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, 2011

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Name of foundation: SIDNEY R BAER JR FOUNDATION

A Employer identification number: 43-6829338

Number and street (or P O box number if mail is not delivered to street address): P.O. BOX 387

Room/suite:

B Telephone number (see page 10 of the instructions): (314) 418-2643

City or town, state, and ZIP code: ST. LOUIS, MO 63166

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) ▶ $ 45,943,657.

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 ▶ [X] if the foundation is **not** required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	1,057,149.	1,051,909.	5,239.	
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	408,933.			
b	Gross sales price for all assets on line 6a 10,780,504.				
7	Capital gain net income (from Part IV, line 2)		408,933.		
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)	822.	822.		
12	**Total** Add lines 1 through 11	1,466,904.	1,461,664.	5,239.	
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc	568,377.	511,540.		56,838.
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) STMT 1	2,500.	NONE	NONE	2,500.
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions) STMT 2	42,928.	28,070.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings		NONE	NONE	
22	Printing and publications		NONE	NONE	
23	Other expenses (attach schedule) STMT 3	32,808.			32,808.
24	**Total operating and administrative expenses.** Add lines 13 through 23	646,613.	539,610.	NONE	92,146.
25	Contributions, gifts, grants paid	2,037,552.			2,037,552.
26	**Total expenses and disbursements** Add lines 24 and 25	2,684,165.	539,610.	NONE	2,129,698.
27	Subtract line 26 from line 12:				
a	**Excess of revenue over expenses and disbursements**	-1,217,261.			
b	**Net investment income** (if negative, enter -0-)		922,054.		
c	**Adjusted net income** (if negative, enter -0-)			5,239.	

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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	(c) Fair Market Value
Assets 1	Cash - non-interest-bearing			
2	Savings and temporary cash investments	2,153,437.	601,951.	601,951.
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) STMT 4	3,901,470.	3,901,470.	4,186,703.
b	Investments - corporate stock (attach schedule) STMT 5	26,768,816.	28,406,345.	34,222,150.
c	Investments - corporate bonds (attach schedule) STMT 18	7,947,534.	6,657,916.	6,932,853.
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule)			
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	40,771,257.	39,567,682.	45,943,657.
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	40,771,257.	39,567,682.	
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)	40,771,257.	39,567,682.	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	40,771,257.	39,567,682.	

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	40,771,257.
2	Enter amount from Part I, line 27a	2	-1,217,261.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 19	3	13,686.
4	Add lines 1, 2, and 3	4	39,567,682.
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	39,567,682.

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	408,933.
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	2,689,571.	40,634,700.	0.06618902071
2008	2,607,348.	39,156,541.	0.06658780202
2007	2,921,265.	51,460,859.	0.05676673605
2006	2,765,753.	52,041,851.	0.05314478534
2005	2,484,625.	49,970,615.	0.04972172146

2	**Total** of line 1, column (d)	2	0.29241006558
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	0.05848201312
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	43,325,337.
5	Multiply line 4 by line 3	5	2,533,753.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	9,221.
7	Add lines 5 and 6	7	2,542,974.
8	Enter qualifying distributions from Part XII, line 4	8	2,129,698.

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	18,441.
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	18,441.
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	18,441.
6	Credits/Payments:		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a: 20,327.		
b	Exempt foreign organizations-tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	20,327.
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	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	1,886.
11	Enter the amount of line 10 to be: **Credited to 2011 estimated tax** ▶ 1,886. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

		Line	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 20			
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 ▶ US BANK NA Telephone no ▶ (314)418-2643

Located at ▶ PO BOX 387, ST LOUIS, MO ZIP + 4 ▶ 63166

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

			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.

				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)*

		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? *If "Yes," attach the statement required by Regulations section 53 4945-5(d).*	☐ Yes ☐ No		
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? *If "Yes" to 6b, file Form 8870*	**6b**		X
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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 21		568,377.	-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	43,985,114.
b	Average of monthly cash balances	1b	NONE
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	43,985,114.
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	43,985,114.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	659,777.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	43,325,337.
6	**Minimum investment return.** Enter 5% of line 5	6	2,166,267.

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	2,166,267.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	18,441.		
b	Income tax for 2010. (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	18,441.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	2,147,826.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	2,147,826.
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	2,147,826.

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	2,129,698.
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	2,129,698.
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	2,129,698.

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				2,147,826.
2	Undistributed income, if any, as of the end of 2010				
a	Enter amount for 2009 only			NONE	
b	Total for prior years 20 08 ,20 ,20		NONE		
3	Excess distributions carryover, if any, to 2010.				
a	From 2005 ...... 55,748.				
b	From 2006 ...... 213,846.				
c	From 2007 ...... 483,324.				
d	From 2008 ...... 662,965.				
e	From 2009 ...... 668,906.				
f	**Total** of lines 3a through e	2,084,789.			
4	Qualifying distributions for 2010 from Part XII, line 4: ▶ $ 2,129,698.				
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				2,129,698.
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).)*	18,128.			18,128.
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e. Subtract line 5	2,066,661.			
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				
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)	37,620.			
9	**Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	2,029,041.			
10	Analysis of line 9:				
a	Excess from 2006 ... 213,846.				
b	Excess from 2007 ... 483,324.				
c	Excess from 2008 ... 662,965.				
d	Excess from 2009 ... 668,906.				
e	Excess from 2010 ...				

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))

NONE

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

NONE

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 22

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 29				
Total . . . . . ▶ **3a**				2,037,552.
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	1,057,149.	
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	408,933.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b OTHER REVENUE			14	822.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				1,466,904.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 1,466,904.

(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

			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

John F. Loose 02/03/2012 TRUSTEE

Signature of officer or trustee U.S. BANK NA Date Title

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	Firm's name ▶			Firm's EIN ▶	
	Firm's address ▶			Phone no	

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					12,151.	
		1118. ACTIVIDENTITY CORP PROPERTY TYPE: SECURITIES					12/19/2007	12/16/2010
3,634.00		4,137.00					-503.00	
		2420. ACXIOM CORP PROPERTY TYPE: SECURITIES					03/25/2010	09/08/2010
33,479.00		43,507.00					-10,028.00	
		.8643 AIR LIQUIDE S A A D R PROPERTY TYPE: SECURITIES					06/29/2006	07/06/2010
18.00		14.00					4.00	
		1. AIRTRAN HLDGS INC PROPERTY TYPE: SECURITIES					06/29/2006	07/26/2010
5.00		14.00					-9.00	
		790. ALLEGHENY TECHNOLOGIES INC PROPERTY TYPE: SECURITIES					03/25/2010	03/15/2011
49,607.00		42,470.00					7,137.00	
		590. ALLIANCE DATA SYSTEMS CORP PROPERTY TYPE: SECURITIES					06/14/2010	09/08/2010
35,132.00		40,846.00					-5,714.00	
		20531.554 AMERICAN CENTY INTL BOND FUND PROPERTY TYPE: SECURITIES					08/21/2006	07/26/2010
290,111.00		282,309.00					7,802.00	
		33944.331 AMERICAN CENTY INTL BOND FUND PROPERTY TYPE: SECURITIES					03/25/2010	05/02/2011
501,358.00		482,521.00					18,837.00	
		1068. ARCELORMITTAL NY REGISTERED PROPERTY TYPE: SECURITIES					10/22/2009	09/08/2010
34,370.00		41,008.00					-6,638.00	
		1619. ASCENA RETAIL GROUP INC PROPERTY TYPE: SECURITIES					03/25/2010	03/15/2011
49,557.00		43,533.00					6,024.00	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		837. ASTRAZENECA P L C SPSD A D R PROPERTY TYPE: SECURITIES					09/25/2008	09/08/2010
43,115.00		38,812.00					4,303.00	
		2788. ATLAS COPCO AB SPONS A D R PROPERTY TYPE: SECURITIES					06/17/2008	07/26/2010
46,670.00		47,131.00					-461.00	
		3058. AURORA OIL & GAS CORP PROPERTY TYPE: SECURITIES					06/29/2006	02/18/2011
		13,792.00					-13,792.00	
		2356. AVON PRODS INC PROPERTY TYPE: SECURITIES					03/25/2010	03/15/2011
63,004.00		76,520.00					-13,516.00	
		1317. AXA A D R PROPERTY TYPE: SECURITIES					09/25/2008	09/08/2010
21,642.00		45,990.00					-24,348.00	
		493. BAIDU COM INC A D R PROPERTY TYPE: SECURITIES					09/08/2010	03/15/2011
60,161.00		41,467.00					18,694.00	
		6061. BANCO SANTANDER CENT HISPANO A D R PROPERTY TYPE: SECURITIES					06/17/2008	09/08/2010
75,345.00		117,200.00					-41,855.00	
		1102. BARD C R INC PROPERTY TYPE: SECURITIES					06/17/2008	03/15/2011
104,082.00		100,232.00					3,850.00	
		500000. BEAR STEARNS CO 4.500% 10/2 PROPERTY TYPE: SECURITIES					03/10/2004	10/28/2010
500,000.00		521,485.00					-21,485.00	
		46. BERKSHIRE HATHAWAY INC CL B PROPERTY TYPE: SECURITIES					06/17/2008	09/08/2010
3,752.00		3,523.00					229.00	
		1517. BEST BUY CO INC PROPERTY TYPE: SECURITIES					07/07/2009	03/15/2011
47,056.00		48,117.00					-1,061.00	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		5267. BOSTON SCIENTIFIC CORP PROPERTY TYPE: SECURITIES					07/07/2009	09/08/2010
26,914.00		53,513.00					-26,599.00	
		. BROADCOM CORP SECURITY LITIGATION PROPERTY TYPE: SECURITIES						05/16/2011
16.00							16.00	
		205. BURGER KING HOLDINGS INC PROPERTY TYPE: SECURITIES					05/06/2008	09/08/2010
4,838.00		5,709.00					-871.00	
		1061. CAPITAL ONE FINANCIAL CORP PROPERTY TYPE: SECURITIES					07/07/2009	03/15/2011
53,870.00		22,429.00					31,441.00	
		1037. CENOVUS ENERGY INC PROPERTY TYPE: SECURITIES					06/17/2008	09/08/2010
29,264.00		47,226.00					-17,962.00	
		2088. CEPHEID INC PROPERTY TYPE: SECURITIES					06/17/2008	03/15/2011
53,001.00		58,786.00					-5,785.00	
		482. CERNER CORPORATION PROPERTY TYPE: SECURITIES					06/17/2008	09/08/2010
37,770.00		23,203.00					14,567.00	
		1726. CHEVRON CORPORATION PROPERTY TYPE: SECURITIES					07/07/2009	07/26/2010
127,773.00		109,784.00					17,989.00	
		273. CHIPOTLE MEXICAN GRILL CL A PROPERTY TYPE: SECURITIES					06/14/2010	03/15/2011
69,988.00		41,264.00					28,724.00	
		.3 CITIGROUP INC PROPERTY TYPE: SECURITIES					03/15/2011	05/25/2011
12.00		13.00					-1.00	
		658. CITRIX SYS INC PROPERTY TYPE: SECURITIES					09/08/2010	03/15/2011
45,220.00		41,864.00					3,356.00	

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		1508. CLOROX CO PROPERTY TYPE: SECURITIES					07/07/2009	03/15/2011
101,806.00		85,588.00					16,218.00	
		1222. COACH INC PROPERTY TYPE: SECURITIES					11/03/2009	03/15/2011
62,748.00		39,773.00					22,975.00	
		10365. COMPANHIA DE BEBIDAS P R A D R PROPERTY TYPE: SECURITIES						06/15/2011
127.00							127.00	
		610. CREE INC PROPERTY TYPE: SECURITIES					11/03/2009	07/26/2010
44,768.00		25,605.00					19,163.00	
		838. CREE INC PROPERTY TYPE: SECURITIES					11/03/2009	03/15/2011
39,754.00		35,176.00					4,578.00	
		1452. DARDEN RESTAURANTS INC PROPERTY TYPE: SECURITIES					07/07/2009	07/26/2010
62,305.00		47,684.00					14,621.00	
		2761. DENBURY RESOURCES INC PROPERTY TYPE: SECURITIES					03/25/2010	09/08/2010
43,020.00		42,932.00					88.00	
		970. DESARROLLADORA HOMEX A D R PROPERTY TYPE: SECURITIES					10/22/2009	03/15/2011
24,631.00		41,667.00					-17,036.00	
		250000. DEUTSCHE BK AG 5.000% 10/1 PROPERTY TYPE: SECURITIES					06/09/2008	10/12/2010
250,000.00		256,018.00					-6,018.00	
		646. DIAGEO PLC SPONSORED A D R PROPERTY TYPE: SECURITIES					06/29/2006	03/15/2011
47,493.00		42,946.00					4,547.00	
		176. DOLBY LABORATORIES INC CL A PROPERTY TYPE: SECURITIES					01/25/2008	03/15/2011
8,759.00		7,835.00					924.00	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		2178. DYNAMEX INC PROPERTY TYPE: SECURITIES					11/03/2009	02/23/2011
54,450.00		40,593.00					13,857.00	
		802. E ON A G A D R PROPERTY TYPE: SECURITIES					12/15/2006	03/15/2011
23,458.00		36,494.00					-13,036.00	
		2127. ECOLAB INC PROPERTY TYPE: SECURITIES					06/17/2008	03/15/2011
103,370.00		96,034.00					7,336.00	
		747. EMERGENCY MEDICAL SERVICES A PROPERTY TYPE: SECURITIES					06/14/2010	07/26/2010
34,590.00		41,495.00					-6,905.00	
		7207. ENTEGRIS INC PROPERTY TYPE: SECURITIES					07/30/2008	03/15/2011
54,079.00		47,462.00					6,617.00	
		1735. F5 NETWORKS INC PROPERTY TYPE: SECURITIES					06/17/2008	03/15/2011
189,499.00		52,647.00					136,852.00	
		1307. FOREST OIL CORPORATION PROPERTY TYPE: SECURITIES					06/14/2010	03/15/2011
44,320.00		41,682.00					2,638.00	
		.1481 FRONTIER COMMUNICATIONS CORP PROPERTY TYPE: SECURITIES					05/03/2005	07/13/2010
1.00		1.00						
		5288. GAP INC PROPERTY TYPE: SECURITIES					10/22/2009	03/15/2011
113,901.00		118,399.00					-4,498.00	
		893. OAO GAZPROM SPON A D R PROPERTY TYPE: SECURITIES					06/17/2008	03/15/2011
27,040.00		52,821.00					-25,781.00	
		916. GENTEX CORP PROPERTY TYPE: SECURITIES					05/15/2007	09/08/2010
16,724.00		17,272.00					-548.00	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		582. GENTEX CORP PROPERTY TYPE: SECURITIES					06/14/2007	03/15/2011
15,824.00		10,657.00					5,167.00	
		1300. GREEN MOUNTAIN COFFEE ROSTERS INC PROPERTY TYPE: SECURITIES					09/08/2010	03/15/2011
76,005.00		43,792.00					32,213.00	
		1889. HARRIS CORP DEL PROPERTY TYPE: SECURITIES					07/07/2009	03/15/2011
83,050.00		52,529.00					30,521.00	
		3984. HERTZ GLOBAL HOLDINGS INC PROPERTY TYPE: SECURITIES					06/14/2010	09/08/2010
38,685.00		42,277.00					-3,592.00	
		2860. HEWLETT PACKARD CO PROPERTY TYPE: SECURITIES					06/17/2008	03/15/2011
116,477.00		135,679.00					-19,202.00	
		6896. INTERPUBLIC GROUP COS INC PROPERTY TYPE: SECURITIES					11/03/2009	07/26/2010
56,064.00		41,100.00					14,964.00	
		1445. INTESA SANPAOLO A D R PROPERTY TYPE: SECURITIES					10/22/2009	09/08/2010
26,096.00		40,645.00					-14,549.00	
		133. INTUITIVE SURGICAL INC PROPERTY TYPE: SECURITIES					06/14/2010	03/15/2011
42,805.00		43,782.00					-977.00	
		932. J P MORGAN CHASE CO PROPERTY TYPE: SECURITIES					06/17/2008	09/08/2010
36,541.00		36,712.00					-171.00	
		750000. JPMORGAN 6MO OXY #AI# 9.500% 3/1 PROPERTY TYPE: SECURITIES					09/09/2010	03/14/2011
784,161.00		750,000.00					34,161.00	
		500000. JPMORGAN 6M FCX #AI# 18.37% 11/2 PROPERTY TYPE: SECURITIES					05/19/2010	11/24/2010
537,084.00		500,000.00					37,084.00	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		784. KELLOGG CO PROPERTY TYPE: SECURITIES					03/25/2010	03/15/2011
42,322.00		42,373.00					-51.00	
		.3 KEPPEL CORP LTD SPONS A D R PROPERTY TYPE: SECURITIES					06/29/2006	05/23/2011
5.00		2.00					3.00	
		781. KIMBERLY CLARK CORP PROPERTY TYPE: SECURITIES					09/08/2010	03/15/2011
49,758.00		51,939.00					-2,181.00	
		2034. KOMATSU LTD A D R REPSTG 4 ORD SHS PROPERTY TYPE: SECURITIES					06/29/2006	07/26/2010
42,205.00		39,069.00					3,136.00	
		1582. KUBOTA LTD A D R PROPERTY TYPE: SECURITIES					06/17/2008	09/08/2010
68,898.00		64,129.00					4,769.00	
		.9996 LTX CREDENCE CORP PROPERTY TYPE: SECURITIES					06/29/2006	10/15/2010
6.00		21.00					-15.00	
		1179. LEXMARK INTERNATIONAL INC PROPERTY TYPE: SECURITIES					03/25/2010	03/15/2011
42,408.00		42,748.00					-340.00	
		277. MASTERCARD INC PROPERTY TYPE: SECURITIES					10/22/2009	03/15/2011
67,449.00		62,808.00					4,641.00	
		578. MERCADOLIBRE INC PROPERTY TYPE: SECURITIES					09/08/2010	03/15/2011
39,118.00		41,521.00					-2,403.00	
		7844. MITSUBISHI UFJ FINL GRP A D R PROPERTY TYPE: SECURITIES					05/09/2008	03/15/2011
36,631.00		73,704.00					-37,073.00	
		5280. NATIONAL BANK OF GREECE A D R PROPERTY TYPE: SECURITIES						11/03/2010
1,368.00							1,368.00	

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Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		.5 NATIONAL INSTRS CORP PROPERTY TYPE: SECURITIES					06/17/2008	03/14/2011
15.00		11.00					4.00	
		1447. NATIONAL OILWELL VARCO INC PROPERTY TYPE: SECURITIES					06/17/2008	07/26/2010
54,451.00		122,780.00					-68,329.00	
		1062. NATIONAL OILWELL VARCO INC PROPERTY TYPE: SECURITIES					06/17/2008	09/08/2010
42,576.00		90,113.00					-47,537.00	
		1634. NEOGEN CORP PROPERTY TYPE: SECURITIES					06/17/2008	07/26/2010
46,746.00		28,672.00					18,074.00	
		906. NETAPP INC PROPERTY TYPE: SECURITIES					09/08/2010	03/15/2011
41,712.00		42,519.00					-807.00	
		592. NETFLIX COM INC PROPERTY TYPE: SECURITIES					03/25/2010	09/08/2010
86,628.00		44,190.00					42,438.00	
		778. NIKE INC PROPERTY TYPE: SECURITIES					06/17/2008	07/26/2010
57,034.00		53,083.00					3,951.00	
		639. NOBLE ENERGY INC PROPERTY TYPE: SECURITIES					06/14/2010	03/15/2011
57,329.00		41,049.00					16,280.00	
		1398. NORTHERN TR CORP PROPERTY TYPE: SECURITIES					07/07/2009	03/15/2011
69,268.00		75,828.00					-6,560.00	
		913. NOVARTIS AG A D R PROPERTY TYPE: SECURITIES					05/09/2008	03/15/2011
49,010.00		46,512.00					2,498.00	
		.8436 NOVARTIS AG A D R PROPERTY TYPE: SECURITIES					06/29/2006	04/28/2011
49.00		44.00					5.00	

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)	
		92850.511 PIMCO TOTAL RETURN FUND INST PROPERTY TYPE: SECURITIES					02/14/2011	03/15/2011
1011142.00		1000000.00					11,142.00	
		1613. P T TELEKOMUNIKASI INDONESIA A D R PROPERTY TYPE: SECURITIES					06/17/2008	03/15/2011
52,738.00		52,164.00					574.00	
		1586. PHARMACEUTICAL PROD DEV INC PROPERTY TYPE: SECURITIES					06/14/2010	09/08/2010
38,903.00		41,585.00					-2,682.00	
		1176. PLEXUS CORP PROPERTY TYPE: SECURITIES					03/25/2010	09/08/2010
29,509.00		43,176.00					-13,667.00	
		133. PRICELINE COM INC PROPERTY TYPE: SECURITIES					07/07/2009	09/08/2010
43,188.00		14,115.00					29,073.00	
		2567. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES					07/07/2009	09/08/2010
154,809.00		137,118.00					17,691.00	
		675. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES					05/03/2005	03/15/2011
40,870.00		37,064.00					3,806.00	
		2666. QUALCOMM INC PROPERTY TYPE: SECURITIES					05/03/2005	07/26/2010
103,519.00		93,616.00					9,903.00	
		53. QUANTA SVCS INC PROPERTY TYPE: SECURITIES					02/26/2007	09/08/2010
992.00		1,248.00					-256.00	
		728. RWE AG A D R PROPERTY TYPE: SECURITIES					06/29/2006	03/15/2011
44,043.00		58,422.00					-14,379.00	
		768. ROCKWELL AUTOMATION INC PROPERTY TYPE: SECURITIES					03/25/2010	07/26/2010
42,445.00		43,414.00					-969.00	

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)	
		2069. ROGERS COMMUNICATIONS INC CL B PROPERTY TYPE: SECURITIES					03/25/2010	03/15/2011
70,986.00		70,060.00					926.00	
		.5 ROLLINS INC PROPERTY TYPE: SECURITIES					06/17/2008	12/23/2010
10.00		5.00					5.00	
		207. ROWAN COMPANIES INC PROPERTY TYPE: SECURITIES					05/21/2008	09/08/2010
5,949.00		9,757.00					-3,808.00	
		500000. RBC 6MO AAPL #AI# 11.250% 9/0 PROPERTY TYPE: SECURITIES					03/03/2010	09/09/2010
513,588.00		500,000.00					13,588.00	
		500000. RBC 6MO WHR RX #AI# 16.930% 6/2 PROPERTY TYPE: SECURITIES					12/15/2010	06/20/2011
541,175.00		500,000.00					41,175.00	
		912. SALIX PHARMACEUTICALS LTD PROPERTY TYPE: SECURITIES					07/26/2010	03/15/2011
30,565.00		40,801.00					-10,236.00	
		1219. SANDISK CORP PROPERTY TYPE: SECURITIES					03/25/2010	03/15/2011
52,550.00		43,091.00					9,459.00	
		1323. SCOTTISH & SOUTHN ENERGY A D R PROPERTY TYPE: SECURITIES					10/30/2006	09/08/2010
23,972.00		34,001.00					-10,029.00	
		2152. SILVER WHEATON CORP PROPERTY TYPE: SECURITIES					07/26/2010	03/15/2011
84,378.00		40,415.00					43,963.00	
		3018. SOUTHWEST AIRLINES CO PROPERTY TYPE: SECURITIES					09/25/2008	03/15/2011
37,151.00		45,358.00					-8,207.00	
		307. SYCAMORE NETWORKS INC PROPERTY TYPE: SECURITIES					06/29/2006	09/08/2010
8,845.00		12,258.00					-3,413.00	

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)	
		4670. TAIWAN SEMICONDUCTOR A D R PROPERTY TYPE: SECURITIES					06/17/2008	03/15/2011
54,871.00		52,283.00					2,588.00	
		1419. TELEFONICA SA SPON A D R PROPERTY TYPE: SECURITIES					10/18/2007	03/15/2011
34,140.00		45,720.00					-11,580.00	
		1245. TEMPUR PEDIC INTL INC PROPERTY TYPE: SECURITIES					06/14/2010	03/15/2011
61,142.00		41,965.00					19,177.00	
		1032. TENARIS SA ADR PROPERTY TYPE: SECURITIES					10/22/2009	07/26/2010
40,929.00		41,441.00					-512.00	
		914. THORATEC CORP PROPERTY TYPE: SECURITIES					06/14/2010	03/15/2011
24,285.00		40,600.00					-16,315.00	
		762. 3M CO PROPERTY TYPE: SECURITIES					09/08/2010	03/15/2011
67,291.00		63,453.00					3,838.00	
		866. TRAVELERS COS INC PROPERTY TYPE: SECURITIES					06/17/2008	03/15/2011
50,608.00		41,415.00					9,193.00	
		2547. TURKCELL ILETISIM HIZMET A D R PROPERTY TYPE: SECURITIES					05/24/2007	03/15/2011
36,498.00		39,088.00					-2,590.00	
		677. VORNADO REALTY TRUST PROPERTY TYPE: SECURITIES					12/14/2009	03/15/2011
58,942.00		41,218.00					17,724.00	
		500000. WAL MART STORES 4.125% 2/1 PROPERTY TYPE: SECURITIES					03/10/2004	02/15/2011
500,000.00		512,115.00					-12,115.00	
		2568. WESTERN DIGITAL CORP PROPERTY TYPE: SECURITIES					11/03/2009	03/15/2011
86,376.00		87,585.00					-1,209.00	

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)	
		718. WHITING PETROLEUM CORP PROPERTY TYPE: SECURITIES					11/03/2009	07/26/2010
60,979.00		42,032.00					18,947.00	
		2732. XILINX INC PROPERTY TYPE: SECURITIES					07/07/2009	03/15/2011
85,237.00		53,655.00					31,582.00	
		1478. CENTRAL EUROPEAN MEDIA ENT A PROPERTY TYPE: SECURITIES					10/22/2009	09/08/2010
32,737.00		42,281.00					-9,544.00	
		287. ALCON INC PROPERTY TYPE: SECURITIES					06/17/2008	04/12/2011
48,213.00		46,636.00					1,577.00	
		122. NOBLE CORP PROPERTY TYPE: SECURITIES					04/07/2008	09/08/2010
4,225.00		6,476.00					-2,251.00	
		1212. TYCO INTERNATIONAL LTD PROPERTY TYPE: SECURITIES					11/03/2009	03/15/2011
53,087.00		40,590.00					12,497.00	
		. MERRILL LYNCH BOND ACTION SECURITIES L PROPERTY TYPE: SECURITIES						11/30/2010
1,392.00							1,392.00	
		716. CORE LABORATORIES N V PROPERTY TYPE: SECURITIES					03/25/2010	03/15/2011
70,203.00		46,519.00					23,684.00	
TOTAL GAIN(LOSS)							408,933.	

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	2,500.			2,500.
TOTALS	2,500.	NONE	NONE	2,500.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	19,754.	12,917.
FEDERAL ESTIMATES - PRINCIPAL	14,857.	9,715.
FOREIGN TAXES ON QUALIFIED FOR	7,928.	5,184.
FOREIGN TAXES ON NONQUALIFIED	389.	254.
TOTALS	42,928.	28,070.

SIDNEY R BAER JR FOUNDATION 43-6829338

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
OTHER ALLOCABLE EXPENSE-PRINCI	32,792.	32,792.
OTHER NONALLOCABLE EXPENSES -	16.	16.
TOTALS	32,808.	32,808.

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

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
FNMA DEB 4.375% 9/15/12	516,523.	524,125.
FHLB DEB 5.375% 8/19/11	1,012,096.	1,007,000.
FHLMC MTN 4.875% 11/15/13	983,663.	1,099,550.
FNMA MTN 5% 4/15/15	989,188.	1,132,040.
FNMA MTN 4.000 3/11/13	400,000.	423,988.
TOTALS	3,901,470.	4,186,703.

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FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
DANAHER CORP	34,055.	72,596.
GENERAL DYNAMICS CORP	90,625.	140,992.
NETFLIX COM INC		
UNITED TECHNOLOGIES CORP	54,851.	146,927.
APACHE CORP	58,472.	131,781.
CASS INFORMATION SYSTEMS INC	38,161.	42,631.
SCHLUMBERGER LTD	73,071.	199,757.
TEMPER PEDIC INTL INC		
MCDONALD'S CORP	242,822.	430,538.
PEPSICO INC	204,351.	258,408.
PROCTER & GAMBLE CO		
ABBOTT LABS	115,057.	132,918.
AMGEN INC	102,791.	109,406.
JOHNSON & JOHNSON	115,310.	148,207.
ALBEMARIE CORP	42,986.	69,684.
AMERICAN ELECTRIC POWER CO INC	110,932.	144,239.
BANK OF AMERICA CORP	180,917.	52,093.
WELLS FARGO & CO	215,206.	231,972.
ACXIOM CORP		
AT&T INC	72,299.	87,477.
VERIZON COMMUNICATIONS INC	80,771.	101,303.
CISCO SYS INC	198,159.	167,870.
INTEL CORP	118,478.	150,976.
IBM CORP	130,493.	326,803.
MICROSOFT CORP	247,901.	267,748.
QUALCOMM INC		
TEXAS INSTRUMENTS INC	99,569.	129,383.
AMERICAN CENTURY INTL BOND	1,629,109.	1,735,635.
AGRIUM INC	37,923.	88,374.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
AIR LIQUIDE SA ADR	61,479.	110,851.
ANGLO AMERICAN PLC ADR	33,833.	41,723.
ALLIANCE DATA SYSTEMS CORP		
COACH CO		
LEXMARK INTERNATIONAL INC		
LINCOLN NATL CORP IND	84,094.	93,675.
FREEPORT MCMORAN COPPER GOLD	84,674.	112,889.
AIRTRAN HLDGS INC		
CAPITAL ONE FINANCIAL CORP		
KEPPEL CORP LTD SPONS ADR	39,163.	86,682.
KOMATSU LTD ADR REPSTG		
MAGNETEK INC	1,922.	1,569.
QUANTA SVCS INC		
SCOTTISH & SOUTHN ENERGY ADR		
STERICYCLE INC	41,249.	54,541.
FORWARD AIR CORP	39,281.	62,816.
AURORA OIL & GAS CORP		
CAMERON INTL CORP	91,926.	128,793.
PETROLEO BRASILEIRO SPON ADR	50,173.	80,995.
FOSSIL INC	41,018.	176,698.
TOTAL SA ADR	69,814.	64,434.
GAP INC		
ALLERGAN INC	110,100.	147,686.
GENTEX CORP	46,524.	86,065.
HONDA MTR LTD AMERN	45,510.	56,718.
KONA GRILL INC	3,424.	1,040.
EDWARDS LIFESCIENCES CORP	40,442.	91,016.
NAUTILUS INC	13,316.	1,716.
EMERGENCY MEDICAL SERVICES A		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
FIFTH THIRD BANKCORP	116,681.	139,689.
BRITISH AMERN TOB PLC ADR	40,178.	71,808.
BUNGE LTD	49,172.	69,846.
DIAGEO PLC SPONS ADR		
FOMENTO ECONOMICO MEXICANO	52,038.	78,724.
LOREAL CO UNSPONSORED ADR	37,008.	53,299.
A R I A D PHARMACEUTICALS INC	4.	11.
INTUITIVE SURGICAL INC		
FLOWSERVE CORP	148,624.	118,352.
NOVAVAX INC	3.	2.
ROCHE HLDG LTD SPONS ADR	102,747.	102,466.
THERMO FISCHER SCIENTIFIC INC	132,904.	166,448.
AVON PRODS INC		
BANCO SANTANDER CENT HISPANO		
BARCLAYS PLC ADR	72,233.	26,551.
CITIZENS FIRST BANCORP	16,907.	12.
CHIPOTLE MEXICAN GRILL CL A		
CLOROX CO		
DBS GROUP HLDGS LTD	101,390.	97,364.
ERSTE GROUP BANK AG A D R	264,653.	265,713.
HSBC HLDGS PLC SPONS ADR	77,028.	44,063.
FOREST OIL CORPORATION		
MITSUBISHI UFJ FINL GRP ADR		
ORIX CORP SPONS ADR	41,683.	60,549.
KANSAS CITY SOUTHERN	50,640.	114,685.
T ROWE PRICE GROUP INC	198,092.	253,730.
E ON AG ADR	6,960.	3,185.
KELLOGG CO		
RRWE AG SPONS ADR		

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FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
XCEL ENERGY INC	490.	486.
BERKSHIRE HATHAWAY INC CL B		
CHEVRON CORPORATION		
KONINKLIJKE (ROYAL) KPN NV ADR	31,921.	30,524.
HARRIS CORP DEL		
TURKCELL ILETISIM HIZMET ADR	33,035.	23,265.
HERTZ GLOBAL HOLDINGS INC		
AMERICAN EXPRESS CO	111,212.	161,976.
DURECT CORP	4.	2.
KEYCORP NEW	61,024.	62,858.
LANDEC CORP	41,415.	42,478.
MARSHALL ILSLEY CORP NEW	45,931.	46,162.
SYPRIS SOLUTIONS INC	9,078.	4,149.
ACTIVISION BLIZZARD INC	7,954.	9,648.
FS NETWORKS INC		
LTX CREDENCE CORP	7,234.	3,147.
MASTERCARD INC		
NOKIA CORP SPONS ADR	90,816.	22,547.
SONUS NETWORKS INC	5.	3.
STRATEGIC DIAGNOSTICS INC	4,967.	3,317.
SYCAMORE NETWORKS INC		
TARGET CORPORATION	72,024.	68,395.
ACTIVIDENTITY CORP		
ABAXIS INC	40,797.	48,532.
AGCO CORP	99,486.	81,395.
AIR PRODS CHEMICALS INC	38,010.	59,068.
ANGIODYNAMICS INC	51,608.	50,488.
AECOM TECHNOLOGY CORP	82,329.	76,115.
APPLE INC	199,036.	419,588.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
ALLEGHENY TECHNOLOGIES INC		
AMERIPRISE FINL INC	41,646.	59,814.
BORG WARNER INC	42,359.	87,415.
BIO-REFERENCE LABS INC	40,151.	53,170.
AVALONBAY CMNTYS INC	71,219.	95,658.
CABOT MICROELECTRONICS CORP	38,235.	64,454.
BARD C R INC		
BEST BUY COMPANY INC	101,495.	72,212.
BOSTON SCIENTIFIC CORP		
BLACKROCK INC	166.	192.
BURGER KING HOLDINGS INC		
BEACON ROOFING SUPPLY INC	40,845.	64,763.
BRIGHAM EXPL CO	42,605.	78,626.
CEPHEID INC	53,506.	141,227.
CERNER CORP	76,245.	163,286.
CHEESECAKE FACTORY INC	52,782.	94,079.
CHEMED CORP	51,356.	91,662.
COGINIZANT TECH SOLUTIONS CRP	112,286.	229,261.
CONOCOPHILLIPS	116,780.	115,868.
STAPLES INC	97,823.	61,336.
CORNING INC	93,618.	91,875.
CUMMINS INC	50,255.	70,684.
DOLBY LABORATORIES INC CL A	60,648.	70,781.
CONCUR TECHNOLOGIES INC	42,968.	48,768.
CENTRAL EUROPEAN DIST CORP	41,879.	13,574.
ECOLAB INC		
EXPRESS SCRIPTS INC	102,881.	166,906.
SEMPRA ENERGY	77,437.	84,291.
RED HAT INC	42,493.	101,852.

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FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
CENTRAL EUROPOEAN MEDIA ENT A		
FORRESTER RESH INC	51,922.	54,944.
FRANKLIN BANK CORP HOUSTON		
DYNAMEX INC		
ROCKWELL AUTOMATION INC		
P G E CORP	81,649.	82,505.
GOOGLE INC CL A	170,789.	174,195.
HALLIBURTON CO	187,343.	222,564.
HESS CORP	131,887.	122,606.
HEWLETT PACKARD CO	127,870.	124,888.
PACCAR INC	41,159.	55,586.
PANERA BREAD COMPANY CL A	40,652.	84,695.
INTERPUBLIC GROUP COS INC		
PEABODY ENERGY CORP	111,888.	153,814.
J P MORGAN CHASE & CO	158,614.	195,243.
JACOBS ENGR GROUP INC	145,970.	93,593.
ILLUMINA INC	40,968.	68,387.
INNERWORKINGS INC	43,542.	66,878.
LKQ CORP	52,176.	68,434.
PERRIGO CO	41,197.	60,103.
PFIZER INC	148,476.	207,504.
MAXIMUS INC	25,895.	58,325.
MERCK & CO INC	84,755.	99,024.
METLIFE INC	109,643.	83,090.
PRICELINE COM INC	28,123.	135,661.
PLEXUS CORP		
NATIONAL INSTRS CORP	56,338.	79,151.
NATIONAL OILWELL VARCO INC		
NEOGEN CORP	25,039.	64,515.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
HARBOR BIOSCIENCES INC	6,899.	295.
NIKE INC	143,549.	230,709.
NORTHERN TR CORP		
LAUDER ESTEE COS INC CL A	43,223.	70,688.
GENERAL ELECTRIC CO	101,091.	125,494.
OCCIDENTAL PETROLEUM CORP	187,735.	263,533.
PIONEER NAT RES	126,730.	160,509.
PHARMACEUTICAL PROD DEV INC		
PORTFOLIO RECOVERY ASSOCIATES	52,118.	109,040.
POWER INTEGRATIONS INC	53,264.	59,259.
PRAXAIR INC	151,958.	190,008.
PUBLIC SVC ENTERPRISE GROUP IN	40,517.	40,767.
RESOURCES CONNECTION INC	52,325.	30,100.
ROWAN COMPANIES INC		
ROLLINS INC	52,938.	104,875.
SANDISK CORP		
SALESFORCE COM INC	25,664.	71,361.
PRUDENTIAL FINANCIAL INC	84,546.	153,315.
NOBLE ENERGY INC		
SCHEIN HENRY INC	124,540.	170,456.
SEMTECH CORP	49,182.	88,390.
SIMON PROPERTY GROUP INC	266.	465.
TENARIS SA A D R		
STRATASYS INC	52,851.	79,397.
TECHNE CORP	52,941.	56,025.
GOLDMAN SACHS GROUP INC	135,012.	123,774.
TRAVELERS COS INC		
ULTIMATE SOFTWARE GROUP INC	52,534.	73,045.
UNITED NAT FOODS INC	53,004.	105,096.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
FARO TECHNOLOGIES INC	41,986.	118,129.
VARIAN MED SYS INC	122,459.	137,029.
WAL MART STORES INC	170,415.	174,459.
CENOVUS ENERGY INC		101,700.
ORICLE CORPORATION	80,315.	122,261.
ALCON INC		
ABB LTD A D R	207,635.	191,796.
ACCENTURE LTD	90,785.	139,570.
AMERICA MOVIL S A DE C V A D R	64,058.	62,178.
ATLAS COPCO AB A D R CL B	41,242.	57,302.
ATLAS COPCO AB SPONS A D R	40,657.	63,276.
B G GROUP P L C A D R	69,025.	63,066.
B E AEROSPACE INC	53,295.	70,683.
BOSTON PPTYS INC	37,696.	88,113.
BOC HONG KONG HLDGS LTD A D R	54,282.	60,255.
CATERPILLER INC	45,270.	77,822.
DASSAULT SYS SA	77,296.	102,206.
ENCANA CORP	50,148.	31,929.
CELGENE CORP	90,606.	
FRESENIUS MED CARE	42,691.	58,191.
IMPERIAL OIL LTD	87,107.	71,982.
DRESS BARN INC		
KUBOTA LTD A D R		
DOVER CORP	143,436.	208,960.
DENBURY RESOURCES IN		
NESTLE S A SPON A D R REPSTG	281,519.	392,308.
DEALERTRACK HLDGS INC	38,079.	55,287.
NOBLE CORP		
NOVO NORDISK AS A D R	40,540.	80,680.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
OAO GAZPROM SPON ADR REG S	45,610.	37,976.
P T TELEKOMUNIKASI INDONESIA		
QIAGEN N V	69,387.	67,198.
SAP A G	57,636.	67,867.
SASOL LTD SPONSORED A D R	77,750.	68,387.
STATOIL ASA A D R	61,983.	49,373.
TAIWAN SEMICONDUCTOR MFG	38,799.	52,584.
TELEFONICA SA SPON A D R	36,036.	27,404.
TESCO PLC A D R	79,466.	66,562.
WAL MART DE MEXICO SAB DE CV	68,822.	101,932.
WPP GROUP PLC SPONS A D R	52,071.	59,550.
ISHARES MSCI EMERGING MKTS IND	1,952,087.	2,194,598.
ANSYS INC	56,049.	74,187.
ALLSCRIPTS HEALTHCARE SOLUTION	45,849.	69,834.
ANADARKO PETETROLEUM CORP	116,373.	180,923.
DARDEN RESTAURANTS INC		
DIGI INTL INC	48,976.	61,191.
DIRECTV CL A	94,029.	177,972.
ENTEGRIS INC		
EXXON MOBIL CORP	166,356.	190,755.
GREAT PLAINS ENERGY INC	10,262.	8,271.
IPC THE HOSPITALIST CO INC		
LIVEWIRE MOBILE INC	15,344.	948.
MEDNAX INC	52,334.	69,158.
P N C FINANCIAL SERVICES GRP	47,961.	39,045.
SOUTHWEST AIRLS CO		
TJX COS INC	36,609.	79,688.
ALLIANZ AG ADR REPSTG	46,833.	42,481.
ASTRAZENECA PLC SPSD ADR	36,910.	39,856.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
NOVARTIS AG ADR REPSTG 1ORD SH	116,703.	132,425.
PANASONIC CORP ADR REPSTG 1	53,152.	28,360.
SANOFI AVENTIS ADR REPSTG .5	36,165.	42,540.
VALE SA SP ADR REPSTG 1 PFD SH	22,753.	66,695.
CREE INC		
VISA INC CLASS A SHRS	65,472.	91,506.
THORATEC CORP		
VORNADO REALTY TRUST		
VERINT SYSTEMS INC	41,371.	60,634.
UNIVERSAL TECHNICAL INST INC	40,940.	44,403.
UNITED STATES STEEL CORP	80,339.	57,596.
UNITED HEALTH GROUP INC	33,654.	67,518.
UNDER ARMOUR INC CL A	41,815.	92,154.
B A S F AG ADR	43,285.	70,309.
CANON INC SPONS A D R	40,486.	51,159.
AXA A D R	79,386.	55,811.
CARNIVAL CORP	150,844.	174,603.
ARCELORMITTAL NY REGISTERED		
B H P BILLITON LIMITED A D R	38,774.	72,487.
B N P PARIBAS S A A D R	44,753.	59,135.
UNION PACIFIC CORP	185,397.	304,430.
WASTE MGMT INC	80,569.	110,729.
WESTERN DIGITAL CORP	42,189.	42,237.
WHITING PETROLEUM CORP		
WHOLE FOODS MKT INC	43,342.	77,472.
XILIINX INC		
CHINA RES ENTERPRISE LTD ADR	42,166.	50,110.
COMPANHIA DE BEBIDAS P R ADR	137,773.	349,611.
CORE LABORATORIES		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
COVIDIEN PLC	71,219.	103,639.
DESARROLLADORA HOMEX A D R		
ERICSSON (LM) TEL SP A ADR	54,055.	81,995.
FANUC LTD	38,615.	80,388.
GLAXO SMITHKLINE P L C ADR	38,244.	47,405.
HOYA CORP A D R	38,688.	41,366.
I C I C I BANK LIMITED A D R	41,437.	55,167.
INTESA SAMPAOLO A D R		
JUPITER TELECOM A D R	39,794.	53,797.
LUKOIL SPON A D R	41,466.	40,481.
LVMH MOET HENNESSY LOU VUITT	38,441.	91,398.
MITSUI & CO LTD SPSD ADR	38,598.	60,028.
MONEX GROUP INC A D R	52,700.	15,132.
MTN GROUP LTD A D R	40,809.	55,554.
NATIONAL BANK OF GREECE A D R	42,134.	7,550.
PETROLEO BRASILEIRO SA A D R	50,544.	46,456.
RITCHIE BROS AUCTIONEERS INC	41,187.	50,004.
ROGERS COMMUNICATIONS INC CL B		
SHIRE PLC A D R	41,527.	62,179.
SOCIETE GENERALE FRANCE	43,310.	33,932.
TELEVENT GIT SA	42,406.	54,725.
TEVA PHARMACEUTICAL INDS LTD	38,708.	37,708.
THOMPSON CREEK METALS CO INC	43,462.	44,670.
TOKIO MARINE HOLDINGS INC	37,861.	39,732.
TYCO INTERNATIONAL LTD		
UNILEVER PLC SPSD ADR	69,379.	74,983.
ZURICH FINANCIAL SVCS A D R	34,179.	57,547.
IPATH DOW JONES UBS COMMODITY	1,716,021.	1,528,646.
AMER CENT DIVERSIFI BD INS	1,000,000.	1,005,566.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
BROADCOM CORP CL A	40,913.	41,041.
CITIGROUP INC	221,402.	205,327.
CVS CAREMARK CORP	41,184.	54,115.
DECKERS OUTDOOR CORP	41,875.	76,329.
EMC CORPORATION	253,642.	271,698.
ENERNOC INC	41,173.	19,392.
FED EX CORP	64,715.	72,655.
FRONTIER COMM CORP	5,292.	5,270.
GARTNER INC	38,536.	55,197.
IPC THE HOSPITALIST CO	44,728.	78,441.
KENNAMETAL INC	223,322.	249,250.
KRAFT FOODS INC CL A	41,126.	47,103.
PETSMART INC	221,524.	246,450.
ROPER INDS INC	220,665.	223,077.
STARWOOD HOTELS & RESORTS	41,319.	45,785.
TENNECO AUTOMOTIVE INC	39,450.	66,810.
VIRGIN MEDIA INC	40,381.	56,927.
ADMIRAL GROUP PLC ADR	226,788.	235,406.
ARM HLDGS PLC ADR	215,173.	247,000.
B H P BILLITON PLC SPSD ADR	219,599.	236,545.
CNOOC LTD ADR	87,943.	123,627.
CSI LIMITED ADR	41,000.	48,479.
FUJIFILM HOLDINGS ADR	38,431.	38,163.
LOGITECH INTL SA	41,402.	28,842.
ROYAL DUTCH SHELL PLC ADR	220,136.	230,461.
SENSATA TECHNOLOGIES HOLDINGS	221,161.	262,458.
SWATCH GROUP AG ADR	223,247.	279,788.
GAM ABSOLUTE RTN BD FD OFFSHOR	500,000.	506,613.
GCA CREDIT OPP OFFSHORE FD LTD	1,000,000.	1,003,354.

SIDNEY R BAER JR FOUNDATION 43-6829338

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
IDR CORE EQUITY RE STR 2010 LP	500,000.	505,328.
TOTALS	28,406,345.	34,222,150.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
BEAR STEARNS CO 4.50% 10/28/10		
WAL MART STORES 4.125% 2/15/11		
EMERSON ELEC 4.625% 10/15/12	521,760.	524,130.
VERIZON 4.750% 10/01/13	505,845.	532,795.
GOLDMAN SACHS 5.150% 1/15/14	519,795.	533,870.
WACHOVIA BANK 5% 8/15/15	518,580.	535,920.
MORGAN STANLEY 5.750% 10/18/16	505,359.	531,065.
ANHEUSER BUSCH 5.60% 3/01/17	505,990.	567,500.
AMER EXP BK FSB 5.550 10/17/12	309,609.	316,509.
GEN ELECTRIC CO 5.000 2/1/13	311,268.	318,420.
PEPSICO INC 4.650 2/15/13	314,406.	318,795.
HSBC FIN CORP 5.250 1/15/14	299,826.	323,415.
HONEYWELL INTL 5.300 3/1/18	331,853.	365,164.
DEUTSCHE BK AG 5.000 10/12/10		
ROYAL BANK OF CANADA		
JP MORGAN CHASE CO	500,000.	511,100.
GOLDMAN SACHS 5.350% 1/15/16	511,215.	539,545.
BARCLAYS BANK PLC 3.90% 4/7/15	502,410.	518,775.
BANK MONTREAL SENIOR NTS 12/20	500,000.	495,850.
TOTALS	6,657,916.	6,932,853.

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

DESCRIPTION	AMOUNT
ACCRD INT PD ON VARIOUS BONDS COST BASIS ADJUSTMENT	13,686.
TOTAL	13,686.

STATE(S) WHERE THE FOUNDATION IS REGISTERED
MA

STATEMENT 20

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

OFFICER NAME:
US BANK NA
ADDRESS:
PO BOX 387
ST LOUIS, MO 63166
TITLE:
CO-TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 0
COMPENSATION .... 457,623.

OFFICER NAME:
GEORGE B HANDRAN
ADDRESS:
6 BEACON STREET STE 920
BOSTON, MA 02108
TITLE:
CO-TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 0
COMPENSATION .... 110,754.

TOTAL COMPENSATION: 568,377.

RECIPIENT NAME:
GEORGE B HANDRAN
ADDRESS:
6 BEACON STREET STE 920
BOSTON, MA 02108
RECIPIENT'S PHONE NUMBER: 617-523-1855
FORM, INFORMATION AND MATERIALS:
LETTER OF INQUIRY
SUBMISSION DEADLINES:
NONE
RESTRICTIONS OR LIMITATIONS ON AWARDS:
TO 501(C)(3) ORGANIZATIONS THAT ENGAGE OR
INVOLVE IN MENTAL HEALTH

RECIPIENT NAME:
BOSTON MEDICAL CENTER CORPROATION
ADDRESS:
660 HARRISON AVENUE - 3RD FLOOR
BOSTON, MA 02118
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 90,000.

RECIPIENT NAME:
TRUSTEES OF COLUMBIA UNIVERSITY
COLUMBIA UNIVERSITY (GREY MATTERS)
ADDRESS:
1051 RIVERSIDE DRIVE, UNIT 122
NEW YORK, NY 10032
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 75,000.

RECIPIENT NAME:
CHADS COALITION FOR MENTAL HEALTH
ADDRESS:
3775 GUMTREE LANE
ST LOUIS, MO 63129
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
COMMUNITY ALTERNATIVES, INC
ADDRESS:
3738 CHOUTEAU
ST LOUIS, MO 63110
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
NONE
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
CRIDER HEALTH CENTER, INC
ADDRESS:
1032 CROSSWINDS COURT
WENTZVILLE, MO 63385
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 75,000.

RECIPIENT NAME:
MARTHA'S VINEYARD COMM SERVS
ADDRESS:
111 EDGARTOWN ROAD
VINEYARD HAVEN, MA 02568
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
MCLEAN HOSPITAL CORPORATION
ADDRESS:
115 MILL STREET
BELMONT, MA 02478-9106
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 200,000.

RECIPIENT NAME:
MASSACHUSETTS GENERAL HOSPITAL
SCHIZOPHRENIA CLINIC / RES PROG
ADDRESS:
25 STANIFORD STREET
BOSTON, MA 02114
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 326,360.

RECIPIENT NAME:
NAMI ST LOUIS
ADDRESS:
1750 SOUTH BRENTWOOD, SUITE 511
ST LOUIS, MO 63144
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 2,000.

RECIPIENT NAME:
CHILDRENS HOSPITAL CORPORATION
ADDRESS:
300 LONGWOOD AVENUE
BOSTON, MA 02115
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 200,000.

RECIPIENT NAME:
TRUSTEES OF TUFTS COLLEGE
ADDRESS:
20 PROFESSORS ROW
MEDFORD, MA 02155
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 58,000.

RECIPIENT NAME:
NATIONAL ALLIANCE FOR RESEARCH ON
SCHIZOPHRENIA & DEPRESSION
ADDRESS:
60 CUTTER MILL ROAD
GREAT NECK, NY 11021-3196
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 290,000.

RECIPIENT NAME:
MASSACHUSETTS CLUBHOUSE
COALITION
ADDRESS:
15 VERNON STREET
WALTHAM, MA 02453
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 35,000.

RECIPIENT NAME:
WASHINGTON UNIVERSITY
SCHOOL OF MEDICINE
ADDRESS:
660 SOUTH EUCLID AVENUE
ST LOUIS, MO 63110
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 200,000.

RECIPIENT NAME:
TRUSTEES OF BOSTON UNIVERSITY
COLLEGE OF HLTH & REHAB SCIENCES
ADDRESS:
940 COMMONWEALTH AVENUE WEST
BOSTON, MA 02215
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 100,000.

RECIPIENT NAME:
NEWTON WELLESLEY HOSPITAL
CHARITABLE FOUNDATION
ADDRESS:
2014 WASHINGTON STREET
NEWTON, MA 02462
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
PLACES FOR PEOPLE INC
ADDRESS:
4130 LINDELL BLVD
ST LOUIS, MO 63108
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 42,500.

RECIPIENT NAME:
GENESIS CLUB HOUSE, INC
ADDRESS:
274 LINCOLN STREET
WORCESTER, MA 01605
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 98,692.

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

RECIPIENT NAME:
FOUNTAIN HOUSE, INC
ADDRESS:
425 WEST 47TH STREET
NEW YORK, NY 10036-2304
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 150,000.

RECIPIENT NAME:
MENTAL HEALTH AMERICA
OF EASTERN MISSOURI
ADDRESS:
1905 S. GRAND
ST. LOUIS, MO 63104
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 20,000.

TOTAL GRANTS PAID: 2,037,552.

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: SIDNEY R BAER JR FOUNDATION

Employer identification number: 43-6829338

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	327,363.
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	327,363.

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 LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			12,151.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	68,933.
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	486.
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	81,570.

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			327,363.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			81,570.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			486.
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			408,933.

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: SIDNEY R BAER JR FOUNDATION

Employer identification number: 43-6829338

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 2420. ACXIOM CORP	03/25/2010	09/08/2010	33,479.00	43,507.00	-10,028.00
790. ALLEGHENY TECHNOLOGIES INC	03/25/2010	03/15/2011	49,607.00	42,470.00	7,137.00
590. ALLIANCE DATA SYSTEMS CORP	06/14/2010	09/08/2010	35,132.00	40,846.00	-5,714.00
1068. ARCELORMITTAL NY REGISTERED	10/22/2009	09/08/2010	34,370.00	41,008.00	-6,638.00
1619. ASCENA RETAIL GROUP INC	03/25/2010	03/15/2011	49,557.00	43,533.00	6,024.00
2356. AVON PRODS INC	03/25/2010	03/15/2011	63,004.00	76,520.00	-13,516.00
493. BAIDU COM INC A D R	09/08/2010	03/15/2011	60,161.00	41,467.00	18,694.00
273. CHIPOTLE MEXICAN GRILL CL A	06/14/2010	03/15/2011	69,988.00	41,264.00	28,724.00
.3 CITIGROUP INC	03/15/2011	05/25/2011	12.00	13.00	-1.00
658. CITRIX SYS INC	09/08/2010	03/15/2011	45,220.00	41,864.00	3,356.00
10365. COMPANHIA DE BEBIDAS P R A D R		06/15/2011	127.00		127.00
610. CREE INC	11/03/2009	07/26/2010	44,768.00	25,605.00	19,163.00
2761. DENBURY RESOURCES INC	03/25/2010	09/08/2010	43,020.00	42,932.00	88.00
747. EMERGENCY MEDICAL SERVICES A	06/14/2010	07/26/2010	34,590.00	41,495.00	-6,905.00
1307. FOREST OIL CORPORATION	06/14/2010	03/15/2011	44,320.00	41,682.00	2,638.00
1300. GREEN MOUNTAIN COFFEE ROSTERS INC	09/08/2010	03/15/2011	76,005.00	43,792.00	32,213.00
3984. HERTZ GLOBAL HOLDINGS INC	06/14/2010	09/08/2010	38,685.00	42,277.00	-3,592.00
6896. INTERPUBLIC GROUP COS INC	11/03/2009	07/26/2010	56,064.00	41,100.00	14,964.00
1445. INTESA SANPAOLO A D R	10/22/2009	09/08/2010	26,096.00	40,645.00	-14,549.00
133. INTUITIVE SURGICAL INC	06/14/2010	03/15/2011	42,805.00	43,782.00	-977.00
750000. JPMORGAN 6MO OXY #AI# 9.500% 3/14/11	09/09/2010	03/14/2011	784,161.00	750,000.00	34,161.00
500000. JPMORGAN 6M FCX #AI# 18.37% 11/24/10	05/19/2010	11/24/2010	537,084.00	500,000.00	37,084.00
784. KELLOGG CO	03/25/2010	03/15/2011	42,322.00	42,373.00	-51.00
781. KIMBERLY CLARK CORP	09/08/2010	03/15/2011	49,758.00	51,939.00	-2,181.00

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

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: SIDNEY R BAER JR FOUNDATION

Employer identification number: 43-6829338

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 1179. LEXMARK INTERNATIONAL INC	03/25/2010	03/15/2011	42,408.00	42,748.00	-340.00
578. MERCADOLIBRE INC	09/08/2010	03/15/2011	39,118.00	41,521.00	-2,403.00
906. NETAPP INC	09/08/2010	03/15/2011	41,712.00	42,519.00	-807.00
592. NETFLIX COM INC	03/25/2010	09/08/2010	86,628.00	44,190.00	42,438.00
639. NOBLE ENERGY INC	06/14/2010	03/15/2011	57,329.00	41,049.00	16,280.00
92850.511 PIMCO TOTAL RETURN FUND INST	02/14/2011	03/15/2011	1,011,142.00	1,000,000.00	11,142.00
1586. PHARMACEUTICAL PROD DEV INC	06/14/2010	09/08/2010	38,903.00	41,585.00	-2,682.00
1176. PLEXUS CORP	03/25/2010	09/08/2010	29,509.00	43,176.00	-13,667.00
768. ROCKWELL AUTOMATION INC	03/25/2010	07/26/2010	42,445.00	43,414.00	-969.00
2069. ROGERS COMMUNICATIONS INC CL B	03/25/2010	03/15/2011	70,986.00	70,060.00	926.00
500000. RBC 6MO AAPL #AI# 11.250% 9/09/10	03/03/2010	09/09/2010	513,588.00	500,000.00	13,588.00
500000. RBC 6MO WHR RX #AI# 16.930% 6/20/11	12/15/2010	06/20/2011	541,175.00	500,000.00	41,175.00
912. SALIX PHARMACEUTICALS LTD	07/26/2010	03/15/2011	30,565.00	40,801.00	-10,236.00
1219. SANDISK CORP	03/25/2010	03/15/2011	52,550.00	43,091.00	9,459.00
2152. SILVER WHEATON CORP	07/26/2010	03/15/2011	84,378.00	40,415.00	43,963.00
1245. TEMPUR PEDIC INTL INC	06/14/2010	03/15/2011	61,142.00	41,965.00	19,177.00
1032. TENARIS SA ADR	10/22/2009	07/26/2010	40,929.00	41,441.00	-512.00
914. THORATEC CORP	06/14/2010	03/15/2011	24,285.00	40,600.00	-16,315.00
762. 3M CO	09/08/2010	03/15/2011	67,291.00	63,453.00	3,838.00
718. WHITING PETROLEUM CORP	11/03/2009	07/26/2010	60,979.00	42,032.00	18,947.00
1478. CENTRAL EUROPEAN MEDIA ENT A	10/22/2009	09/08/2010	32,737.00	42,281.00	-9,544.00
716. CORE LABORATORIES N V	03/25/2010	03/15/2011	70,203.00	46,519.00	23,684.00

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b 327,363.00

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

Employer identification number: 43-6829338

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 1118. ACTIVIDENTITY CORP	12/19/2007	12/16/2010	3,634.00	4,137.00	-503.00
.8643 AIR LIQUIDE S A A D R	06/29/2006	07/06/2010	18.00	14.00	4.00
1. AIRTRAN HLDGS INC	06/29/2006	07/26/2010	5.00	14.00	-9.00
20531.554 AMERICAN CENTY INTL BOND FUND INV	08/21/2006	07/26/2010	290,111.00	282,309.00	7,802.00
33944.331 AMERICAN CENTY INTL BOND FUND INV	03/25/2010	05/02/2011	501,358.00	482,521.00	18,837.00
837. ASTRAZENECA P L C SPSD A D R	09/25/2008	09/08/2010	43,115.00	38,812.00	4,303.00
2788. ATLAS COPCO AB SPONS A D R	06/17/2008	07/26/2010	46,670.00	47,131.00	-461.00
3058. AURORA OIL & GAS CORP	06/29/2006	02/18/2011		13,792.00	-13,792.00
1317. AXA A D R	09/25/2008	09/08/2010	21,642.00	45,990.00	-24,348.00
6061. BANCO SANTANDER CENT HISPANO A D R	06/17/2008	09/08/2010	75,345.00	117,200.00	-41,855.00
1102. BARD C R INC	06/17/2008	03/15/2011	104,082.00	100,232.00	3,850.00
500000. BEAR STEARNS CO 4.500% 10/28/10	03/10/2004	10/28/2010	500,000.00	521,485.00	-21,485.00
46. BERKSHIRE HATHAWAY INC CL B	06/17/2008	09/08/2010	3,752.00	3,523.00	229.00
1517. BEST BUY CO INC	07/07/2009	03/15/2011	47,056.00	48,117.00	-1,061.00
5267. BOSTON SCIENTIFIC CORP	07/07/2009	09/08/2010	26,914.00	53,513.00	-26,599.00
. BROADCOM CORP SECURITY LITIGATION		05/16/2011	16.00		16.00
205. BURGER KING HOLDINGS INC	05/06/2008	09/08/2010	4,838.00	5,709.00	-871.00
1061. CAPITAL ONE FINANCIAL CORP	07/07/2009	03/15/2011	53,870.00	22,429.00	31,441.00
1037. CENOVUS ENERGY INC	06/17/2008	09/08/2010	29,264.00	47,226.00	-17,962.00
2088. CEPHEID INC	06/17/2008	03/15/2011	53,001.00	58,786.00	-5,785.00
482. CERNER CORPORATION	06/17/2008	09/08/2010	37,770.00	23,203.00	14,567.00
1726. CHEVRON CORPORATION	07/07/2009	07/26/2010	127,773.00	109,784.00	17,989.00
1508. CLOROX CO	07/07/2009	03/15/2011	101,806.00	85,588.00	16,218.00
1222. COACH INC	11/03/2009	03/15/2011	62,748.00	39,773.00	22,975.00
838. CREE INC	11/03/2009	03/15/2011	39,754.00	35,176.00	4,578.00

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

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

Employer identification number: 43-6829338

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 1452. DARDEN RESTAURANTS INC	07/07/2009	07/26/2010	62,305.00	47,684.00	14,621.00
970. DESARROLLADORA HOMEX A D R	10/22/2009	03/15/2011	24,631.00	41,667.00	-17,036.00
250000. DEUTSCHE BK AG 5.000% 10/12/10	06/09/2008	10/12/2010	250,000.00	256,018.00	-6,018.00
646. DIAGEO PLC SPONSORED A D R	06/29/2006	03/15/2011	47,493.00	42,946.00	4,547.00
176. DOLBY LABORATORIES INC CL A	01/25/2008	03/15/2011	8,759.00	7,835.00	924.00
2178. DYNAMEX INC	11/03/2009	02/23/2011	54,450.00	40,593.00	13,857.00
802. E ON A G A D R	12/15/2006	03/15/2011	23,458.00	36,494.00	-13,036.00
2127. ECOLAB INC	06/17/2008	03/15/2011	103,370.00	96,034.00	7,336.00
7207. ENTEGRIS INC	07/30/2008	03/15/2011	54,079.00	47,462.00	6,617.00
1735. F5 NETWORKS INC	06/17/2008	03/15/2011	189,499.00	52,647.00	136,852.00
.1481 FRONTIER COMMUNICATIONS CORP	05/03/2005	07/13/2010	1.00	1.00	
5288. GAP INC	10/22/2009	03/15/2011	113,901.00	118,399.00	-4,498.00
893. OAO GAZPROM SPON A D R	06/17/2008	03/15/2011	27,040.00	52,821.00	-25,781.00
916. GENTEX CORP	05/15/2007	09/08/2010	16,724.00	17,272.00	-548.00
582. GENTEX CORP	06/14/2007	03/15/2011	15,824.00	10,657.00	5,167.00
1889. HARRIS CORP DEL	07/07/2009	03/15/2011	83,050.00	52,529.00	30,521.00
2860. HEWLETT PACKARD CO	06/17/2008	03/15/2011	116,477.00	135,679.00	-19,202.00
932. J P MORGAN CHASE CO	06/17/2008	09/08/2010	36,541.00	36,712.00	-171.00
.3 KEPPEL CORP LTD SPONS A D R	06/29/2006	05/23/2011	5.00	2.00	3.00
2034. KOMATSU LTD A D R REPSTG 4 ORD SHS	06/29/2006	07/26/2010	42,205.00	39,069.00	3,136.00
1582. KUBOTA LTD A D R	06/17/2008	09/08/2010	68,898.00	64,129.00	4,769.00
.9996 LTX CREDENCE CORP	06/29/2006	10/15/2010	6.00	21.00	-15.00
277. MASTERCARD INC	10/22/2009	03/15/2011	67,449.00	62,808.00	4,641.00
7844. MITSUBISHI UFJ FINL GRP A D R	05/09/2008	03/15/2011	36,631.00	73,704.00	-37,073.00
5280. NATIONAL BANK OF GREECE A D R		11/03/2010	1,368.00		1,368.00

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

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side	Employer identification number
SIDNEY R BAER JR FOUNDATION	43-6829338

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 .5 NATIONAL INSTRS CORP	06/17/2008	03/14/2011	15.00	11.00	4.00
1447. NATIONAL OILWELL VARCO INC	06/17/2008	07/26/2010	54,451.00	122,780.00	-68,329.00
1062. NATIONAL OILWELL VARCO INC	06/17/2008	09/08/2010	42,576.00	90,113.00	-47,537.00
1634. NEOGEN CORP	06/17/2008	07/26/2010	46,746.00	28,672.00	18,074.00
778. NIKE INC	06/17/2008	07/26/2010	57,034.00	53,083.00	3,951.00
1398. NORTHERN TR CORP	07/07/2009	03/15/2011	69,268.00	75,828.00	-6,560.00
913. NOVARTIS AG A D R	05/09/2008	03/15/2011	49,010.00	46,512.00	2,498.00
.8436 NOVARTIS AG A D R	06/29/2006	04/28/2011	49.00	44.00	5.00
1613. P T TELEKOMUNIKASI INDONESIA A D R	06/17/2008	03/15/2011	52,738.00	52,164.00	574.00
133. PRICELINE COM INC	07/07/2009	09/08/2010	43,188.00	14,115.00	29,073.00
2567. PROCTER & GAMBLE CO	07/07/2009	09/08/2010	154,809.00	137,118.00	17,691.00
675. PROCTER & GAMBLE CO	05/03/2005	03/15/2011	40,870.00	37,064.00	3,806.00
2666. QUALCOMM INC	05/03/2005	07/26/2010	103,519.00	93,616.00	9,903.00
53. QUANTA SVCS INC	02/26/2007	09/08/2010	992.00	1,248.00	-256.00
728. RWE AG A D R	06/29/2006	03/15/2011	44,043.00	58,422.00	-14,379.00
.5 ROLLINS INC	06/17/2008	12/23/2010	10.00	5.00	5.00
207. ROWAN COMPANIES INC	05/21/2008	09/08/2010	5,949.00	9,757.00	-3,808.00
1323. SCOTTISH & SOUTHN ENERGY A D R	10/30/2006	09/08/2010	23,972.00	34,001.00	-10,029.00
3018. SOUTHWEST AIRLINES CO	09/25/2008	03/15/2011	37,151.00	45,358.00	-8,207.00
307. SYCAMORE NETWORKS INC	06/29/2006	09/08/2010	8,845.00	12,258.00	-3,413.00
4670. TAIWAN SEMICONDUCTOR A D R	06/17/2008	03/15/2011	54,871.00	52,283.00	2,588.00
1419. TELEFONICA SA SPON A D R	10/18/2007	03/15/2011	34,140.00	45,720.00	-11,580.00
866. TRAVELERS COS INC	06/17/2008	03/15/2011	50,608.00	41,415.00	9,193.00
2547. TURKCELL ILETISIM HIZMET A D R	05/24/2007	03/15/2011	36,498.00	39,088.00	-2,590.00
677. VORNADO REALTY TRUST	12/14/2009	03/15/2011	58,942.00	41,218.00	17,724.00

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

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side	Employer identification number
SIDNEY R BAER JR FOUNDATION	43-6829338

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 500000. WAL MART STORES 4.125% 2/15/11	03/10/2004	02/15/2011	500,000.00	512,115.00	-12,115.00
2568. WESTERN DIGITAL CORP	11/03/2009	03/15/2011	86,376.00	87,585.00	-1,209.00
2732. XILINX INC	07/07/2009	03/15/2011	85,237.00	53,655.00	31,582.00
287. ALCON INC	06/17/2008	04/12/2011	48,213.00	46,636.00	1,577.00
122. NOBLE CORP	04/07/2008	09/08/2010	4,225.00	6,476.00	-2,251.00
1212. TYCO INTERNATIONAL LTD	11/03/2009	03/15/2011	53,087.00	40,590.00	12,497.00
. MERRILL LYNCH BOND ACTION SECURITIES LITIGATIO		11/30/2010	1,392.00		1,392.00

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b 68,933.00

FEDERAL CAPITAL GAIN DIVIDENDS

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		12,151.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		12,151.00

Form **8868** (Rev. January 2011) Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box . . . . ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only . . . . ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print	Name of exempt organization SIDNEY R BAER JR FOUNDATION	**Employer identification number** 43-6829338
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. P.O. BOX 387	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. ST. LOUIS, MO 63166	

Enter the Return code for the return that this application is for (file a separate application for each return) . . . . [0 4]

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ US BANK NA

Telephone No. ▶ (314)418-2643 FAX No. ▶

- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ________ . If this is for the whole group, check this box . . . . . . ▶ [ ] . If it is for part of the group, check this box . . . . ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 02/15 , 20 12 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ [ ] calendar year 20 ____ or

▶ [X] tax year beginning 07/01 , 2010 , and ending 06/30, 20 11 .

2 If the tax year entered in line 1 is for less than 12 months, check reason. [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	**3a**	$ 18,496.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	**3b**	$ 20,327.
c	**Balance Due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	**3c**	$

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.