC MINISTRIES FOR PAID TO RBC MINISTRIES TR TRAN#=000000000000030 TR CD=754 REG= PORT=PRIN	-18000 00		-18000 00 **CHANGED** 08/17/11 AGZ	1105000051
05/31/11	CHARITABLE DISTRIBUTION TO RELATIONAL HEALING MINISTRIES FOR PAID TO RELATIONAL HEALING MINISTRIES TR TRAN#=000000000000031 TR CD=754 REG= PORT=PRIN	-18000 00		-18000 00 **CHANGED** 08/17/11 AGZ	1105000052
05/31/11	CHARITABLE DISTRIBUTION TO RONALD MCDONALD HOUSE FOR PAID TO RONALD MCDONALD HOUSE TR TRAN#=000000000000032 TR CD=754 REG= PORT=PRIN	-50000 00		-50000 00 **CHANGED** 08/17/11 AGZ	1105000053
05/31/11	CHARITABLE DISTRIBUTION TO SALVATION ARMY OF HATTIESBURG FOR PAID TO SALVATION ARMY OF HATTIESBURG TR TRAN#=000000000000033 TR CD=754 REG= PORT=PRIN	-45000 00		-45000 00 **CHANGED** 08/17/11 AGZ	1105000054
05/31/11	CHARITABLE DISTRIBUTION TO MORGELLONS RESEARCH FOUNDATION FOR PAID TO MORGELLONS RESEARCH FOUNDATION TR TRAN#=000000000000025 TR CD=754 REG= PORT=PRIN	-12000 00		-12000 00 **CHANGED** 10/18/11 AGZ	1105000046
05/31/11	CHARITABLE DISTRIBUTION TO NEW ORLEANS BAPTIST SEMINARY FOR PAID TO. NEW ORLEANS BAPTIST SEMINARY TR TRAN#=000000000000026 TR CD=754 REG= PORT=PRIN	-35000 00		-35000 00 **CHANGED** 08/17/11 AGZ	1105000047
05/31/11	CHARITABLE DISTRIBUTION TO PARKWAY HEIGHTS UNITED METHODIST CHURCH FOR· PAID TO PARKWAY HEIGHTS UNITED METHODIST CHURCH TR TRAN#=000000000000027 TR CD=754 REG= PORT=PRIN	-63000 00		-63000 00 **CHANGED** 08/17/11 AGZ	1105000048
05/31/11	CHARITABLE DISTRIBUTION TO PINEY WOODS SCHOOL FOR PAID TO PINEY WOODS SCHOOL TR TRAN#=000000000000028 TR CD=754 REG= PORT=PRIN	-15000 00		-15000 00 **CHANGED** 08/17/11 AGZ	1105000049
05/31/11	CHARITABLE DISTRIBUTION TO PRESBYTERIAN CHRISTIAN SCHOOL FOR PAID TO PRESBYTERIAN CHRISTIAN SCHOOL TR TRAN#=000000000000029 TR CD=754 REG= PORT=PRIN	-25000 00		-25000 00 **CHANGED** 08/17/11 AGZ	1105000050

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
149	**BENEFICIARY DISTRIBUTIONS (CONTINUED)**				
05/31/11	CHARITABLE DISTRIBUTION TO SAMARITAN'S PURSE FOR PAID TO SAMARITAN'S PURSE TR TRAN#=000000000000034 TR CD=754 REG= PORT=PRIN	-55000 00		-55000 00 **CHANGED** 08/17/11 AGZ	1105000055
05/31/11	CHARITABLE DISTRIBUTION TO SOUTHERN PINES ANIMAL SHELTER FOR PAID TO SOUTHERN PINES ANIMAL SHELTER TR TRAN#=000000000000035 TR CD=754 REG= PORT=PRIN	-35000 00		-35000 00 **CHANGED** 08/17/11 AGZ	1105000056
05/31/11	CHARITABLE DISTRIBUTION TO STAGES FOR PAID TO STAGES TR TRAN#=000000000000036 TR CD=754 REG= PORT=PRIN	-15000 00		-15000 00 **CHANGED** 08/17/11 AGZ	1105000057
05/31/11	CHARITABLE DISTRIBUTION TO SUMRALL UNITED METHODIST CHURCH FOR· PAID TO SUMRALL UNITED METHODIST CHURCH TR TRAN#=000000000000037 TR CD=754 REG= PORT=PRIN	-20000 00		-20000 00 **CHANGED** 08/17/11 AGZ	1105000058
05/31/11	CHARITABLE DISTRIBUTION TO TEMPLE BAPTIST CHURCH FOR PAID TO TEMPLE BAPTIST CHURCH TR TRAN#=000000000000038 TR CD=754 REG= PORT=PRIN	-40000 00		-40000 00 **CHANGED** 08/17/11 AGZ	1105000059
05/31/11	CHARITABLE DISTRIBUTION TO UNITED METHODIST HOUR FOR PAID TO UNITED METHODIST HOUR TR TRAN#=000000000000039 TR CD=754 REG= PORT=PRIN	-25000 00		-25000 00 **CHANGED** 08/17/11 AGZ	1105000060
05/31/11	CHARITABLE DISTRIBUTION TO UNITED WAY - SOUTHEAST MISSISSIPP I FOR PAID TO UNITED WAY - SOUTHEAST MISSISSIPPI TR TRAN#=000000000000040 TR CD=754 REG= PORT=PRIN	-20000 00		-20000 00 **CHANGED** 08/17/11 AGZ	1105000061
05/31/11	CHARITABLE DISTRIBUTION TO VOICE OF THE MARTYRS FOR PAID TO VOICE OF THE MARTYRS TR TRAN#=000000000000041 TR CD=754 REG= PORT=PRIN	-20000 00		-20000 00 **CHANGED** 08/17/11 AGZ	1105000062
05/31/11	CHARITABLE DISTRIBUTION TO WILLIAM CAREY COLLEGE FOR PAID TO WILLIAM CAREY COLLEGE TR TRAN#=000000000000042 TR CD=754 REG= PORT=PRIN	-55000 00		-55000 00 **CHANGED** 08/17/11 AGZ	1105000063
05/31/11	CHARITABLE DISTRIBUTION TO WILSON RESEARCH FOUNDATION FOR PAID TO WILSON RESEARCH FOUNDATION TR TRAN#=000000000000043 TR CD=754 REG= PORT=PRIN	-40000 00		-40000 00 **CHANGED** 08/17/11 AGZ	1105000064
05/31/11	CHARITABLE DISTRIBUTION TO YOUTH-REACH HOUSTON FOR PAID TO YOUTH-REACH HOUSTON TR TRAN#=000000000000044 TR CD=754 REG= PORT=PRIN	-15000 00		-15000 00 **CHANGED** 08/17/11 AGZ	1105000065
05/31/11	CHARITABLE DISTRIBUTION TO AMERICAN BIBLE SOCIETY FOR PAID TO AMERICAN BIBLE SOCIETY TR TRAN#=000000000000046 TR CD=754 REG= PORT=PRIN	-25000 00		-25000 00 **CHANGED** 08/17/11 AGZ	1105000067
05/31/11	CHARITABLE DISTRIBUTION TO AMERICAN KIDNEY FOUNDATION FOR PAID TO AMERICAN KIDNEY FOUNDATION TR TRAN#=000000000000047 TR CD=754 REG= PORT=PRIN	-15000 00		-15000 00 **CHANGED** 08/17/11 AGZ	1105000068
05/31/11	CHARITABLE DISTRIBUTION TO AMERICAN LUNG ASSOCIATION OF MISS ISSIPPI FOR PAID TO AMERICAN LUNG ASSOCIATION OF MISSISSIPPI TR TRAN#=000000000000048 TR CD=754 REG= PORT=PRIN	-15000 00		-15000 00 **CHANGED** 08/17/11 AGZ	1105000069

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TAX                                                                                                     EDIT
CODE/DATE TRANSACTIONS                                       TAXABLE       INCOME      PRINCIPAL   NUMBER
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149  BENEFICIARY DISTRIBUTIONS (CONTINUED)
05/31/11  CHARITABLE DISTRIBUTION TO AMERICAN RED CROSS     -50000 00                  -50000 00  1105000070
          FOR                                                                   **CHANGED** 08/17/11 AGZ
          PAID TO
                  AMERICAN RED CROSS
          TR TRAN#=000000000000049 TR CD=754    REG=    PORT=PRIN

05/31/11  CHARITABLE DISTRIBUTION TO ABBIE ROGERS CIVITAN CAMP  -25000 00              -25000 00  1105000066
          FOR                                                                   **CHANGED** 08/17/11 AGZ
          PAID TO
                  ABBIE ROGERS CIVITAN CAMP
          TR TRAN#=000000000000045 TR CD=754    REG=    PORT=PRIN

05/31/11  CHARITABLE DISTRIBUTION TO BAPTIST MEDICAL & DENTAL MISSION  -55000 00       -55000 00  1105000072
          INTERNATIONAL                                                         **CHANGED** 08/17/11 AGZ
          FOR
          PAID TO
                  BAPTIST MEDICAL & DENTAL MISSION INTERNA
          TR TRAN#=000000000000051 TR CD=754    REG=    PORT=PRIN

05/31/11  CHARITABLE DISTRIBUTION TO BERACHAH BIBLE CHURCH  -25000 00                  -25000 00  1105000073
          FOR                                                                   **CHANGED** 08/17/11 AGZ
          PAID TO.
                  BERACHAH BIBLE CHURCH
          TR TRAN#=000000000000052 TR CD=754    REG=    PORT=PRIN

05/31/11  CHARITABLE DISTRIBUTION TO BEREA COLLEGE          -20000 00                  -20000 00  1105000074
          FOR·                                                                  **CHANGED** 08/17/11 AGZ
          PAID TO
                  BEREA COLLEGE
          TR TRAN#=000000000000053 TR CD=754    REG=    PORT=PRIN

05/31/11  CHARITABLE DISTRIBUTION TO BETHANY CHRISTIAN SERVICES OF MS  -23000 00       -23000 00  1105000075
          - HATTIESBURG                                                         **CHANGED** 08/17/11 AGZ
          FOR
          PAID TO
                  BETHANY CHRISTIAN SERVICES OF MS - HATTI
          TR TRAN#=000000000000054 TR CD=754    REG=    PORT=PRIN

05/31/11  CHARITABLE DISTRIBUTION TO ASBURY THEOLOGICAL SEMINARY  -25000 00            -25000 00  1105000071
          FOR                                                                   **CHANGED** 08/17/11 AGZ
          PAID TO
                  ASBURY THEOLOGICAL SEMINARY
          TR TRAN#=000000000000050 TR CD=754    REG=    PORT=PRIN

05/31/11  CHARITABLE DISTRIBUTION TO BILLY GRAHAM EVANGELISTIC ASSOCIA  -55000 00       -55000 00  1105000077
          TION                                                                  **CHANGED** 08/17/11 AGZ
          FOR
          PAID TO
                  BILLY GRAHAM EVANGELISTIC ASSOCIATION
          TR TRAN#=000000000000056 TR CD=754    REG=    PORT=PRIN

05/31/11  CHARITABLE DISTRIBUTION TO BLAIR E BATSON HOSPITAL FOR CHILD  -75000 00       -75000 00  1105000078
          REN                                                                   **CHANGED** 08/17/11 AGZ
          FOR
          PAID TO
                  BLAIR E BATSON HOSPITAL FOR CHILDREN
          TR TRAN#=000000000000057 TR CD=754    REG=    PORT=PRIN

05/31/11  CHARITABLE DISTRIBUTION TO BOY SCOUTS OF AMERICA  -10000 00                  -10000 00  1105000079
          FOR                                                                   **CHANGED** 08/17/11 AGZ
          PAID TO·
                  BOY SCOUTS OF AMERICA
          TR TRAN#=000000000000058 TR CD=754    REG=    PORT=PRIN

05/31/11  CHARITABLE DISTRIBUTION TO BOYS AND GIRLS CLUB    -25000 00                  -25000 00  1105000080
          FOR                                                                   **CHANGED** 08/17/11 AGZ
          PAID TO
                  BOYS AND GIRLS CLUB
          TR TRAN#=000000000000059 TR CD=754    REG=    PORT=PRIN

05/31/11  CHARITABLE DISTRIBUTION TO BETHANY CHRISTIAN SERVICES OF MS  -10000 00       -10000 00  1105000076
          - JACKSON                                                             **CHANGED** 08/17/11 AGZ
          FOR·
          PAID TO
                  BETHANY CHRISTIAN SERVICES OF MS - JACKS
          TR TRAN#=000000000000055 TR CD=754    REG=    PORT=PRIN

05/31/11  CHARITABLE DISTRIBUTION TO CARPENTER'S HELPER      -7000 00                   -7000 00  1105000082
          FOR                                                                   **CHANGED** 08/17/11 AGZ
          PAID TO
                  CARPENTER'S HELPER
          TR TRAN#=000000000000061 TR CD=754    REG=    PORT=PRIN

05/31/11  CHARITABLE DISTRIBUTION TO CHILDREN'S CENTER FOR COMMUNICATI  -7000 00         -7000 00  1105000083
          ON & DEVELOPMENT                                                      **CHANGED** 08/17/11 AGZ
          FOR
          PAID TO
                  CHILDREN'S CENTER FOR COMMUNICATION & DE
          TR TRAN#=000000000000062 TR CD=754    REG=    PORT=PRIN

05/31/11  CHARITABLE DISTRIBUTION TO CHILDREN'S ORGAN TRANSPLANT ASSOC  -10000 00       -10000 00  1105000084
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TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
149	**BENEFICIARY DISTRIBUTIONS (CONTINUED)**				
	IATION FOR PAID TO CHILDREN'S ORGAN TRANSPLANT ASSOCIATION TR TRAN#=000000000000063 TR CD=754 REG= PORT=PRIN			**CHANGED** 08/17/11 AGZ	
05/31/11	CHARITABLE DISTRIBUTION TO CHOSEN PEOPLE MINISTRIES FOR PAID TO CHOSEN PEOPLE MINISTRIES TR TRAN#=000000000000064 TR CD=754 REG= PORT=PRIN	-10000 00		-10000 00 **CHANGED** 08/17/11 AGZ	1105000085
05/31/11	CHARITABLE DISTRIBUTION TO CANCER RESEARCH INSTITUTE FOR PAID TO CANCER RESEARCH INSTITUTE TR TRAN#=000000000000060 TR CD=754 REG= PORT=PRIN	-10000 00		-10000 00 **CHANGED** 08/17/11 AGZ	1105000081
05/31/11	CHARITABLE DISTRIBUTION TO FEED THE CHILDREN FOR PAID TO FEED THE CHILDREN TR TRAN#=000000000000070 TR CD=754 REG= PORT=PRIN	-12000 00		-12000 00 **CHANGED** 08/17/11 AGZ	1105000091
05/31/11	CHARITABLE DISTRIBUTION TO FIRST BAPTIST CHURCH OF MOUNT JUL IET FOR PAID TO FIRST BAPTIST CHURCH OF MOUNT JULIET TR TRAN#=000000000000071 TR CD=754 REG= PORT=PRIN	-12000 00		-12000 00 **CHANGED** 08/17/11 AGZ	1105000092
05/31/11	CHARITABLE DISTRIBUTION TO FIRST BAPTIST CHURCH OF SUMRALL FOR PAID TO FIRST BAPTIST CHURCH OF SUMRALL TR TRAN#=000000000000072 TR CD=754 REG= PORT=PRIN	-7500 00		-7500 00 **CHANGED** 08/17/11 AGZ	1105000093
05/31/11	CHARITABLE DISTRIBUTION TO FIRST LIGHT UNITED METHODIST CHUR CH FOR PAID TO FIRST LIGHT UNITED METHODIST CHURCH TP TRAN#=000000000000073 TR CD=754 REG= PORT=PRIN	-15000 00		-15000 00 **CHANGED** 08/17/11 AGZ	1105000094
05/31/11	CHARITABLE DISTRIBUTION TO CHRISTIAN SERVICES, INC FOR PAID TO CHRISTIAN SERVICES, INC TR TRAN#=000000000000065 TR CD=754 REG= PORT=PRIN	-12000 00		-12000 00 **CHANGED** 08/17/11 AGZ	1105000086
05/31/11	CHARITABLE DISTRIBUTION TO CHURCH OF THE RESURECTION FOR PAID TO CHURCH OF THE RESURECTION TR TRAN#=000000000000066 TR CD=754 REG= PORT=PRIN	-35000 00		-35000 00 **CHANGED** 08/17/11 AGZ	1105000087
05/31/11	CHARITABLE DISTRIBUTION TO DIABETES FOUNDATION OF MISSISSIPP I FOR. PAID TO DIABETES FOUNDATION OF MISSISSIPPI TR TRAN#=000000000000067 TR CD=754 REG= PORT=PRIN	-15000 00		-15000 00 **CHANGED** 08/17/11 AGZ	1105000088
05/31/11	CHARITABLE DISTRIBUTION TO DUBARD SCHOOL FOR LANGUAGE DISORD ERS FOR PAID TO DUBARD SCHOOL FOR LANGUAGE DISORDERS TR TRAN#=000000000000068 TR CD=754 REG= PORT=PRIN	-7000 00		-7000 00 **CHANGED** 08/17/11 AGZ	1105000089
05/31/11	CHARITABLE DISTRIBUTION TO FAMILY YMCA FOR PAID TO FAMILY YMCA TR TRAN#=000000000000069 TR CD=754 REG= PORT=PRIN	-25000 00		-25000 00 **CHANGED** 08/17/11 AGZ	1105000090
05/31/11	CHARITABLE DISTRIBUTION TO FORREST GENERAL HOME CARE & HOSPI CE FOR PAID TO FORREST GENERAL HOME CARE & HOSPICE TR TRAN#=000000000000074 TR CD=754 REG= PORT=PRIN	-12000 00		-12000 00 **CHANGED** 08/17/11 AGZ	1105000095
05/31/11	CHARITABLE DISTRIBUTION TO FRENCH CAMP ACADEMY FOR· PAID TO FRENCH CAMP ACADEMY TR TRAN#=000000000000075 TR CD=754 REG= PORT=PRIN	-30000 00		-30000 00 **CHANGED** 08/17/11 AGZ	1105000096

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
149	**BENEFICIARY DISTRIBUTIONS (CONTINUED)**				
05/31/11	CHARITABLE DISTRIBUTION TO GIDEON'S INTERNATIONAL FOR PAID TO GIDEON'S INTERNATIONAL TR TRAN#=000000000000076 TR CD=754 REG= PORT=PRIN	-80000 00		-80000 00	1105000097 **CHANGED** 08/17/11 AGZ
05/31/11	CHARITABLE DISTRIBUTION TO GIRL SCOUTS OF GULF PINES COUNCIL , INC FOR PAID TO GIRL SCOUTS OF GULF PINES COUNCIL, INC TR TRAN#=000000000000077 TR CD=754 REG= PORT=PRIN	-14000 00		-14000 00	1105000098 **CHANGED** 08/17/11 AGZ
05/31/11	CHARITABLE DISTRIBUTION TO GLOBAL OUTREACH FOR PAID TO GLOBAL OUTREACH TR TRAN#=000000000000078 TR CD=754 REG= PORT=PRIN	-10000 00		-10000 00	1105000099 **CHANGED** 08/17/11 AGZ
05/31/11	CHARITABLE DISTRIBUTION TO GUIDING EYES FOR THE BLIND FOR PAID TO GUIDING EYES FOR THE BLIND TR TRAN#=000000000000079 TR CD=754 REG= PORT=PRIN	-10000 00		-10000 00	1105000100 **CHANGED** 08/17/11 AGZ
06/06/11	CHARITABLE DISTRIBUTION TO C O W B O Y S FOR PAID TO C O W B O Y S TR TRAN#=000000000000001 TR CD=754 REG=0 PORT=PRIN	-5000 00		-5000 00	1106000011 **CHANGED** 08/17/11 AGZ
	TOTAL CODE 149 - BENEFICIARY DISTRIBUTIONS	-1671800 00	0 00	-1671800 00	

CENTRAL TRUST AND INVESTMENT CO.
P.O. BOX 779
JEFFERSON CITY MO 65102

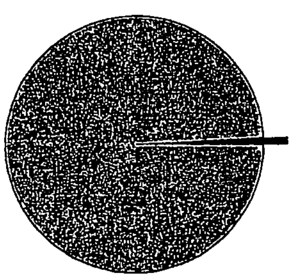
Account Statement

Account Number 2045748304
June 01, 2011 To June 30, 2011

ROY T BLAIR
PO BOX 16260
CLAYTON, MO 63105

Account Name	ROSEWOOD FOUNDATION WITH CENTRAL TRUST TRUSTEE
Account Number	2045748304
Relationship Manager	ROY BLAIR 314-746-4675 roy.blair@centrustco.com
Portfolio Manager	TOM RULAND 314-746-4689 tom.ruland@centrustco.com
Investment Objective	GROWTH

Investment Portfolio Summary



	Tax Cost	Market Value	Percent
CASH AND EQUIVALENTS	64, 551. 05	64, 551. 05	0 9%
EQUITIES	4, 472, 484 30	6, 768, 435 00	99 1%
Total	4, 537, 035 35	6, 832, 986 05	100 0%

Account Statement

Account Number: 2045748304
June 01, 2011 To June 30, 2011

Activity Summary

	This Period	Year To Date
Beginning Market Value	6,949,561.17	6,412,185.02
Cash Additions	15.20	3,130.31
Cash Disbursements	2,598.70-	1,707,194.49-
Income	8,359 38	109,123 65
Change In Market Value	122,351.00-	2,015,741.56
Ending Market Value	6,832,986.05	6,832,986.05

Realized Capital Gains / Losses

	This Period	Year To Date
Long Term	0 00	833,400 68
Short Term	0 00	356 65
Total Gains / Losses	0.00	833,757.33

Asset Detail

Description	Total Market/ Total Cost	Market Price/ Cost Price	Est Annual Income/ Accrued Inc	Current Yield
Cash And Equivalents				
GOLDMAN SACHS PRIME OBLIGATION FD #462	64,551 05 64,551 05	1 00 1 00	22 12 1 84	0 03
*** Total Cash And Equivalents**	64,551.05 64,551.05		22.12 1.84	0.03

Description	Ticker	Shares	Total Market/ Total Cost	Market Price/ Cost Price	Est Annual Income/ Accrued Inc	Current Yield
Equities						
APACHE CORP	APA	1,500 000	185,085 00 81,039 98	123 39 54.03	900.00	0 49
APPLE COMPUTER INC	AAPL	2,000 000	671,340 00 72,640 00	335 67 36 32		
BED BATH & BEYOND INC	BBBY	2,500 000	145,925 00 108,924 75	58 37 43 57		
BERKSHIRE HATHAWAY INC CL B	BRK B	3,000 000	232,170 00 132,641 15	77 39 44 21		
BOEING CO	BA	2,000 000	147,860 00 139,035 80	73 93 69 52	3,360 00	2 27
BORG WARNER INC	BWA	2,000 000	161,580 00 147,421 60	80 79 73 71		
CHEVRON CORP	CVX	2,000 000	205,680 00 77,575 35	102 84 38 79	6,240 00	3 03
COCA COLA CO	KO	3,000 000	201,870 00 128,844 15	67 29 42 95	5,640 00 1,410 00	2 79
COMCAST CORP CL A	CMCSA	5,000 000	126,700 00 115,345 87	25 34 23 07	2,250 00	1 78
EXPRESS SCRIPTS INC CL A	ESRX	3,000 000	161,940 00 81,888 69	53 98 27 30		
FORD MOTOR CO	F	8,000 000	110,320 00 99,038 40	13 79 12 38		

Asset Detail (Continued)

Description	Ticker	Shares	Total Market/ Total Cost	Market Price/ Cost Price	Est Annual Income/ Accrued Inc	Current Yield
Equities						
FREEPORT MCMORAN COPPER & GOLD CL B	FCX	2,650.000	140,185 00 96,291 44	52.90 36 34	2,650 00	1 89
GENERAL MILLS INC	GIS	5,000 000	186,100 00 167,838 20	37 22 33 57	6,100 00	3 28
HEINZ H J CO	HNZ	3,000 000	159,840 00 151,917 90	53 28 50 64	5,760 00 1,440 00	3 60
HESS CORP	HES	4,000 000	299,040 00 232,973 40	74 76 58 24	1,600 00	0 54
HONEYWELL INTERNATIONAL INC	HON	4,000 000	238,360 00 170,031 20	59 59 42 51	5,320 00	2 23
INTEL CORP	INTC	7,500 000	166,200 00 177,525 00	22 16 23 67	5,437 50	3 27
INTERNATIONAL BUSINESS MACHINES CORP	IBM	1,000 000	171,550 00 169,707 00	171 55 169 71	3,000 00	1 75
KANSAS CITY SOUTHERN	KSU	7,500 000	444,975 00 209,079 75	59 33 27 88		
MARKET VECTORS GOLD MINERS ETF	GDX	5,000 000	272,950 00 198,306 92	54 59 39 66	2,005 00	0 73
MCDONALDS CORP	MCD	1,500 000	126,480 00 81,094.04	84 32 54 06	3,660 00	2 89
NATIONAL OILWELL INC	NOV	2,500 000	195,525 00 107,451 75	78 21 42 98	1,100 00	0 56
NOVARTIS AG SPONS ADR	NVS	2,000 000	122,220 00 115,800 00	61 11 57 90	4,010 00	3 28
OCCIDENTAL PETROLEUM CORP	OXY	3,000 000	312,120 00 248,591.85	104 04 82 86	5,520 00 1,380.00	1 77
PEABODY ENERGY CORP	BTU	3,000 000	176,730 00 93,792 00	58 91 31 26	1,020 00	0 58
PEPSICO INC	PEP	4,500 000	316,935 00 238,192 50	70 43 52 93	9,270 00	2 92
RAYTHEON CO	RTN	7,500 000	373,875 00 288,153 48	49 85 38 42	12,900 00	3 45
REPUBLIC SERVICES INC	RSG	5,000 000	154,250 00 148,209 10	30 85 29 64	4,000 00 1,000 00	2 59
STEEL DYNAMICS INC	STLD	10,000 000	162,500 00 69,274 23	16 25 6 93	4,000 00 1,000 00	2 46
TECK RESOURCES LTD CL B	TCK	4,500 000	228,330 00 180,450 00	50 74 40 10	2,835 00 1,416 96	1 24
TORONTO-DOMINION BANK	TD	2,000 000	169,800 00 143,408 80	84 90 71 70	5,400 00	3 18
*** Total Equities**			6,768,435.00 4,472,484.30		103,977.50 7,646.96	1.54

Account Statement

Account Number. 2045748304
June 01, 2011 To June 30, 2011

Asset Detail (Continued)

Description	Ticker	Shares	Total Market/ Total Cost	Market Price/ Cost Price	Est Annual Income/ Accrued Inc	Current Yield
Grand Total Assets			6,832,986.05 4,537,035.35		103,999.62 7,648.80	1.52

Transaction Summary

	Current Period			Year To Date		
	Principal Cash	Income Cash	Cost	Principal Cash	Income Cash	Cost
Beginning Balance	0.00	0.00	4,531,259.47	0.00	0.00	5,298,218.55
Cash Receipts						
Additions	15 20			3,130 31		
Dividends	8,252 84			108,857 71		
Taxable Interest	106,54			265 94		
Total Cash Receipts	8,374.58	0.00	0.00	112,253.96	0.00	0.00
Cash Disbursements						
Distributions				1,673,602 63-		
Administrative Fees	2,598.70-			33,591 86-		
Total Cash Disbursements	2,598.70	0.00	0.00	1,707,194.49	0.00	0.00
Purchases	0.00	0.00	0.00	2,461,249.09	0.00	2,461,249.09
Sales And Maturities	0.00	0.00	0.00	3,984,409.11	0.00	3,150,651.78-
Net Cash Management	5,775.88	0.00	5,775.88	71,780.51	0.00	71,780.51-
Ending Balance	0.00	0.00	4,537,035.35	0.00	0.00	4,537,035.35

Transaction Details By Category

Date	Description	Principal Cash	Income Cash	Cost	Gain / Loss
Beginning Balance		0.00	0.00	4,531,259.47	
Cash Receipts					
Additions					
06/01/11	RECEIVED FROM QWEST SECURITIES LITIGATION SECURITIES LITIGATION PROCEEDS	15 20			
Total Additions		15 20	0 00	0 00	0 00

SCHEDULE D (Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2010

Name of estate or trust: ROSEWOOD FOUNDATION 2045748304

Employer identification number: 43-6348906

Note: *Form 5227 filers need to complete* ***only*** *Parts I and II.*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	356.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2009 Capital Loss Carryover Worksheet	4	( )
5 **Net short-term gain or (loss).** Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ▶	5	356.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	853,611.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	194.
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2009 Capital Loss Carryover Worksheet	11	( )
12 **Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	853,805.

Part III **Summary of Parts I and II**
Caution: *Read the instructions **before** completing this part.*

			(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			356.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			853,805.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			854,161.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and **do not** complete Part IV If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary*

Part IV **Capital Loss Limitation**

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of:
a The loss on line 15, column (3) **or** b $3,000 . . . 16 ( )

Note: *If the loss on line 15, column (3), is more than $3,000, **or** if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** on page 7 of the instructions to figure your capital loss carryover*

Part V **Tax Computation Using Maximum Capital Gains Rates**

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero.

Caution: *Skip this part and complete the worksheet on page 8 of the instructions if.*

- *Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18	Enter the **smaller** of line 14a or 15 in column (2) but not less than zero	18	
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶	21	
22	Subtract line 21 from line 20 If zero or less, enter -0-	22	
23	Subtract line 22 from line 17. If zero or less, enter -0-	23	
24	Enter the **smaller** of the amount on line 17 or $2,300	24	
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ **Yes.** Skip lines 25 and 26; go to line 27 and check the "No" box. ☐ **No.** Enter the amount from line 23	25	
26	Subtract line 25 from line 24	26	
27	Are the amounts on lines 22 and 26 the same? ☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the smaller of line 17 or line 22	27	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29	Subtract line 28 from line 27	29	
30	Multiply line 29 by 15% (.15)	30	
31	Figure the tax on the amount on line 23. Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31	
32	Add lines 30 and 31	32	
33	Figure the tax on the amount on line 17. Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33	
34	**Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34	

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2010

Name of estate or trust
ROSEWOOD FOUNDATION 2045748304

Employer identification number
43-6348906

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 3400. ARCHER DANIELS MIDLAND CO	03/30/2010	09/30/2010	108,666.00	99,015.00	9,651.00
2000. BEST BUY INC COM	09/29/2010	12/14/2010	70,526.00	80,837.00	-10,311.00
2500. CELGENE CORP	05/14/2010	02/09/2011	126,583.00	148,722.00	-22,139.00
12500. GUGGENHEIM FRONTIER MARKETS ETF	02/11/2011	05/02/2011	287,246.00	278,583.00	8,663.00
2000. CONOCOPHILLIPS	09/30/2010	05/11/2011	145,345.00	115,900.00	29,445.00
3000. ROYAL BANK OF CANADA	VAR	09/29/2010	155,130.00	155,928.00	-798.00
3000. SILVER WHEATON CORP	01/07/2011	04/29/2011	121,498.00	100,458.00	21,040.00
5000. WALGREEN CO COM	12/22/2009	09/22/2010	148,905.00	184,100.00	-35,195.00

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b 356.00

For Paperwork Reduction Act Notice, see the Instructions for Form 1041

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side: ROSEWOOD FOUNDATION 2045748304

Employer identification number 43-6348906

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 2000. ANADARKO PETROLEUM CORP	VAR	04/29/2011	157,997.00	44,034.00	113,963.00
2000. ANADARKO PETROLEUM CORP	10/31/2003	05/11/2011	149,263.00	43,379.00	105,884.00
750. APPLE COMPUTER INC COM	05/03/2005	04/29/2011	264,662.00	27,240.00	237,422.00
6000. ARCHER DANIELS MIDLAND CO	VAR	05/11/2011	195,957.00	170,154.00	25,803.00
2000. BERKSHIRE HATHAWAY INC CL B	12/01/2006	04/29/2011	166,377.00	141,520.00	24,857.00
500. CHEVRONTEXACO CORP COM	VAR	02/25/2011	51,024.00	21,713.00	29,311.00
500. CHEVRONTEXACO CORP COM	09/14/1999	04/29/2011	54,729.00	21,268.00	33,461.00
489.611 DFA EMERGING MARKETS VALUE PORT	09/25/2008	10/01/2010	17,386.00	14,625.00	2,761.00
750. FREEPORT MCMORAN COPPER & GOLD CL B	03/27/2007	01/07/2011	87,569.00	47,985.00	39,584.00
3000. FREEPORT MCMORAN COPPER & GOLD CL B	03/27/2007	02/09/2011	161,178.00	95,970.00	65,208.00
4500. HEWLETT PACKARD CO COM	VAR	09/22/2010	177,057.00	214,119.00	-37,062.00
4100. JOHNSON & JOHNSON COM	VAR	09/29/2010	255,143.00	271,031.00	-15,888.00
2500. KANSAS CITY SOUTHERN	11/05/2009	04/29/2011	144,975.00	69,693.00	75,282.00
1750. MARKET VECTORS GOLD MINERS ETF	VAR	04/29/2011	108,638.00	78,465.00	30,173.00
5000. MICROSOFT CORP	VAR	01/07/2011	141,298.00	144,315.00	-3,017.00
1000. NATIONAL OILWELL INC	01/27/2010	04/29/2011	76,699.00	42,981.00	33,718.00
3000. PROCTER & GAMBLE CO COM	VAR	04/29/2011	194,397.00	167,958.00	26,439.00
1500. RAYTHEON CO	01/10/2008	04/29/2011	72,720.00	92,931.00	-20,211.00 *
4000. STEEL DYNAMICS INC	VAR	01/07/2011	74,682.00	29,224.00	45,458.00
2500. TARGET CORP COM	VAR	02/09/2011	137,173.00	82,073.00	55,100.00
2875. TEVA PHARMACEUTICAL INDS LTD ADR	VAR	04/29/2011	131,587.00	166,433.00	-34,846.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b 853,611.00

* INDICATES WASH SALE