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Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

Department of the Treasury
Internal Revenue Service

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

2010

For calendar year 2010, or tax year beginning **1 July**, 2010, and ending **30 June**, 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 The Verdoorn Foundation		A Employer identification number 84 - 1568378
Number and street (or P.O. box number if mail is not delivered to street address) 10463 Park Meadows Drive	Room/suite 207	B Telephone number (see page 10 of the instructions) (303) - 792-7357
City or town, state, and ZIP code Littleton, CO 80124		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 4,171,783	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis.)</i>	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <i>(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).)</i>		(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)	3,781,721			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	90,697	90,697		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	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) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	3,872,418	90,697			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	2,615	2,615		
	b Accounting fees (attach schedule)	6,100	6,100		
	c Other professional fees (attach schedule)	2,625	2,625		
	17 Interest	424	424		
	18 Taxes (attach schedule) (see page 14 of the instructions)	3,241	3,241		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	20,675	20,675		
	24 Total operating and administrative expenses. Add lines 13 through 23	35,680	35,680		
	25 Contributions, gifts, grants paid	40,200			40,200
26 Total expenses and disbursements. Add lines 24 and 25	75,880	35,680		40,200	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	3,796,538				
b Net investment income (if negative, enter -0-)		55,017			
c Adjusted net income (if negative, enter -0-)					

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash—non-interest-bearing	3,425	19,159	19,159	
	2	Savings and temporary cash investments	82,099	539,935	539,935	
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments—U.S. and state government obligations (attach schedule)				
	b	Investments—corporate stock (attach schedule)	527,730	1,058,621	1,082,162	
	c	Investments—corporate bonds (attach schedule)	202,219	880,752	937,162	
	11	Investments—land, buildings, and equipment basis ▶				
	Less: accumulated depreciation (attach schedule) ▶					
12	Investments—mortgage loans		400,000	200,000		
13	Investments—other (attach schedule)		1,699,386	1,393,365		
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)	815,473	4,597,853	4,171,783		
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 ▶)		575		
	23	Total liabilities (add lines 17 through 22)				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds	815,473	4,597,278		
	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)	815,473	4,597,278			
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	815,473	4,597,853			

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	815,473
2	Enter amount from Part I, line 27a	2	3,796,538
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	4,612,011
5	Decreases not included in line 2 (itemize) ▶ <u>Capital Losses</u>	5	14,733
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,597,278

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	Schedule - Short Term			
b	Schedule - Long Term			
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			4,340	
b			(19,073)	
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
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 (14,733)
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	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		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			
2008			
2007			
2006			
2005			

2	Total of line 1, column (d)	2
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4
5	Multiply line 4 by line 3	5
6	Enter 1% of net investment income (1% of Part I, line 27b)	6
7	Add lines 5 and 6	7
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.	8

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 <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b).			
1			1,100	
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		0	
3	Add lines 1 and 2		1,100	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		0	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		1,100	
6	Credits/Payments.			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	452	
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	452	
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	648	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11	Enter the amount of line 10 to be Credited to 2011 estimated tax	Refunded		

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b	n	/a
5		X
6	X	
7	X	
8b	X	
9		X
10		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶	13	X	
14	The books are in care of ▶ Denise M. Overhardt Telephone no ▶ 303-792-7357 Located at ▶ 10463 Park Meadows Dr., Littleton, CO 80124 ZIP+4 ▶ 80124			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here. ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶	16	Yes	No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	n/ a
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 22 of the instructions)	2b	n/ a
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)	3b	n/ a
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

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

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

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

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

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

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

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

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

Organizations relying on a current notice regarding disaster assistance check here

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

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

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

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

If "Yes" to 6b, file Form 8870

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Daniel C. Verdoorn at Foundation address	1	0	0	0
Denise M. Overhardt at Foundation address	2	0	0	0
Donald W. Verdoorn deceased 10 Oct. 2010	---	0	0	0
Carla A. Verdoorn at Foundation address	1/2	0	0	0

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

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

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

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		

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
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	
2	
All other program-related investments. See page 24 of the instructions.	
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	1,750,950
b	Average of monthly cash balances	1b	404,754
c	Fair market value of all other assets (see page 25 of the instructions)	1c	1,148,096
d	Total (add lines 1a, b, and c)	1d	3,303,800
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	3,303,800
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	49,557
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,254,243
6	Minimum investment return. Enter 5% of line 5	6	162,712

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	162,712
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1,100
b	Income tax for 2010 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,100
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	161,612
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	161,612
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	161,612

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	40,200
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	
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	40,200
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	40,200

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				161,612
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			40,176	
b Total for prior years. 20____, 20____, 20____				
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				
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ _____				
a Applied to 2009, but not more than line 2a			40,200	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d Applied to 2010 distributable amount				24
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions				
e Undistributed income for 2009. Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				161,588
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a				
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				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

- 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				(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
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).)
Daniel C. Verdoorn, Denise M. Overhardt, Donald W. Verdoorn
- 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:
Denise M. Overhardt, 10463 Park Meadows Dr., Littleton, CO 80124
- b** The form in which applications should be submitted and information and materials they should include.
no special form
- c** Any submission deadlines:
none
- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
must itself be a charitable or educational or governmental organization

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
<i>a Paid during the year</i>				
The Childrens Hospital Foundation 13123 E. 16th Ave. Aurora, CO 80045	n/a	501(c)(3)	General use in support of CICU Unit of Hospital	15,000
Morningside College 1501 Morningside Ave. Sioux City, IA 51106	n/a	501(c)(3)	General use for Youth Scholarship Program	15,000
Chi Chi Rodriguez Youth Foundation 3030 N. McMullen Both Rd Clearwater, FL 33761	n/a	501(c)(3)	General use for Youth Community Camp Scholarship program	5,100
Home Aid Colorado 600 Grant St., #500 Denver, CO 80203	n/a	501(c)(3)	General use for Youth Shelter provider	5,100
Total				3a 40,200
<i>b Approved for future payment</i>				
Total				3b

The Verdoorn Foundation
Year Ended 30 June 2011

Part IV Capital Gains & Losses:

(all are stocks)

Short Term:	Dates		Sale Price	Cost	Gain or (Loss)
	Acquired	Sold			
Omnicom Group	6-22-10	5-19-11	\$ 12,869	\$ 10,015	\$ 2,854
Unilever PLC	6-22-10	5-19-11	11,420	10,010	1,410
Abbot Labs	6-22-10	8-19-10	10,148	10,013	135
Astrazeneca PLC	6-22-10	8-19-10	11,158	9,997	1,161
Gen'l. Mills	6-22-10	8-19-10	9,197	10,012	(815)
Nat'l. Grid PLC	6-22-10	8-19-10	11,077	10,007	1,070
Pearson PLC	6-22-10	8-19-10	10,374	9,944	430
Pepsico	6-22-10	8-19-10	10,067	9,976	91
Raytheon	6-22-10	8-19-10	8,289	9,979	(1,690)
Roche Hldg. Ltd	6-22-10	8-19-10	9,693	9,999	(306)
Total					4,340

Long Term:

Vanguard GNMA Mu Fd					81
Roche Hldg. Ltd	7-6-07	5-19-11	2,410	5,177	(2,769)
Tesco PLC	7-13-07	5-19-11	5,019	6,254	(1,235)
Vestas Wind Systems	5-30-08	5-19-11	1,083	3,701	(2,618)
- ING Clarion Global RE	7-14-08	5-19-11	218	322	(104)
Roche Hldg. Ltd	---	5-19-11	2,410	---	2,410
Loomis Sayles Strategic	6-5-07	11-23-10	200,000	211,849	(11,849)
BAE Systeme PLC	5-18-07	5-19-11	3,425	5,136	(1,711)
BNP Paribas SA	6-13-07	5-19-11	4,651	4,844	(193)
Exelon	6-23-08	5-19-11	1,088	2,364	(1,276)
FHR Bds 2007-16	-07	Var	2,359	2,170	189
Total					(19,073)

The Verdoorn Foundation
Year Ended 30 June 2011

Part II Line 10b Corporate Stock:

	<u>Cost</u>	<u>Value</u>
Vanguard GNMA Fund	17,824	18,468
Royal Bank of Canada Trigger	24,995	21,274
HSBC USA Trigger	24,980	24,455
Blackrock Build Am.	284	308
Invesco Floating Rate	85,371	83,779
Ivy Asset Strategy	108,710	106,740
Schedule A Attached:		
Equities - Common Stock - Pg 10	269,837	306,827
Mutual funds - Pg 11	101,096	103,962
Mutual funds - Pg 16	264,523	272,972
Preferred - Pg 17	75,000	71,010
Mutual funds - Pg 17	33,612	21,589
Closed End - Pg 15	52,054	50,293
Cohn & Steers Opportunity	335	485
	<u>1,058,621</u>	<u>1,082,162</u>

Part II Line 10a

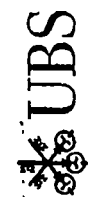
Schedule A Attached:

Fixed Income - Bonds & Notes - Pg 14	777,608	825,180
" " - Asset Backed - Pg 15	103,144	111,982
	<u>880,752</u>	<u>937,162</u>

Part II Line 13 Investments Other:

Both acquired due to loan foreclosure:

Adams County Residence	184,923	173,365
El Paso County Land	1,514,463	1,220,000
	<u>1,699,386</u>	<u>1,393,365</u>



UBS Strategic Advisor
June 2011

Account name:
Account number:

THE VERDOORN FOUNDATION
CZ 01281 NL

Your Financial Advisor:
NPMH GROUP
303-436-9000

Your assets

Some prices, income and current values shown may be approximate. As a result, gains and losses may not be accurately reflected. See *Important information about your statement* at the end of this document for more information.

Equities

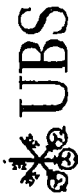
Common stock

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Jun 30 (\$)	Value on Jun 30 (\$)	Unrealized gain or loss (\$)	Holding period
AETNA INC								
Symbol: AET Exchange: NYSE								
EAI: \$68 Current yield: 1.36%	Mar 13, 06	52,000	50.332	2,617.27	44.090	2,292.68	-324.59	LT
	May 8, 06	61,000	38.879	2,371.63	44.090	2,689.49	317.86	LT
Security total		113,000	44.150	4,988.90		4,982.17	-6.73	
APACHE CORP								
Symbol: APA Exchange: NYSE								
EAI: \$18 Current yield: 0.49%	May 5, 08	16,000	132.350	2,117.60	123.390	1,974.24	-143.36	LT
	May 6, 08	6,000	136.790	820.74	123.390	740.34	-80.40	LT
	May 7, 08	3,000	137.000	411.00	123.390	370.17	-40.83	LT
	May 9, 08	5,000	135.188	675.94	123.390	616.95	-58.99	LT
Security total		30,000	134.176	4,025.28		3,701.70	-323.58	
AVON PRODUCTS INC								
Symbol: AVP Exchange: NYSE								
EAI: \$315 Current yield: 3.29%	Jun 22, 10	342,000	29.248	10,002.82	28.000	9,576.00	-426.82	LT

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Schedule A

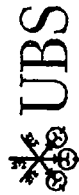


Account name: THE VERDOORN FOUNDATION
 Account number: CZ 01281 NL

Your assets › Equities › Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/Average price per share (\$)	Cost basis (\$)	Price per share on Jun 30 (\$)	Value on Jun 30 (\$)	Unrealized gain or loss (\$)	Holding period
BG GROUP PLC SPON ADR								
Symbol: BRGY Exchange: OTC								
EAI: \$35 Current yield: 0.96%								
	Mar 30, 07	14,000	72.232	1,011.25	114.250	1,599.50	588.25	LT
	Mar 25, 08	5,000	107.226	536.13	114.250	571.25	35.12	LT
	Dec 9, 08	13,000	68.123	885.60	114.250	1,485.25	599.65	LT
Security total		32,000	76.031	2,432.98		3,656.00	1,223.02	
BRITISH AMER TOBACCO PLC GB								
SPON ADR								
Symbol: BTI Exchange: AMEX								
EAI: \$795 Current yield: 4.20%								
	Apr 2, 07	14,000	62.551	875.72	88.000	1,232.00	356.28	LT
	May 4, 07	37,000	63.444	2,347.46	88.000	3,256.00	908.54	LT
	Oct 12, 07	1,000	71.450	71.45	88.000	88.00	16.55	LT
	Mar 25, 08	8,000	73.606	588.85	88.000	704.00	115.15	LT
	Jun 22, 10	155,000	64.520	10,000.60	88.000	13,640.00	3,639.40	LT
Security total		215,000	64.577	13,884.08		18,920.00	5,035.92	
CLOROX CO								
Symbol: CLX Exchange: NYSE								
EAI: \$58 Current yield: 3.58%								
	Jun 23, 08	24,000	53.819	1,291.67	67.440	1,618.56	326.89	LT
COCA COLA CO COM								
Symbol: KO Exchange: NYSE								
EAI: \$355 Current yield: 2.79%								
	Jun 22, 10	189,000	52.978	10,012.94	67.290	12,717.81	2,704.87	LT
COLGATE PALMOLIVE CO								
Symbol: CL Exchange: NYSE								
EAI: \$283 Current yield: 2.65%								
	Jun 22, 10	122,000	81.858	9,986.74	87.410	10,664.02	677.28	LT
DIAGEO PLC NEW GB SPON ADR								
Symbol: DEO Exchange: NYSE								
EAI: \$67 Current yield: 3.03%								
	Jun 23, 08	27,000	74.570	2,013.40	81.870	2,210.49	197.09	LT
E ON AG SPON ADR								
Symbol: EONGY Exchange: OTC								
EAI: \$162 Current yield: 5.58%								
	Apr 8, 05	23,000	28.920	665.17	28.440	654.12	-11.05	LT
	Mar 30, 07	24,000	45.222	1,085.34	28.440	682.56	-402.78	LT
	Mar 25, 08	23,000	61.742	1,420.07	28.440	654.12	-765.95	LT
	May 20, 08	32,000	69.748	2,231.94	28.440	910.08	-1,321.86	LT
Security total		102,000	52.966	5,402.52		2,900.88	-2,501.64	

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UBS Strategic Advisor
June 2011

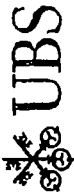
Account name: THE VERDOORN FOUNDATION
Account number: CZ 01281 NL

Your Financial Advisor:
NPMH GROUP
303-436-9000

Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/Average price per share (\$)	Cost basis (\$)	Price per share on Jun 30 (\$)	Value on Jun 30 (\$)	Unrealized gain or loss (\$)	Holding period
ENERGY CORP NEW								
Symbol: ETR Exchange NYSE								
EAI: \$442	Jun 22, 10	133 000	75 036	9,979 89	68 280	9,081 24	-898.65	LT
HEWLETT PACKARD CO								
Symbol: HPQ Exchange NYSE								
EAI: \$159	Apr 8, 05	157 000	21 820	3,425.75	36 400	5,714 80	2,289 05	LT
	Mar 3, 08	48 000	47 436	2,276.94	36 400	1,747.20	-529 74	LT
	Mar 31, 08	37 000	46.010	1,702.37	36 400	1,346.80	-355 57	LT
	Apr 15, 08	8 000	45.653	365 23	36 400	291.20	-74.03	LT
	Apr 16, 08	8 000	46.923	375 39	36 400	291.20	-84.19	LT
	Apr 17, 08	7 000	47 110	329 77	36 400	254.80	-74.97	LT
	Jun 23, 08	47 000	45.399	2,133 77	36 400	1,710.80	-422.97	LT
	Jun 30, 08	20 000	44 225	884.51	36 400	728 00	-156.51	LT
Security total		332 000	34 620	11,493.73		12,084 80	591 07	
HOME DEPOT INC								
Symbol: HD Exchange NYSE								
EAI: \$321	Jun 22, 10	321 000	31 098	9,982.59	36.220	11,626 62	1,644.03	LT
ILLINOIS TOOL WORKS INC								
Symbol: ITW Exchange NYSE								
EAI: \$298	Jun 22, 10	219 000	45.638	9,994.81	56.490	12,371.31	2,376 50	LT
JOHNSON & JOHNSON COM								
Symbol: JNJ Exchange NYSE								
EAI: \$796	Apr 8, 05	171 000	69.080	11,812.69	66.520	11,374.92	-437 77	LT
	Oct 29, 08	11 000	61.934	681.28	66.520	731.72	50 44	LT
	Jun 22, 10	167 000	59.968	10,014 66	66.520	11,108.84	1,094 18	LT
Security total		349 000	64 495	22,508 63		23,215 48	706 85	
KIMBERLY CLARK CORP								
Symbol: KMB Exchange NYSE								
EAI: \$62	Jun 23, 08	22 000	61.260	1,347 73	66.560	1,464.32	116.59	LT
KONINKLIJKE AHOLD NV NEW 2007								
SPON ADR								
Symbol: AHONY Exchange OTC								
EAI: \$111	Aug 22, 08	89 000	12.798	1,139.09	13.420	1,194.38	55 29	LT

continued next page



Account name: THE VERDOORN FOUNDATION
 Account number: CZ 01281 NL

Your assets ▶ Equities ▶ Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/Average price per share (\$)	Cost basis (\$)	Price per share on Jun 30 (\$)	Value on Jun 30 (\$)	Unrealized gain or loss (\$)	Holding period
	Aug 25, 08	117,000	12.913	1,510.89	13.420	1,570.14	59.25	LT
	Aug 26, 08	20,000	12.676	253.53	13.420	268.40	14.87	LT
	Oct 2, 08	94,000	11.908	1,119.42	13.420	1,261.48	142.06	LT
Security total		320,000	12.572	4,022.93		4,294.40	271.47	
KUBOTA CORP ADR JAPAN ADR								
Symbol: KUB Exchange: NYSE								
EAI: \$53 Current yield: 1.65%								
	May 14, 07	20,000	41.571	831.42	44.520	890.40	58.98	LT
	Mar 25, 08	25,000	32.598	814.95	44.520	1,113.00	298.05	LT
	May 7, 08	27,000	37.057	1,000.54	44.520	1,202.04	201.50	LT
Security total		72,000	36.763	2,646.91		3,205.44	558.53	
NESTLE S A SPONSORED ADR								
REPSTG REG SHS SWITZ ADR								
Symbol: NSRGY Exchange: OTC								
EAI: \$557 Current yield: 2.83%								
	Mar 30, 07	50,000	39.238	1,961.90	62.380	3,119.00	1,157.10	LT
	Jul 4, 08	1,000	44.320	44.32	62.380	62.38	18.06	LT
	Sep 5, 08	33,000	43.371	1,431.26	62.380	2,058.54	627.28	LT
	Dec 9, 08	24,000	35.675	856.21	62.380	1,497.12	640.91	LT
	Jun 22, 10	207,000	48.220	9,981.54	62.380	12,912.66	2,931.12	LT
Security total		315,000	45.318	14,275.23		19,649.70	5,374.47	
NEXTERA ENERGY INC COM								
Symbol: NEE Exchange: NYSE								
EAI: \$429 Current yield: 3.83%								
NORTHEAST UTILITIES								
Symbol: NU Exchange: NYSE								
EAI: \$413 Current yield: 3.13%								
	Jun 22, 10	195,000	51.215	9,987.10	57.460	11,204.70	1,217.60	LT
NOVARTIS AG SPON ADR								
Symbol: NVS Exchange: NYSE								
EAI: \$409 Current yield: 3.28%								
	Jun 22, 10	375,000	26.568	9,963.00	35.170	13,188.75	3,225.75	LT
NRG ENERGY INC NEW								
Symbol: NRG Exchange: NYSE								
	Jun 22, 10	204,000	48.956	9,987.13	61.110	12,466.44	2,479.31	LT
	Dec 26, 07	24,000	43.083	1,034.00	24.580	589.92	-444.08	LT
	Dec 27, 07	47,000	43.287	2,034.52	24.580	1,155.26	-879.26	LT
	Mar 24, 08	1,000	37.670	37.67	24.580	24.58	-13.09	LT
Security total		72,000	43.142	3,106.19		1,769.76	-1,336.43	

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UBS Strategic Advisor
June 2011

Account name: THE VERDOORN FOUNDATION
Account number: CZ 01281 NL

Your Financial Advisor:
NPMH GROUP
303-436-9000

Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/Average price per share (\$)	Cost basis (\$)	Price per share on Jun 30 (\$)	Value on Jun 30 (\$)	Unrealized gain or loss (\$)	Holding period
NIT DOCOMO INC ECH REPSTG								
1/200TH COM SHS SPON ADR								
Symbol: DCM Exchange: NYSE								
EAI: \$386 Current yield: 3.25%	Jun 22, 10	664,000	15.049	9,992.82	17.910	11,892.24	1,899.42	LT
ORACLE CORP								
Symbol: ORCL Exchange: OTC								
EAI: \$39 Current yield: 0.74%	Apr 8, 05	161,000	12.470	2,007.68	32.910	5,298.51	3,290.83	LT
PEPSICO INC								
Symbol: PEP Exchange: NYSE								
EAI: \$29 Current yield: 2.94%	Jul 20, 05	14,000	59.543	833.61	70.430	986.02	152.41	LT
PRAXAIR INC								
Symbol: PX Exchange: NYSE								
EAI: \$244 Current yield: 1.85%	Jun 22, 10	122,000	82.157	10,023.15	108.390	13,223.58	3,200.43	LT
PROCTER & GAMBLE CO								
Symbol: PG Exchange: NYSE								
EAI: \$290 Current yield: 3.31%	Apr 8, 05	2,000	54.825	109.65	63.570	127.14	17.49	LT
	Jun 23, 08	69,000	62.811	4,333.97	63.570	4,386.33	52.36	LT
	Oct 13, 08	43,000	62.931	2,706.05	63.570	2,733.51	27.46	LT
	Dec 22, 08	24,000	60.214	1,445.15	63.570	1,525.68	80.53	LT
Security total		138,000	62.281	8,594.82		8,772.66	177.84	
RWE AG ADR								
Symbol: RWEQY Exchange: OTC								
EAI: \$202 Current yield: 6.74%	Sep 14, 07	2,000	114.585	229.17	55.500	111.00	-118.17	LT
	Nov 2, 07	15,000	135.467	2,032.01	55.500	832.50	-1,199.51	LT
	Mar 25, 08	13,000	119.804	1,557.46	55.500	721.50	-835.96	LT
	Oct 28, 08	24,000	67.165	1,611.96	55.500	1,332.00	-279.96	LT
Security total		54,000	100.567	5,430.60		2,997.00	-2,433.60	
SEKISUI HOUSE LTD SPON ADR								
Symbol: SKHSY Exchange: OTC								
EAI: \$49 Current yield: 2.15%	Mar 30, 07	168,000	15.595	2,619.97	9.310	1,564.08	-1,055.89	LT
	Mar 25, 08	77,000	9.484	730.34	9.310	716.87	-13.47	LT
Security total		245,000	13.675	3,350.31		2,280.95	-1,069.36	

continued next page



Account name: THE VERDOORN FOUNDATION
 Account number: CZ 01281 NL

Your assets > Equities > Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/Average price per share (\$)	Cost basis (\$)	Price per share on Jun 30 (\$)	Value on Jun 30 (\$)	Unrealized gain or loss (\$)	Holding period
TELEFONOS DE MEXICO S A SPON ADR								
Symbol: TMX Exchange: NYSE								
EAI: \$589 Current yield: 5.14%	Jun 22, 10	694,000	14.416	10,005.05	16.500	11,451.00	1,445.95	LT
UNITED PARCEL SERVICE INC CL B								
Symbol: UPS Exchange: NYSE								
EAI: \$337 Current yield: 2.85%	Jun 22, 10	162,000	61.570	9,974.34	72.930	11,814.66	1,840.32	LT
UNTD TECHNOLOGIES CORP								
Symbol: UTX Exchange: NYSE								
EAI: \$278 Current yield: 2.17%	Jun 22, 10	145,000	69.138	10,025.08	88.510	12,833.95	2,808.87	LT
WAL MART STORES INC								
Symbol: WMT Exchange: NYSE								
EAI: \$102 Current yield: 2.74%	Dec 4, 06	4,000	46.397	185.59	53.140	212.56	26.97	LT
	Jul 28, 08	29,000	56.473	1,637.73	53.140	1,541.06	-96.67	LT
	Jul 29, 08	37,000	57.051	2,110.89	53.140	1,966.18	-144.71	LT
Security total		70,000	56.203	3,934.21		3,719.80	-214.41	
ZURICH FINANCIAL SVCS SPON ADR								
Symbol: ZFSVY Exchange: OTC								
EAI: \$240 Current yield: 7.23%	Oct 29, 08	131,000	17.874	2,341.51	25.340	3,319.54	978.03	LT
3M CO								
Symbol: MMM Exchange: NYSE								
EAI: \$271 Current yield: 2.32%	Jun 22, 10	123,000	81.188	9,986.17	94.850	11,666.55	1,680.38	LT
Total				\$269,836.55		\$306,827.05	\$36,990.50	
Total estimated annual income: \$9,262								



UBS Strategic Advisor
June 2011

Account name: THE VERDOORN FOUNDATION
Account number: CZ 01281 NL

Your Financial Advisor:
NPMH GROUP
303-436-9000

Your assets • Equities (continued)

Mutual funds

Total reinvested is the total of all reinvested dividends. It does not include any cash dividends. It is not a tax lot for the purposes of determining holding periods or cost basis. The shares you receive each time you reinvest dividends become a separate tax lot.

Cost basis is the total purchase cost of the security, including reinvested dividends. The cost basis may need to be adjusted for return of capital payments in order to determine the adjusted cost basis for tax reporting purposes.

Unrealized (tax) gain or loss is the difference between the current value and the cost basis and would generally be your taxable gain or loss if the security was sold on this date. The unrealized (tax) gain or loss may need to be adjusted for return of capital payments in order to determine the realized gain or loss for tax reporting purposes.

Investment return is the current value minus the amount you invested. It does not include any cash dividends that were not reinvested.

Holding	Number of shares	Purchase price/ Average price per share (\$)	Client investment (\$)	Cost basis (\$)	Price per share on Jun 30 (\$)	Value on Jun 30 (\$)	Unrealized (tax) gain or loss (\$)	Investment return (\$)	Holding period
STADION MANAGED									
PORTFOLIO FUND CLASS A									
Symbol: ETFX									
Trade date: Jun 22, 10	10,373.444	9.640	100,000.00	100,000.00	9.920	102,904.55	2,904.55		LT
Total reinvested	106.557	10.289		1,096.47	9.920	1,057.05	-39.42		
Security total	10,480.001	9.647	100,000.00	101,096.47		103,961.60	2,865.13	3,961.60	

Fixed income

Corporate bonds and notes

Prices are obtained from independent quotation bureaus that use computerized valuation formulas to calculate current values. Actual market values may vary and thus gains/losses may not be accurately reflected. Cost basis has been adjusted for accreted original issue discount (OID) if you have made a tax

election to deduct the premium amortization on taxable debt securities, you may request that UBS adjust cost basis for the bond premium amortization

Holding	Trade date	Total face value at maturity (\$)	Purchase price (\$)	Cost basis (\$)	Price on Jun 30 (\$)	Value on Jun 30 (\$)	Unrealized gain or loss (\$)	Holding period
HSBC FIN CORP INTERNOTES								
RATE 05.700% MATURES 07/15/11								
ACCRUED INTEREST \$93.75								
CUSIP 40429XMJZ								
Moody: A3 S&P: A								
EAI: \$713 Current yield: 5.69%	Jul 10, 06	50,000.000	100.000	50,000.00	100.094	50,047.00	47.00	LT
GENL ELEC CAP CORP NTS								
B/E								
RATE 05.000% MATURES 11/15/11								
ACCRUED INTEREST \$312.50								
CUSIP 36962GT38								
Moody: Aa2 S&P: AA+	Mar 19, 09	50,000.000	99.775	49,887.50	101.577	50,788.50	901.00	LT
EAI: \$1,250 Current yield: 4.92%								continued next page



Account name: THE VERDOORN FOUNDATION
 Account number: CZ 01281 NL

Your assets • Fixed income • Corporate bonds and notes (continued)

Holding	Trade date	Total face value at maturity (\$)	Purchase price (\$)	Cost basis (\$)	Price on Jun 30 (\$)	Value on Jun 30 (\$)	Unrealized gain or loss (\$)	Holding period
PEPSIAMERICAS INC NTS								
CALL@MW+15BP								
RATE 05.750% MATURES 07/31/12								
ACCRUED INTEREST \$1,197.91								
CUSIP 71343PAE1								
Moody: Aa3 S&P: A								
EAI: \$2,875 Current yield: 5.45%	Mar 19, 09	50,000,000	105,430	52,715.00	105.553	52,776.50	61.50	LT
WYETH NTS								
MW +25BP								
RATE 05.500% MATURES 03/15/13								
ACCRUED INTEREST \$802.08								
CUSIP 983024AA8								
Moody: A1 S&P: AA								
EAI: \$2,750 Current yield: 5.10%	Mar 19, 09	50,000,000	105,476	52,738.00	107.880	53,940.00	1,202.00	LT
PAC GAS & ELEC CO								
OBP								
RATE 06.250% MATURES 12/01/13								
ACCRUED INTEREST \$251.73								
CUSIP 694308GP6								
Moody: A3 S&P: BBB+								
EAI: \$3,125 Current yield: 5.60%	Mar 19, 09	50,000,000	108,095	54,047.50	111.608	55,804.00	1,756.50	LT
COCA COLA ENTERPRISES								
CALL@MW T+50BP								
RATE 07.375% MATURES 03/03/14								
ACCRUED INTEREST \$1,198.43								
CUSIP 191219BT0								
Moody: A3 S&P: A+								
EAI: \$3,688 Current yield: 6.35%	Mar 19, 09	50,000,000	114,525	57,262.50	116.159	58,079.50	817.00	LT
SIMON PPTY GROUP LP NTS								
OBP B/E								
RATE 06.750% MATURES 05/15/14								
ACCRUED INTEREST \$329.06								
CUSIP 828807CB1								
Moody: A3 S&P: A-								
EAI: \$2,633 Current yield: 5.96%	Jun 04, 09	39,000,000	100.553	39,215.67	113.321	44,195.19	4,979.52	LT

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UBS Strategic Advisor
June 2011

Account name: THE VERDOORN FOUNDATION
Account number: CZ 01281 NL

Your Financial Advisor:
NPMH GROUP
303-436-9000

Your assets > Fixed income > Corporate bonds and notes (continued)

Holding	Trade date	Total face value at maturity (\$)	Purchase price (\$)	Cost basis (\$)	Price on Jun 30 (\$)	Value on Jun 30 (\$)	Unrealized gain or loss (\$)	Holding period
MORGAN STANLEY								
MED TERM NTS								
RATE 06.000% MATURES 04/28/15								
ACCRUED INTEREST \$516.66								
CUSIP 61747YCE3								
Moody: A2 S&P: A								
EAI: \$3,000 Current yield: 5.53%								
HOME DEPOT INC NTS B/E								
CALL@MW+15BP								
RATE 05.400% MATURES 03/01/16								
ACCRUED INTEREST \$892.50								
CUSIP 437076AP7								
Moody: Baa1 S&P: BBB+								
EAI: \$2,700 Current yield: 4.83%								
METLIFE INC NTS B/E								
CALL@MW+50BP								
RATE 06.750% MATURES 06/01/16								
ACCRUED INTEREST \$271.87								
CUSIP 59156RAU2								
Moody: A3 S&P: A-								
EAI: \$3,375 Current yield: 5.80%								
GOLDMAN SACHS GROUP INC								
NTS B/E								
RATE 05.625% MATURES 01/15/17								
ACCRUED INTEREST \$2,578.13								
CUSIP 38141GEU4								
Moody: A2 S&P: A-								
EAI: \$5,625 Current yield: 5.31%								
Security total								
			100,000,000	96,278.50	105,864	52,932.00	6,416.50	LT
			50,000,000	49,763.00	105,864	52,932.00	3,169.00	LT
			50,000,000	46,515.50	105,864	52,932.00	6,416.50	LT
			50,000,000	99,526	105,864	52,932.00	3,169.00	LT
			50,000,000	93,031	105,864	52,932.00	6,416.50	LT
			50,000,000	102,858	116,395	58,197.50	6,768.50	LT
			50,000,000	96,709	111,741	55,870.50	7,515.65	LT
			50,000,000	100,082	108,407	54,203.50	4,162.50	LT

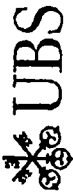
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Account name: THE VERDOORN FOUNDATION
 Account number: CZ 01281 NL

Your assets > Fixed income > Corporate bonds and notes (continued)

Holding	Trade date	Total face value at maturity (\$)	Purchase price (\$)	Cost basis (\$)	Price on Jun 30 (\$)	Value on Jun 30 (\$)	Unrealized gain or loss (\$)	Holding period
KOHLS CORP NTS								
CALL@MMW +35BP								
RATE 06 250% MATURES 12/15/17								
ACCRUED INTEREST \$130.21								
CUSIP 500255AP9								
Moody Baa1 S&P: BBB+								
EAI: \$3.125 Current yield: 5.33%	Jun 04, 09	50,000,000	102,291	51,145.50	117,322	58,661.00	7,515.50	LT
GOLDMAN SACHS GROUP NTS								
RATE 07 500% MATURES 02/15/19								
ACCRUED INTEREST \$843.75								
CUSIP 38141EA25								
Moody: A1 S&P: A								
EAI: \$2.250 Current yield: 6.45%	Mar 22, 10	30,000,000	117,067	35,125.35	116,354	34,906.20	-219.15	LT
SEMPRA ENERGY								
CALL@MMW +50BP								
RATE 09.800% MATURES 02/15/19								
ACCRUED INTEREST \$404.25								
CUSIP 816851AK5								
Moody Baa1 S&P: BBB+								
EAI: \$1.078 Current yield: 7.31%	Mar 22, 10	11,000,000	130,570	14,367.95	134,141	14,755.51	387.56	LT
UBS AG JERSEY BRANCH								
FOREIGN SECURITY								
RATE 05 000% MATURES 04/22/25								
STEP UP CALL								
ACCRUED INTEREST \$708.33								
ISIN US90261JFQ13								
Moody Aa3								
EAI: \$3.750 Current yield: 4.86%	Apr 16, 10	75,000,000	100,000	75,000.00	102,788	77,091.00	2,091.00	LT
Total		\$755,000,000		\$777,608.32		\$825,179.90	\$47,571.58	
Total accrued interest: \$11,031.16								
Total estimated annual income: \$41,937								



UBS Strategic Advisor
June 2011

Account name: THE VERDOORN FOUNDATION
Account number: CZ 01281 NL

Your Financial Advisor:
NPMH GROUP
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Your assets - Fixed income (continued)

Asset backed securities

Prices are obtained from independent quotation bureaus that use computerized valuation formulas to calculate current values. Actual market values may vary and thus gains/losses may not be accurately reflected. The cost basis for asset backed securities has been adjusted automatically for return of principal payments and if issued at a discount, accreted original issue discount (OID)

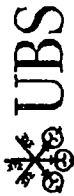
Holding	Trade date	Total face value at maturity (\$)	Purchase price(\$)	Adjusted cost basis (\$)	Price on Jun 30 (\$)	Value on Jun 30 (\$)	Unrealized gain or loss (\$)	Holding period
GNR 2006-49 ZC								
RATE 06.5000% MATURES 09/20/36								
CURRENT PAR VALUE		95,241						
CUSIP 38374NUB1	May 07, 09	70,000,000	107,375	102,270.43	116,645	111,093.86	8,823.43	LT
FHR 3264 YA								
RATE 05.5000% MATURES 01/15/37								
CURRENT PAR VALUE		869						
ACCRUED INTEREST \$3.85								
CUSIP 31397ESY2								
EAI: \$48 Current yield: 5.46%	Jan 19, 07	6,000,000	99,011	860.70	100,762	875.62	14.92	LT
FHR 3289 YU								
RATE 05 5000% MATURES 03/15/37								
CURRENT PAR VALUE		13						
ACCRUED INTEREST \$0.05								
CUSIP 31397FPX4								
EAI: \$1 Current yield: 5.50%	Mar 21, 07	8,000,000	99,807	12.66	99,973	12.99	0.33	LT
Total		\$84,000,000		\$103,143.79		\$111,982.47	\$8,838.68	

Total accrued interest: \$3.90

Total estimated annual income: \$49

Closed end funds & Exchange traded products

Holding	Trade date	Number of shares	Purchase price per share (\$)	Cost basis (\$)	Price per share on Jun 30 (\$)	Value on Jun 30 (\$)	Unrealized gain or loss (\$)	Holding period
BLACKROCK BUILD AMER BOND								
Symbol: BBN Exchange: NYSE								
EAI: \$3.712 Current yield: 7.38%	Aug 26, 10	2,500,000	20.000	50,000.00	19.240	48,100.00	-1,900.00	ST
	Earnings	114,000	18.013	2,053.58	19.240	2,193.36	139.78	
Security total		2,614,000		52,053.58		50,293.36	-1,760.22	



Account name: THE VERDOORN FOUNDATION
 Account number: CZ 01281 NL

Your assets › Fixed income (continued)

Mutual funds

Total reinvested is the total of all reinvested dividends. It does not include any cash dividends. It is not a tax lot for the purposes of determining holding periods or cost basis. The shares you receive each time you reinvest dividends become a separate tax lot.

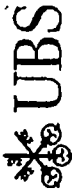
Cost basis is the total purchase cost of the security, including reinvested dividends. The cost basis may need to be adjusted for return of capital payments in order to determine the adjusted cost basis for tax reporting purposes.

Unrealized (tax) gain or loss is the difference between the current value and the cost basis and would generally be your taxable gain or loss if the security was sold on this date. The unrealized (tax) gain or loss may need to be adjusted for return of capital payments in order to determine the realized gain or loss for tax reporting purposes.

Investment return is the current value minus the amount you invested. It does not include any cash dividends that were not reinvested.

Holding	Number of shares	Purchase price/ Average price per share (\$)	Client investment (\$)	Cost basis (\$)	Price per share on Jun 30 (\$)	Value on Jun 30 (\$)	Unrealized (tax) gain or loss (\$)	Investment return (\$)	Holding period
EATON VANCE GLOBAL MACRO ABSOLUTE RETURN FUND A									
Symbol: EAGMX									
Trade date: Jun 22, 10	9,615.385	10.400	100,000.00	100,000.00	10.170	97,788.47	-2,211.53		LT
Total reinvested	393.577	10.288		4,049.28	10.170	4,002.68	-46.60		
EAI: \$4.484 Current yield: 4.41%									
Security total	10,008.962	10.396	100,000.00	104,049.28		101,791.14	-2,258.13	1,791.15	
LOOMIS SAYLES STRATEGIC INCOME FUND CLASS A									
Symbol: NEZK									
Trade date: Jun 5, 07	5,664.296	15.560	88,138.01	88,138.01	15.380	87,116.87	-1,021.14		LT
Total reinvested	5,465.802	13.234		72,335.46	15.380	84,064.03	11,728.57		
EAI: \$9.227 Current yield: 5.39%									
Security total	11,130.098	14.418	88,138.01	160,473.47		171,180.90	10,707.43	83,042.89	
Total			\$188,138.01	\$264,522.75		\$272,972.04	\$8,449.30	\$84,834.03	

Total estimated annual income: \$13,711



UBS Strategic Advisor
June 2011

Account name: THE VERDOORN FOUNDATION
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Your Financial Advisor:
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Your assets - Fixed income (continued)

Preferred securities

Holding	Trade date	Number of shares	Purchase price per share (\$)	Cost basis (\$)	Price per share on Jun 30 (\$)	Value on Jun 30 (\$)	Unrealized gain or loss (\$)	Holding period
MERRILL LYNCH CAP TRUST 6.4500%								
DUE 06/15/62 CALLABLE Symbol: MER.PRM Exchange: NYSE EAI: \$4,839 Current yield: 6.81%	Apr 25, 07	3,000,000	25,000	75,000.00	23 670	71,010.00	-3,990.00	LT

Broad commodities

Mutual funds

Total reinvested is the total of all reinvested dividends. It does not include any cash dividends. It is not a tax lot for the purposes of determining holding periods or cost basis. The shares you receive each time you reinvest dividends become a separate tax lot.

Cost basis is the total purchase cost of the security, including reinvested dividends. The cost basis may need to be adjusted for return of capital payments in order to determine the adjusted cost basis for tax reporting purposes.

Unrealized (tax) gain or loss is the difference between the current value and the cost basis and would generally be your taxable gain or loss if the security was sold on this date. The unrealized (tax) gain or loss may need to be adjusted for return of capital payments in order to determine the realized gain or loss for tax reporting purposes.

Investment return is the current value minus the amount you invested. It does not include any cash dividends that were not reinvested.

Holding	Number of shares	Purchase price/Average price per share (\$)	Client investment (\$)	Cost basis (\$)	Price per share on Jun 30 (\$)	Value on Jun 30 (\$)	Unrealized (tax) gain or loss (\$)	Investment return (\$)	Holding period
PIMCO COMMODITY REAL RETURN STRATEGY FUND CLASS A Symbol PCRAX Trade date: Sep 26, 06	365,000	13.670	4,989.55	4,989.55	8.600	3,139.00	-1,850.55		LT
Trade date: Oct 11, 07	1,117,000	14.960	16,710.32	16,710.32	8.600	9,606.20	-7,104.12		LT
Trade date: Oct 15, 07	357,000	15.120	5,397.84	5,397.84	8.600	3,070.20	-2,327.64		LT
Total reinvested	671,365	9.703		6,514.73	8.600	5,773.74	-740.99		
EAI: \$2,809 Current yield: 13.01%									
Security total	2,510,365	13.389	27,097.71	33,612.44	21,589.13	21,589.13	-12,023.30	-5,508.57	