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, JUL 1, 2010 and ending JUN 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: FRANK G ANDRES CHARITABLE TRUST

A Employer identification number: 51-0172405

Number and street (or P O box number if mail is not delivered to street address): 1001 SUPERIOR AVE P.O. BOX 753 | Room/suite

B Telephone number: (608)372-2126

City or town, state, and ZIP code: TOMAH, WI 54660

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 ☐

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

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 2,681,678.

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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

		(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			N/A	
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	19,156.	19,156.		STATEMENT 1
	4 Dividends and interest from securities	44,607.	44,607.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-101,969.			
	b Gross sales price for all assets on line 6a 1,283,897.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	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)				
	11 Other income	44.	44.		STATEMENT 3
	12 **Total.** Add lines 1 through 11	-38,162.	63,807.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	10,393.	3,542.		6,578.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 4	93.	0.		0.
	b Accounting fees STMT 5	1,105.	0.		0.
	c Other professional fees STMT 6	14,488.	0.		0.
	17 Interest				
	18 Taxes				
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications	117.	0.		0.
	23 Other expenses STMT 7	3,099.	0.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	29,295.	3,542.		6,578.
	25 Contributions, gifts, grants paid	106,966.			106,966.
	26 **Total expenses and disbursements.** Add lines 24 and 25	136,261.	3,542.		113,544.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-174,423.			
	b **Net investment income** (if negative, enter -0-)		60,265.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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023501 12-07-10 LHA **For Paperwork Reduction Act Notice, see the instructions.** Form **990-PF** (2010)

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	11,316.	132,713.	132,713.
	2 Savings and temporary cash investments	61,555.	71,608.	71,608.
	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			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	800.	1,600.	1,600.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 8	2,706,542.	2,399,869.	2,475,757.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	2,780,213.	2,605,790.	2,681,678.
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			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
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 ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	1,788,888.	1,788,888.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	991,325.	816,902.	
	30 **Total net assets or fund balances**	2,780,213.	2,605,790.	
	31 **Total liabilities and net assets/fund balances**	2,780,213.	2,605,790.	

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	2,780,213.
2 Enter amount from Part I, line 27a	2	-174,423.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	2,605,790.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,605,790.

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	1 SEE NORTHWESTERN MUTUAL STMT	P	VARIOUS	VARIOUS
b	2 SEE NORTHWESTERN MUTUAL STMT	P	VARIOUS	VARIOUS
c	3 SEE NORTHWESTERN MUTUAL STMT	P	VARIOUS	VARIOUS
d	4 FIRST INTERNET BK INDIANAPOLIS	P	07/21/05	07/27/11
e	4 CARDINAL HEALTH INC NT	P	12/14/04	02/15/11

	(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	159,000.		160,849.	-1,849.
b	527,243.		635,024.	-107,781.
c	457,654.		449,993.	7,661.
d	90,000.		90,000.	0.
e	50,000.		50,000.	0.

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				-1,849.
b				-107,781.
c				7,661.
d				0.
e				0.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } 2 -101,969.

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).
If (loss), enter -0- in Part I, line 8 } 3 N/A

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 X 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 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	108,080.	2,158,045.	.050082
2008	139,698.	2,394,931.	.058331
2007	135,455.	2,858,101.	.047393
2006	144,077.	2,910,821.	.049497
2005	134,329.	2,732,207.	.049165

2	Total of line 1, column (d)	2	.254468
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	.050894
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	2,639,880.
5	Multiply line 4 by line 3	5	134,354.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	603.
7	Add lines 5 and 6	7	134,957.
8	Enter qualifying distributions from Part XII, line 4	8	113,544.

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.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see 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 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	1,205.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3	Add lines 1 and 2			3	1,205.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	1,205.
6	Credits/Payments:				
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	1,600.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	1,600.
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	395.
11	Enter the amount of line 10 to be: **Credited to 2011 estimated tax** ▶	395.	**Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see 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. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
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? N/A	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 instructions) ▶ WI			
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)? *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 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 ▶ JASON KRULTZ Telephone no. ▶ 608-372-2131

Located at ▶ 1021 SUPERIOR AVENUE, TOMAH, WI ZIP+4 ▶ 54660

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

		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 X 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 X 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 instructions.) N/A	2b		
c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes X 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.)* N/A	3b		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes X 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)? ☐ Yes X 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 instructions)? N/A | 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? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X

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

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 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.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		10,393.	0.	0.

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

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

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

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

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 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

Part X **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see 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	2,475,757.
b	Average of monthly cash balances		1b	204,324.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	2,680,081.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	2,680,081.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	40,201.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	2,639,880.
6	**Minimum investment return.** Enter 5% of line 5		6	131,994.

Part XI **Distributable Amount** (see 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	131,994.
2a	Tax on investment income for 2010 from Part VI, line 5	2a 1,205.		
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	1,205.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	130,789.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	130,789.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	130,789.

Part XII **Qualifying Distributions** (see 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	113,544.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	113,544.
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	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	113,544.

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 instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				130,789.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			106,609.	
b Total for prior years: 2008 , ___ , ___		607.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ $ 113,544.				
a Applied to 2009, but not more than line 2a			106,609.	
b Applied to undistributed income of prior years (Election required - see instructions) *		607.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				6,328.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				124,461.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

* SEE STATEMENT 10

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

1 a 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
2 a 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 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 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 11

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 12				
Total			▶ 3a	106,966.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

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
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			14	19,156.	
4 Dividends and interest from securities			14	44,607.	
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	900099	44.			
8 Gain or (loss) from sales of assets other than inventory					-101,969.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		44.		63,763.	-101,969.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 -38,162.

(See worksheet in line 13 instructions 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).
8	INVESTMENTS WERE SOLD TO DISTRIBUTE INCOME TO CHARITIES.

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
		N/A	

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
N/A		

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

Jason 7 [signature] — Signature of officer or trustee | 12/8/2011 — Date | TREASURER — Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
LOUIS ZANON, CPA	[signature]	12/05/11		
Firm's name ▶ CLIFTON GUNDERSON LLP			Firm's EIN ▶	
Firm's address ▶ 435 JULIE STREET TOMAH, WI 54660			Phone no. (608)372-2177	

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
NML INTEREST	19,156.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	19,156.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
NML DIVIDENDS	44,607.	0.	44,607.
TOTAL TO FM 990-PF, PART I, LN 4	44,607.	0.	44,607.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
MISCELLANEOUS	44.	44.	
TOTAL TO FORM 990-PF, PART I, LINE 11	44.	44.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	93.	0.		0.
TO FM 990-PF, PG 1, LN 16A	93.	0.		0.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION	1,105.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	1,105.	0.		0.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEE	14,488.	0.		0.
TO FORM 990-PF, PG 1, LN 16C	14,488.	0.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
POSTAGE	116.	0.		0.
INSURANCE BOND EXPENSE	1,816.	0.		0.
AMORTIZATION	1,167.	0.		0.
TO FORM 990-PF, PG 1, LN 23	3,099.	0.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT 8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	2,399,869.	2,475,757.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,399,869.	2,475,757.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 9

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JODY KIEL PO BOX 810 TOMAH, WI 54660	TRUSTEE 1.00	1,760.	0.	0.
CYNTHIA ERDMAN PO BOX 810 TOMAH, WI 54660	TRUSTEE 1.00	1,760.	0.	0.
JASON KRULTZ PO BOX 810 TOMAH, WI 54660	TRUSTEE/SECRETARY/TREASURER 1.00	1,760.	0.	0.
TERRY WINCHEL 1001 SUPERIOR AVENUE TOMAH, WI 54660	FORMER TRUSTEE 1.00	2,200.	0.	0.
PETER REICHARDT 1001 SUPERIOR AVENUE TOMAH, WI 54660	TRUSTEE 1.00	1,760.	0.	0.
TRACEY PIERCE 1001 SUPERIOR AVENUE TOMAH, WI 54660	FORMER TRUSTEE 1.00	880.	0.	0.
CHRISTINE POKELA 21993 FLEMING AVENUE TOMAH, WI 54660	TRUSTEE 1.00	273.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		10,393.	0.	0.

FORM 990-PF ELECTION UNDER REGULATIONS SECTION 53.4942(A)-3(D)(2) TO APPLY EXCESS QUALIFYING DISTRIBUTIONS TO PRIOR YEAR'S UNDISTRIBUTED INCOME STATEMENT 10

DISTRIBUTIONS IN 2010 ARE APPLIED TO 2008.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 11
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

FRANK G ANDRES CHARITABLE TRUST
PO BOX 753
TOMAH, WI 54660

TELEPHONE NUMBER	NAME OF GRANT PROGRAM
608-372-2126	FRANK G ANDRES CHARITABLE TRUST

FORM AND CONTENT OF APPLICATIONS

PAPER APPLICATION SHOULD BE COMPLETED AND MAILED TO POST OFFICE BOX.

ANY SUBMISSION DEADLINES

MAY 15, 2010

RESTRICTIONS AND LIMITATIONS ON AWARDS

DISTRIBUTIONS MADE ONLY FOR CHARITABLE, SCIENTIFIC OR EDUCATIONAL PURPOSES FOR USE WITHIN THE CITY OF TOMAH, WISCONSIN OR IN THE IMMEDIATE VICINITY. DISTRIBUTIONS MADE ONLY TO THE CITY OF TOMAH, POLICAL SUBDIVISION OF THE STATE OF WISCONSIN, OR QUALIFIED NON-PROFIT AND TAX EXEMPT ORGANIZATIONS.

FORM 990-PF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR STATEMENT 12

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
AREA COMMUNITY THEATER 907 KILBOURN AVENUE TOMAH, WI 54660	PROMOTION OF THE ARTS IN THE TOMAH AREA		4,500.
ASSOCIATED SOCIETY/ ANIMAL ASAP PO BOX 101 SPARTA, WI 54656	ANIMAL PROTECTION AGENCY		500.
BOYS & GIRLS CLUB OF WEST-CENTRAL WISCONSIN 105 WEST MILWAUKEE STREET TOMAH, WI 54660	YOUTH EDUCATION		8,500.
CATHOLIC CHARTITIES - DIOCESE LA CROSSE 3710 EAST AVENUE LA CROSSE, WI 54602	VARIOUS CHARITABLE ACTIVITIES		500.
CHASING DAYLIGHT ANIMAL SHELTER 15560 ST HWY 131 TOMAH, WI 54660	ANIMAL PROTECTION AGENCY		1,500.
CITY OF TOMAH - AMBULANCE SERVICE 819 SUPERIOR AVENUE TOMAH, WI 54660	AMBULANCE SERVICE		1,250.
CITY OF TOMAH - FIRE DEPARTMENT 819 SUPERIOR AVENUE TOMAH, WI 54660	FIRE DEPARTMENT		2,000.
CITY OF TOMAH - PARKS & RECREATION 819 SUPERIOR AVENUE TOMAH, WI 54660	PARKS AND RECREATION		2,089.

CITY OF TOMAH - KUPPER-RATSCH 819 SUPERIOR AVENUE TOMAH, WI 54660	SENIOR CENTER	3,000.
CITY OF TOMAH - POLICE DEPARTMENT 819 SUPERIOR AVENUE TOMAH, WI 54660	POLICE DEPARTMENT	5,000.
CITY OF TOMAH - TOMAH PUBLIC LIBRARY 819 SUPERIOR AVENUE TOMAH, WI 54660	PUBLIC LIBRARY	2,000.
CITY OF TOMAH - STREET DEPARTMENT 819 SUPERIOR AVENUE TOMAH, WI 54660	STREET DEPARTMENT	500.
CITY OF TOMAH - PUBLIC WORKS 819 SUPERIOR AVENUE TOMAH, WI 54660	PUBLIC WORKS	1,500.
CITY OF TOMAH - TOMAH AREA VETERANS MEMORIAL 819 SUPERIOR AVENUE TOMAH, WI 54660	VETERANS MEMORIAL	1,000.
CITY OF TOMAH - OUR TOWN TOMAH 819 SUPERIOR AVENUE TOMAH, WI 54660	BEAUTIFY CITY	2,700.
FAITH IN ACTION PO BOX 316 TOMAH, WI 54660	VOLUNTEER CAREGIVING PROGRAM	1,500.
FAMILIES FIRST PO BOX 707 TOMAH, WI 54660	HELP MONROE COUNTY RESIDENTS MEET FINANCIAL CHALLENG	1,800.
FAMILY RESOURCES OF MONROE COUNTY 310 WEST ELIZABETH STREET TOMAH, WI 54660	PARENT EDUCATION AND SUPPORT PROGRAMS	1,000.

HANDISHOP INDUSTRIES 1411 N SUPERIOR AVENUE TOMAH, WI 54660	VOCATIONAL REHABILITATION SERVICES	9,000.
JUNIOR ACHIEVEMENT OF WISCONSIN 505 DEWEY ST SOUTH, SUITE 204 EAU CLAIRE, WI 54660	YOUTH EDUCATION	1,000.
L.I.F.E. - GOODWILL 1001 SUPERIOR AVE TOMAH, WI 54660	CHARITABLE ORGANIZATION	6,000.
LIGHT HOUSE ASSEMBLY OF GOD PO BOX 802 TOMAH, WI 54660	CHURCH	750.
MONROE COUNTY AG SOCIETY PO BOX 908 TOMAH, WI 54660	PROMOTION OF THE DAIRY INDUSTRY	7,500.
MONROE COUNTY ASSOCIATION FOR HOME & COMMUNITY EDUCATION ATTN: BERNADINE ARENA, 4261 BASSWOOD ROAD SPARTA, WI 54656	CHARITABLE ORGANIZATION	828.
NEIGHBOR FOR NEIGHBOR 1118 WEST VETERANS STREET TOMAH, WI 54660	FOOD PANTRY	4,400.
RIVERFRONT ACTIVITY CENTER, INC. 905 KILBOURN AVENUE TOMAH, WI 54660	SERVICES FOR DISABLED INDIVIDUALS	2,500.
SECOND HARVEST FOOD BANK 2802 DAIRY DRIVE MADISON, WI 53718	FOOD PANTRY	5,000.
SEVEN RIVERS FIGURES SKATING CLUB PO BOX 134 TOMAH, WI 54660	YOUTH EDUCATION	860.

TOMAH AREA HISTORICAL SOCIETY 1112 SUPERIOR AVENUE TOMAH, WI 54660	PRESERVE HISTORY OF TOMAH	4,000.
TOMAH AREA SCHOOL DISTRICT 129 WEST CLIFTON TOMAH, WI 54660	TOMAH AREA EDUCATIONAL SERVICES	13,954.
TOMAH CONCERT ASSOCIATION 309 KILBOURN AVENUE TOMAH, WI 54660	PROMOTION OF THE ARTS IN THE TOMAH AREA	2,000.
TOMAH SCHOOL OF CHILDHOOD 115 WEST LA CROSSE STREET TOMAH, WI 54660	PRESCHOOL EDUCATION	2,000.
TOMAH YOUTH HOCKEY ASSOCIATION PO BOX 126 TOMAH, WI 54660	YOUTH HOCKEY	1,500.
TOMAH YOUTH SOCCER ASSOCIATION PO BOX 233 TOMAH, WI 54660	YOUTH SOCCER	2,835.
WISCONSIN BADGER CAMP 11815 MUNZ LANE PRARIE DU CHIEN, WI 53821	CAMP FOR INDIVIDUALS WITH DEVELOPMENTAL DISABILITIES	2,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A		106,966.

Northwestern Mutual
Investment Services, LLC
611 E Wisconsin Avenue Suite 600
Milwaukee WI 53202 4707
1 866 664 7737, Member FINRA and SIPC

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Brokerage
Account Statement

Statement Period: 12/01/2010 - 12/31/2010

Messages *(continued)*

initially impact only stock transactions Please also note that this statement message is based upon proposed regulatory guidance that is subject to change.

Disclosure Regarding Securities Lending in Margin Accounts

If you have a margin account, pursuant to your Margin Agreement with Pershing LLC and as permitted by law, margin securities in your account, may be used for, among other things, settling short sales and lending the securities for short sales As a result, Pershing and your financial organization may receive compensation in connection therewith. Further, Pershing does not lend fully-paid-for securities without your written permission. Please contact your financial organization if you have any questions.

Schedule of Realized Gains and Losses Year-to-Date

Disposition Date	Acquisition Date	Closing Transaction	Description	Security Identifier	Quantity	Cost Basis	Proceeds	Realized Gain/Loss	Term
11/17/10	10/26/09	RDMG	DARBY BK TR VIDALIA GA CTF DEP ACT/365	237051NZ6	59,000 000	60,848 92	59,000 00	-1,848 92	Long Term
02/15/10	03/30/04	MAT	UNITED STATES TREAS NOTES Original Cost Basis 118,179 69	9128275Z1	100,000 000	100,000 00	100,000 00	0 00	Long Term
Total Long Term						**$160,848.92**	**$159,000.00**	**-$1,848.92**	
Total Short Term and Long Term						**$160,848.92**	**$159,000.00**	**-$1,848.92**	

The Schedule of Realized Gains and Losses is not reported to the IRS. This Schedule may not reflect all cost basis adjustments necessary for tax reporting purposes; for example, it does not reflect disallowed losses from wash sale events Adjustments to cost basis may have been made for prior income received and subsequently reclassified by the issuer as a return of capital Typically these adjustments are received after year-end and there may be differences in cost basis reflected on your monthly client brokerage statement at year end versus any subsequent reports or online displays you may have available to you. Return of capital information has been obtained from sources we believe to be reliable

When you report your cost basis on your tax return, it should be verified with your own records. In particular, there may be other adjustments which you need to make and you should consult with your tax advisor in order to properly report your gain or loss for tax purposes. Pershing shall not be responsible for and makes no representations or warranties with respect to the accuracy of any information that you report to the IRS or other taxing authorities, and, accordingly, disclaims any and all liability that may arise with respect to your use and reliance on the information provided herein for such reporting

Cost Basis on fixed income securities is adjusted for amortization, accretion or principal paydowns The method of calculation is based upon the type of fixed income security and certain attributes, obtained from sources believed to be reliable. In the event, one or more of these attributes is changed, there may be a temporary incorrect adjusted cost basis reflected until the portfolio system is amended to reflect this change These calculations will not be performed under certain circumstances, including those involving continuously callable bonds, foreign bonds, variable rates, bonds in default, index-linked bonds, bonds sold short or bonds that have a negative yield. This information is meant as a general guide and you should consult your tax advisor in the preparation of your tax returns

8|10

[redacted] (2)

Messages *(continued)*

Disclosure Regarding Securities Lending in Margin Accounts
If you have a margin account, pursuant to your Margin Agreement with Pershing LLC and as permitted by law, margin securities in your account, may be used for, among other things, settling short sales and lending the securities for short sales. As a result, Pershing and your financial organization may receive compensation in connection therewith. Further, Pershing does not lend fully-paid-for securities without your written permission. Please contact your financial organization if you have any questions.

Schedule of Realized Gains and Losses Year-to-Date

Disposition Date	Acquisition Date	Closing Transaction	Description	Security Identifier	Quantity	Cost Basis	Proceeds	Realized Gain/Loss	Term
09/21/10	Multiple	SELL	AMERICAN CENTURY LARGE-CAP COMPANY	ALVIX	1,719 553	8,153.24	8,700.94	547.70	Short Term
07/16/10	Multiple	SELL	AMERICAN CENTURY INFLATION-ADJUSTED	ACITX	129.621	1,524.89	1,517.86	-7 03	Short Term
09/21/10	Multiple	SELL	AMERICAN CENTURY INFLATION-ADJUSTED	ACITX	138.216	1,626.00	1,673.80	47.80	Short Term
09/21/10	Multiple	SELL	AMERICAN CENTURY INTERNATIONAL BOND	BEGBX	114 709	1,692.03	1,642.64	-49 39	Short Term
09/21/10	Multiple	SELL	THE GROWTH FUND OF AMERICA CLASS F-1	GFAFX	278.092	7,171.99	7,641 98	469.99	Short Term
07/16/10	Multiple	MULT	PIONEER HIGH YIELD FUND CLASS A	TAHYX	6,180.407	56,140.60	55,932 68	-207 92	Short Term
09/21/10	Multiple	SELL	PRINCIPAL HIGH YIELD II FUND	CPHYX	253 086	1,981 83	2,032.28	50 45	Short Term
07/16/10	Multiple	SELL	RUSSELL U S VALUE FUND CL I	RSVIX	371.592	3,665.83	2,530 54	-1,135 29	Long Term
09/21/10	Multiple	SELL	RUSSELL U.S VALUE FUND CL I	RSVIX	831.553	8,203.44	6,045 39	-2,158.05	Long Term
09/21/10	Multiple	SELL	RUSSELL U S. GROWTH FUND CLASS I	RSGIX	2,438 109	16,579 14	18,066 39	1,487 25	Short Term
09/21/10	Multiple	SELL	RUSSELL U.S CORE EQUITY FUND CLASS I	REASX	676 639	18,937.21	16,841 55	-2,095 66	Long Term
07/16/10	Multiple	MULT	RUSSELL U.S SMALL & MID CAP FUND	REBSX	212.938	5,373.36	3,794.55	-1,578 81	Long Term
09/21/10	Multiple	MULT	RUSSELL U.S SMALL & MID CAP FUND	REBSX	304 147	7,674 96	5,927.83	-1,747 13	Long Term
07/16/10	Multiple	MULT	RUSSELL INVESTMENT GRADE BOND FUND	RFASX	314 984	6,589.87	7,017.85	427.98	Long Term
09/21/10	Multiple	MULT	RUSSELL INVESTMENT GRADE BOND FUND	RFASX	121 273	2,537.93	2,745.61	207.68	Long Term
09/21/10	Multiple	MULT	RUSSELL INT'L DEVELOPED MARKETS	RINSX	811 275	27,796 26	24,232 79	-3,563 47	Long Term
07/16/10	Multiple	SELL	RUSSELL EMERGING MARKETS FUND CL S	REMSX	101.525	1,518.14	1,749.27	231.13	Long Term
09/21/10	Multiple	SELL	RUSSELL EMERGING MARKETS FUND CL S	REMSX	406 518	6,078 80	7,874 26	1,795 46	Long Term
07/16/10	Multiple	MULT	RUSSELL REAL ESTATE SECURITIES FUND	RRESX	408 940	14,753.93	12,758.94	-1,994.99	Long Term
09/21/10	Multiple	MULT	RUSSELL REAL ESTATE SECURITIES FUND	RRESX	354 266	12,781.38	12,548 09	-233.29	Long Term
07/16/10	Multiple	MULT	RUSSELL U S QUANTITATIVE EQUITY	REDSX	1,184 151	37,588.91	28,881 48	-8,707 43	Short Term
07/16/10	Multiple	MULT	RUSSELL U.S QUANTITATIVE EQUITY	REDSX	12,180 648	386,654.41	297,085 97	-89,568 44	Long Term
Total Short Term						**$132,458.63**	**$126,090.05**	**-$6,368.58**	
Total Long Term						**$502,565.52**	**$401,152.64**	**-$101,412.88**	
Total Short Term and Long Term						**$635,024.15**	**$527,242.69**	**-$107,781.46**	

The Schedule of Realized Gains and Losses is not reported to the IRS. This Schedule may not reflect all cost basis adjustments necessary for tax reporting purposes; for example, it does not reflect disallowed losses from wash sale events. Adjustments to cost basis may have been made for prior income received and subsequently reclassified by the issuer as a return of capital. Typically these adjustments are received after year-end and there may be differences in cost basis reflected on your monthly client brokerage statement at year end versus any subsequent reports or online displays you may have available to you. Return of capital information has been obtained from sources we believe to be reliable.
When you report your cost basis on your tax return, it should be verified with your own records. In particular, there may be other adjustments which you need to make and you should consult with your tax advisor in order to properly report your gain or loss for tax purposes. Pershing shall not be responsible for and makes no representations or warranties with respect to the accuracy of any information that you report to the IRS or other taxing authorities, and, accordingly, disclaims any and all liability that may arise with respect to your use and reliance on the information provided herein for such reporting.

(2)

From Northwestern Mutual

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Account # [redacted]
Account Short Name ANDRES

Closing T/D	Opening T/D	Quantity	Symbol/Cusip	Sec. Description	Cost Basis	Proceeds	Gain/Loss	Covered/Uncovered	Lot Status	Term	Disposition Method
05/23/2011	AVG	7,661 2610	ALVIX	AMERICAN CENTURY LARGE-CAP COMPANY FUND INVESTOR	36,371 35	44,358 70	7,987 35	Uncovered Security	Disposed	S	First In First Out
05/23/2011	AVG	1,435 5610	GFAFX	THE GROWTH FUND OF AMERICA CLASS F-1	37,073 79	44,976 14	7,902 35	Uncovered Security	Disposed	S	First In First Out
05/23/2011	AVG	8,195 6030	RSVIX	RUSSELL U S VALUE FUND CL I	80,777 51	70,482 19	-10,295 32	Uncovered Security	Disposed	L	First In First Out
05/23/2011	AVG	52 5840	RSVIX	RUSSELL U S VALUE FUND CL I	518 28	452 22	-66 06	Uncovered Security	Disposed	L	First In First Out
05/23/2011	AVG	37 1890	RSVIX	RUSSELL U S VALUE FUND CL I	366 54	319 83	-46 71	Uncovered Security	Disposed	L	First In First Out
05/23/2011	AVG	73 3660	RSVIX	RUSSELL U S VALUE FUND CL I	723 11	630 95	-92 16	Uncovered Security	Disposed	L	First In First Out
05/23/2011	AVG	283 4090	RSVIX	RUSSELL U S VALUE FUND CL I	2,793 34	2,437 32	356 02	Uncovered Security	Disposed	L	First In First Out
05/23/2011	AVG	627 8630	RSVIX	RUSSELL U S VALUE FUND CL I	6,188 34	5,399 62	-788 72	Uncovered Security	Disposed	L	First In First Out
05/23/2011	AVG	23 2000	RSVIX	RUSSELL U S VALUE FUND CL I	228 66	199 52	-29 14	Uncovered Security	Disposed	L	First In First Out
05/23/2011	AVG	1,220 1150	RSVIX	RUSSELL U S VALUE FUND CL I	12,025 70	10,492 99	-1,532 71	Uncovered Security	Disposed	L	First In First Out
05/23/2011	AVG	55 3240	RSVIX	RUSSELL U S VALUE FUND CL I	545 29	475 79	-69 50	Uncovered Security	Disposed	L	First In First Out
05/23/2011	AVG	58 0350	RSVIX	RUSSELL U S VALUE FUND CL I	572 01	499 10	-72 91	Uncovered Security	Disposed	L	First In First Out
05/23/2011	AVG	75 3930	RSVIX	RUSSELL U S VALUE FUND CL I	743 09	648 38	-94 71	Uncovered Security	Disposed	L	First In First Out
05/23/2011	AVG	189 1180	RSVIX	RUSSELL U S VALUE FUND CL I	1,863 99	1,626 41	-237 58	Uncovered Security	Disposed	L	First In First Out
05/23/2011	AVG	865 2470	RSVIX	RUSSELL U S VALUE FUND CL I	8,528 05	7,441 12	-1,086 93	Uncovered Security	Disposed	L	First In First Out
05/23/2011	AVG	28 0930	RSVIX	RUSSELL U S VALUE FUND CL I	276 89	241 60	-35 29	Uncovered Security	Disposed	L	First In First Out
05/23/2011	AVG	59 9550	RSVIX	RUSSELL U S VALUE FUND CL I	590 93	515 61	-75 32	Uncovered Security	Disposed	L	First In First Out
05/23/2011	AVG	52 1200	RSVIX	RUSSELL U S VALUE FUND CL I	513 71	448 23	-65 48	Uncovered Security	Disposed	L	First In First Out
05/23/2011	AVG	100 9430	RSVIX	RUSSELL U S VALUE FUND CL I	994 91	868 11	-126 80	Uncovered Security	Disposed	L	First In First Out
05/23/2011	AVG	670 0130	RSVIX	RUSSELL U S VALUE FUND CL I	6,603 78	5,762 11	-841 67	Uncovered Security	Disposed	L	First In First Out
05/23/2011	AVG	2,993 5750	RSVIX	RUSSELL U S VALUE FUND CL I	29,505 28	25,744 74	-3,760 54	Uncovered Security	Disposed	L	First In First Out
05/23/2011	AVG	19 8970	RSVIX	RUSSELL U S VALUE FUND CL I	196 11	171 12	-24 99	Uncovered Security	Disposed	L	First In First Out
05/23/2011	AVG	5,424 7410	RSGIX	RUSSELL U S GROWTH FUND CLASS I	36,888 24	47,846 22	10,957 98	Uncovered Security	Disposed	S	First In First Out
05/23/2011	AVG	3,516 7340	REASX	RUSSELL U S CORE EQUITY FUND CLASS I	98,402 07	102,161 13	3,759 06	Uncovered Security	Disposed	L	First In First Out
05/23/2011	AVG	556 4020	REBSX	RUSSELL U S SMALL & MID CAP FUND CLASS I	14,033 73	13,387 03	-646 70	Uncovered Security	Disposed	L	First In First Out
05/23/2011	AVG	1,634 0340	REBSX	RUSSELL U S SMALL & MID CAP FUND CLASS I	41,214 06	39,314 85	-1,899 21	Uncovered Security	Disposed	L	First In First Out
05/23/2011	AVG	77 6580	RINSX	RUSSELL INT'L DEVELOPED MARKETS FUND CLASS I	2,656 98	2,490 49	-166 49	Uncovered Security	Disposed	L	First In First Out
05/23/2011	AVG	145 4390	RINSX	RUSSELL INT'L DEVELOPED MARKETS FUND CLASS I	4,976 02	4,664 23	311 79	Uncovered Security	Disposed	L	First In First Out
05/23/2011	AVG	146 6180	RINSX	RUSSELL INT'L DEVELOPED MARKETS FUND CLASS I	5,016 36	4,702 04	-314 32	Uncovered Security	Disposed	L	First In First Out
05/23/2011	AVG	156 7660	RINSX	RUSSELL INT'L DEVELOPED MARKETS FUND CLASS I	5,363 56	5,027 48	-336 08	Uncovered Security	Disposed	L	First In First Out
05/23/2011	AVG	372 6240	RRESX	RUSSELL GLOBAL REAL ESTATE SECURITIES FUND CLASS S	13,441 78	13,869 07	427 29	Uncovered Security	Disposed	L	First In First Out

449,993.46 457,654.34 7660.88
Basis Proceeds Gain

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Account # [redacted]
Account Short Name ANDRES CH

Closing T/D	Opening T/D	Quantity	Symbol/Cusip	Sec. Description	Cost Basis	Proceeds	Gain/Loss	Covered/Uncovered	Lot Status	Term	Disposition Method
07/27/2011	07/21/2005	90,000	32056GCB4	FIRST INTERNET BK IND INDIANAPOLIS CTF DEP ACT/365 4 400% 07/27/11 B/E DTD	90,000 00	90,000 00	0 00	N/A	Frozen	L	First In First Out
02/15/2011	12/14/2004	50,000	CAH.GH	CARDINAL HEALTH INC NT 6 750% 02/15/11 B/E DTD 02/13/01 CLB MATURED	50,000 00	50,000 00	0 00	Uncovered Security	Frozen	L	Versus Purchase

140,000 140,000

Cost Basis Proceeds

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	Employer identification number
File by the due date for filing your return See instructions	FRANK G ANDRES CHARITABLE TRUST	51-0172405
	Number, street, and room or suite no If a P O box, see instructions. 1001 SUPERIOR AVE P.O. BOX 753	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. TOMAH, WI 54660	

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 ▶ JASON KRULTZ 1021 SUPERIOR AVENUE - TOMAH, WI 54660
  Telephone No ▶ 608-372-2131 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 FEBRUARY 15, 2012 , to file the exempt organization return for the organization named above. The extension is for the organization's return for.
▶ [ ] calendar year ______ or
▶ [X] tax year beginning JUL 1, 2010 , and ending JUN 30, 2011

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	$ 1,205.
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	$ 1,600.
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	$ 0.

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.

LHA **For Paperwork Reduction Act Notice, see Instructions.** Form **8868** (Rev. 1-2011)

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01-03-11