1107

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 08/01 **, 2010, and ending** 07/31 **, 20** 11

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

Name of foundation: J.P. HUMPHREYS FOUNDATION

A Employer identification number: 43-1244445

Number and street (or P O box number if mail is not delivered to street address): P.O. BOX 1404 — Room/suite:

B Telephone number (see page 10 of the instructions): (417) 624-6644

City or town, state, and ZIP code: JOPLIN, MO 64802-1404

C If exemption application is pending, check here ▶ [ ]
D 1 Foreign organizations, check here ▶ [ ]
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]
E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ [ ]
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ [ ]

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 18,137,608.

J Accounting method [X] Cash [ ] Accrual [ ] Other (specify) ________ (Part I, column (d) must be on cash basis)

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))*

Section	Line	Description	(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)	0.			
	2	Check ▶ [ ] if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	24,251.	24,251.		ATCH 1
	4	Dividends and interest from securities	534,129.	534,129.		ATCH 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	216,616.			
	b	Gross sales price for all assets on line 6a 13,720,417.				
	7	Capital gain net income (from Part IV, line 2)		216,616.		
	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	774,996.	774,996.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0.			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)	57,833.	57,833.		
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)**	4,853.	738.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) ATCH 5	30.	15.		15.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	62,716.	58,586.		15.
	25	Contributions, gifts, grants paid	955,200.			955,200.
	26	**Total expenses and disbursements** Add lines 24 and 25	1,017,916.	58,586.		955,215.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-242,920.			
	b	**Net investment income** (if negative, enter -0-)		716,410.		
	c	**Adjusted net income** (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see page 30 of the instructions. *ATCH 3 JSA ** ATCH 4 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 (See instructions)

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	255,233.	4,737,037.	4,737,037.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) ATCH 6	17,832,092.	13,086,085.	13,400,571.
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)			
	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)	18,087,325.	17,823,122.	18,137,608.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	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 and complete lines 27 through 31. ▶ X			
	27 Capital stock, trust principal, or current funds	18,087,325.	17,823,122.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 Total net assets or fund balances (see page 17 of the instructions)	18,087,325.	17,823,122.	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	18,087,325.	17,823,122.	

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	18,087,325.
2	Enter amount from Part I, line 27a	2	-242,920.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	17,844,405.
5	Decreases not included in line 2 (itemize) ▶ ATTACHMENT 7	5	21,283.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	17,823,122.

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(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	
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	216,616.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	825,645.	14,306,673.	0.057710
2008	449,753.	8,487,395.	0.052991
2007	506,581.	9,733,819.	0.052043
2006	519,842.	10,033,865.	0.051809
2005	480,784.	9,321,624.	0.051577

2 **Total** of line 1, column (d)	2	0.266130
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.053226
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	17,924,407.
5 Multiply line 4 by line 3	5	954,044.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	7,164.
7 Add lines 5 and 6	7	961,208.
8 Enter qualifying distributions from Part XII, line 4	8	955,215.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ____________ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	14,328.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	14,328.
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	14,328.
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a: 2,800.		
b	Exempt foreign organizations-tax withheld at source — 6b: 0.		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 0.		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	2,800.
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	11,528.
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** ▶ 0. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶$ 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?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ MO,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ DAVID JONES Telephone no ▶ 417-624-6644

Located at ▶ P O BOX 1404 JOPLIN, MO ZIP + 4 ▶ 64802-1404

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

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

		Line	Yes	No
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶ N/A			

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

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

			Line	Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☒ Yes ☐ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see page 22 of the instructions)		2b	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 ▶ ____, ____, ____, ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2010 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)*		3b	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 [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 [X] No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	[ ] Yes [X] 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 [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 [X] 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 [X] No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	No: X
If "Yes" to 6b, file Form 8870			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	[ ] Yes [X] 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
ATTACHMENT 8		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
NOT APPLICABLE				

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NOT APPLICABLE		
Total number of others receiving over $50,000 for professional services ▶		NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NOT APPLICABLE	
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 NOT APPLICABLE	
2	
All other program-related investments See page 24 of the instructions 3 NONE	
Total. Add lines 1 through 3 ▶	0.

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	18,006,245.
b	Average of monthly cash balances	1b	191,123.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	0.
d	**Total** (add lines 1a, b, and c)	1d	18,197,368.
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	0.
3	Subtract line 2 from line 1d	3	18,197,368.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	272,961.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	17,924,407.
6	**Minimum investment return.** Enter 5% of line 5	6	896,220.

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	896,220.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	14,328.		
b	Income tax for 2010 (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	14,328.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	881,892.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	881,892.
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	881,892.

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	955,215.
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	0.
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	955,215.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	955,215.

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				881,892.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			149,610.	
b Total for prior years 20 08 ,20 07 ,20 06				
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 ▶ $ 955,215.				
a Applied to 2009, but not more than line 2a			149,610.	
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				805,605.
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).)*				
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				
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				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				76,287.
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	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				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			(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))

ATTACHMENT 9

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 ▶ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATTACHMENT 10				
Total . . . . . . ▶ 3a				955,200.
b *Approved for future payment*				
NONE				0.
Total . . . . . . ▶ 3b				0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	24,251.	
4 Dividends and interest from securities			14	534,129.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	216,616.	
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)				774,996.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . 13 774,996.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 of the instructions)
	NOT APPLICABLE

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

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

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

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

Signature of officer or trustee — Date 12/12/2011 — Title PRESIDENT

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
STEVEN R. HARPOLE	Steven R Harpole	12-8-2011		P00745777

Firm's name ▶ ERNST & YOUNG U.S. LLP — Firm's EIN ▶ 34-6565596

Firm's address ▶ 190 CARONDELET PLAZA, SUITE 1300 CLAYTON, MO 63105 — Phone no 314-290-1000

J.P. HUMPHREYS FOUNDATION 43-1244445

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS					4,977.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					1,322.	
		ST CAPITAL GAINS(LOSSES) - SEE ATTACHED PROPERTY TYPE: SECURITIES				P	VAR	VAR
6,218,912.		6,205,482.					13,430.	
		LT CAPITAL GAINS(LOSSES) - SEE ATTACHED PROPERTY TYPE: SECURITIES				P	VAR	VAR
7,495,206.		7,298,319.					196,887.	
TOTAL GAIN (LOSS)							216,616.	

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
COMMERCE BANK		24,251.	24,251.
	TOTAL	24,251.	24,251.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
UBS INSIGHT - INTEREST	94,190.	94,190.
GOLDMAN SACHS 028-238251/G1 - INTEREST	16.	16.
GOLDMAN SACHS 028-23829-3/G3 - INTEREST	321,997.	321,997.
GOLDMAN SACHS 003-66096-6/G6B - INTEREST	26.	26.
GOLDMAN SACHS 028-23516-6/G6 - INTEREST	111.	111.
GOLDMAN SACHS 003-66100-6/G6C - INTEREST	39.	39.
GOLDMAN SACHS 003-66099-0/G0 - INTEREST	31.	31.
US INTEREST AMORTIZATION	-19,205.	-19,205.
GOLDMAN SACHS 238251/G1 - DIVIDENDS	14,644.	14,644.
GOLDMAN SACHS 66099-0/G0 - DIVIDENDS	3,700.	3,700.
GOLDMAN SACHS 23826-9/G9 - DIVIDENDS	49.	49.
GOLDMAN SACHS 66100-6/G6C - DIVIDENDS	1,866.	1,866.
GOLDMAN SACHS 66096-6/G6B - DIVIDENDS	3,783.	3,783.
UBS INSIGHT - DIVIDENDS	57,628.	57,628.
UBS PMP IE/E - DIVIDENDS	15,675.	15,675.
UBS INSIGHT - FOREIGN DIVIDENDS	13,397.	13,397.
ACCRUED INTEREST RECEIVED	27,628.	27,628.
GOLDMAN SACHS 003-66105-5/G5B - INTEREST	12.	12.
GOLDMAN SACHS 003-66097-4/G4 - INTEREST	5.	5.
GOLDMAN SACHS 66098-2/G2 - INTEREST	7.	7.
GOLDMAN SACHS 66105-5/G5B - DIVIDENDS	1,285.	1,285.
GOLDMAN SACHS 66097-4/G4 - DIVIDENDS	622.	622.
GOLDMAN SACHS 66098-2/G2 - DIVIDENDS	485.	485.
ACCRUED INTEREST PAID	-3,862.	-3,862.
TOTAL	534,129.	534,129.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BROKER MANAGEMENT FEES	32,661.	32,661.
BROKER TRANSACTION FEES	25,172.	25,172.
TOTALS	57,833.	57,833.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	738.	738.
2009 990-PF TAX DUE	1,315.	
990-PF ESTIMATED TAXES	2,800.	
TOTALS	4,853.	738.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
MO SEC. OF STATE FILING FEE	30.	15.	15.
TOTALS	30.	15.	15.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED DETAIL	13,086,085.	13,400,571.
TOTALS	13,086,085.	13,400,571.

The J.P. Humphreys Foundation, Inc.
Cost Basis Balance Sheet
As of: July 31, 2011

		Balance	Cost Basis	Difference
	ASSETS			
	CASH IN BANK			
	Checking Accounts:			
	Commerce Bank	4,357,287.33	4,357,287.33	0.00
	Total Checking Accounts:	4,357,287.33	4,357,287.33	0.00
	Money Market Accounts:			
	UBS Insight	142,133.77	142,133.77	0.00
	UBS PMP IE	2,667.46	2,667.46	0.00
	GS 028-23516-6	94,629.94	94,629.94	0.00
	GS 028-23829-3	33,042.34	33,042.34	0.00
	GS 028-23825-1	18,938.79	18,938.79	0.00
	GS 003-66096-6	15,517.79	15,517.79	0.00
	GS 003-66099-0	25,725.28	25,725.28	0.00
	GS 003-66100-6	19,924.77	19,924.77	0.00
	GS 003-66105-5	12,888.91	12,888.91	0.00
	GS 003-66097-4	8,745.30	8,745.30	0.00
	GS 003-66098-2	5,535.36	5,535.36	0.00
	Total Money Market Accounts:	379,749.71	379,749.71	0.00
	MARKETABLE INVESTMENTS			
	UBS Insight One:			
100	Alcoa Inc Global 1	102,114.00	102,500.00	(386.00)
4,950	Ameren Corp	142,659.00	126,836.10	15,822.90
4,000	AT&T INC	117,040.00	106,354.90	10,685.10
100	AT&T Wireless Group NTS 1	105,463.00	113,366.00	(7,903.00)
100	Bank of America Corp 1	100,655.00	103,674.00	(3,019.00)
125	Bank One Corp 1	126,837.50	132,060.00	(5,222.50)
200	Bear Stearns Co Inc 1	204,696.00	210,332.00	(5,636.00)
200	Dominion Reso Inc VA 1	209,836.00	215,152.00	(5,316.00)
19,400	Empire Dist Elec Com	395,954.00	361,529.50	34,424.50
100	Genl Elec Cap Corp 1	105,372.00	104,149.00	1,223.00
100	Genl Elec Co 1	106,383.00	104,600.00	1,783.00
50	Hillenbr& Inc 1	51,880.00	52,636.50	(756.50)
100	Kraft Foods 1	104,765.00	108,953.00	(4,188.00)
200	Natl Ruralutilities NTS 1	207,702.00	220,296.00	(12,594.00)
75	Shell Intl Fin 1	81,297.00	79,785.75	1,511.25
4,000	Southern Co 1	158,160.00	127,620.90	30,539.10
8,900	Telecom Corp NZ LTD	101,549.00	77,945.60	23,603.40
50	Transocean Sedco Forex 1	59,653.00	49,750.00	9,903.00
100	US Tbill 10QA9 021539	89,844.00	95,531.25	(5,687.25)

ATTACHMENT 6A

The J.P. Humphreys Foundation, Inc.
Cost Basis Balance Sheet
As of: July 31, 2011

		Balance	Cost Basis	Difference
3,300	Verizon Commn	116,457.00	96,620.02	19,836.98
	Accr Int Rec	24,628.35	24,628.35	0.00
	Total UBS Insight One:	2,712,944.85	2,614,320.87	98,623.98
	UBS PMP IE:			
646	Ishares Barclays 1-3 YR CD	67,804.16	67,131.51	672.65
165	Ishares Barclays 20+ yr Treasury Bond	16,156.80	14,741.10	1,415.70
628	Ishares Barclays MBS Bond	67,403.24	67,227.40	175.84
796	Ishares IBOXX	89,446.52	82,791.38	6,655.14
429	Ishares JPM USD Emerg Mkts	47,627.58	44,744.70	2,882.88
6,859.92	Pimco Total Return Fund	76,145.07	74,869.10	1,275.97
50	US Tbill 021539	44,922.00	43,758.47	1,163.53
840	Vanguard BD Index	69,098.40	66,402.00	2,696.40
	Accrued Interest Rec UBS	792.82	0.00	792.82
	TOTAL UBS PMP IE:	479,396.59	461,665.66	17,730.93
	GS 028-23825-1/G1:			
100,000	BNP Paribas	95,544.00	100,000.00	(4,456.00)
13,966,480	GS High Yield Inst Mutual Fund	102,513.96	100,000.00	2,513.96
10,515,250	GS Local Emerging Mkts	104,311.28	100,000.00	4,311.28
5,112,470	GS Local Emerging Mkts 2	50,715.70	50,000.00	715.70
	TOTAL GS 028-23825-1/G1:	353,084.94	350,000.00	3,084.94
	GS 028-23829-3/G3:			
150,000	Abbott Labs 1	177,603.00	169,827.00	7,776.00
150,000	Amgen Inc 1	173,374.50	164,295.00	9,079.50
300,000	Autozone, Inc. 1	338,412.00	336,210.00	2,202.00
400,000	Bank of America Corp 1	414,508.00	419,640.00	(5,132.00)
175,000	Bank of Montreal 2.125% 1	179,725.00	175,379.75	4,345.25
150,000	Berkshire Hathaway Inc 1	153,567.00	150,105.00	3,462.00
125,000	Bottling Group LLC 1	141,428.75	132,525.00	8,903.75
200,000	Bottling Group LLC 2	226,286.00	220,354.00	5,932.00
300,000	Cisco Systems, Inc. 1	322,665.00	315,960.00	6,705.00
150,000	Directv Holdings 1	162,937.50	164,775.00	(1,837.50)
100,000	Dr Pepper Snapple Group 1	101,998.00	100,890.00	1,108.00
150,000	Duke Energy Ohio, Inc. 1	172,401.00	171,060.00	1,341.00
150,000	Express Scripts Inc 1	155,490.00	161,085.00	(5,595.00)
150,000	Hasbro Inc 1	166,881.00	166,095.00	786.00
200,000	Jefferies Group Inc 1	212,194.00	213,020.00	(826.00)
350,000	Koninklijke Philips Electronic 1	400,890.00	412,195.00	(11,305.00)
150,000	Morgan Stanley 1	155,803.50	164,655.00	(8,851.50)
150,000	Novartis Securities 1	171,825.00	157,497.00	14,328.00

The J.P. Humphreys Foundation, Inc.
Cost Basis Balance Sheet
As of: July 31, 2011

		Balance	Cost Basis	Difference
150,000	Novartis Securities 2	171,825.00	167,595.00	4,230.00
150,000	Oracle Corporation 1	177,126.00	165,525.00	11,601.00
350,000	The Home Depot, Inc. 1	382,686.50	383,785.50	(1,099.00)
150,000	Time Warner Cable Inc 1	158,139.00	150,465.00	7,674.00
150,000	Time Warner Cable Inc 2	158,139.00	153,675.00	4,464.00
300,000	Tyco Intl Finance 1	314,208.00	307,770.00	6,438.00
150,000	Verizon Wireless Cap LLC 1	165,636.00	166,050.00	(414.00)
300,000	Wal-Mart Stores, Inc. 1	307,413.00	299,724.00	7,689.00
	Accr Int Recd GS-03	66,405.06	66,405.06	0.00
	TOTAL GS 028-23829-3/G3:	5,729,566.81	5,656,562.31	73,004.50
	GS 003-66100-6/G6C:			
1,000	Babcock & Wilcox Co	24,980.00	29,236.39	(4,256.39)
500	Baxter International Inc	29,085.00	26,716.69	2,368.31
600	Bill Barrett Corp	29,856.00	22,713.39	7,142.61
200	Brinker Internatl Inc 1	4,804.00	4,836.86	(32.86)
200	Cabot Microelectronics Corp	7,738.00	7,959.74	(221.74)
900	Constellation Brands Inc	18,351.00	17,352.27	998.73
300	Corelogic Inc 1	4,734.00	5,516.07	(782.07)
700	CVS Caremark Corp	25,445.00	23,513.68	1,931.32
1,400	General Electric Co	25,074.00	28,226.23	(3,152.23)
600	Hanesbrands Inc	18,306.00	15,218.64	3,087.36
400	Johnson & Johnson 1	25,916.00	24,430.48	1,485.52
400	Lender Processing Svcs	7,532.00	8,051.76	(519.76)
2,400	Live Nation Entertainment Inc	26,640.00	26,005.46	634.54
1,000	Microsoft Corp	27,400.00	25,918.02	1,481.98
600	Molson Coors Brewing Co	27,030.00	26,767.41	262.59
800	Nalco Holding Co	28,280.00	21,023.51	7,256.49
500	Quest Diagnostics Inc	27,005.00	28,332.43	(1,327.43)
500	Tidewater Inc	27,170.00	27,613.46	(443.46)
700	Time Warner Inc	24,612.00	25,682.73	(1,070.73)
400	Tyco International Ltd	17,716.00	18,147.41	(431.41)
300	US Cellular Corp 1	13,257.00	14,611.98	(1,354.98)
1,300	VCA Antech Inc	25,402.00	31,558.23	(6,156.23)
1,100	Western Union Co	21,351.00	23,738.59	(2,387.59)
	Accrued Interest Rec.	152.50	152.50	0.00
	TOTAL GS 003-66100-6/G6C:	487,836.50	483,323.93	4,512.57
	GS 028-23516-6/G6:			
4,360.93	GS Corp Credit Inv Fund 1	565,598.01	502,992.10	62,605.91
5,000	GS Investment Partners 1	534,315.21	500,000.00	34,315.21

The J.P. Humphreys Foundation, Inc.
Cost Basis Balance Sheet
As of: July 31, 2011

		Balance	Cost Basis	Difference
5,000	Liberty Harbor Offshore I Ltd 1	539,523.97	500,000.00	39,523.97
2,000	Vanguard MSCI Emerging Mkts 1	96,640.00	93,470.00	3,170.00
	TOTAL GS 028-23516-6/G6:	1,736,077.19	1,596,462.10	139,615.09
	GS 003-66096-6/G6B:			
257	ABB Ltd	6,152.58	6,557.17	(404.59)
79	Accenture Plc Cmn	4,672.06	4,433.82	238.24
252	Anglo American PLC	5,998.10	6,270.48	(272.38)
188	Anheuser-Busch Inbev	10,825.04	11,189.43	(364.39)
103	Arcelormittal CMN	3,208.45	3,585.10	(376.65)
142	Bank of Yokohama Ltd	6,953.74	6,796.90	156.84
397	Barclays PLC	5,780.32	7,678.23	(1,897.91)
50	BG Group	5,925.80	6,137.71	(211.91)
104	BNP Paribas	3,397.37	3,911.56	(514.19)
219	Bridgestone Corp	10,860.65	10,032.85	827.80
123	Canon Inc	5,943.36	5,835.43	107.93
56	Companhia De Saneamento	3,342.64	3,282.82	59.82
144	Credit Suisse Group	5,175.36	6,140.58	(965.22)
202	DBS Group Holdings	10,424.22	9,636.75	787.47
379	Subtotal for DPSGY	6,709.82	7,203.05	(493.23)
926	East Japan Railway Co	9,696.14	8,744.56	951.58
464	Ericsson (LM) Tel Co	5,800.00	6,170.03	(370.03)
54	Fresenius Medical Care	4,154.76	3,954.75	200.01
404	Gafisa	3,866.28	4,588.40	(722.12)
129	Glaxosmithkline	5,730.18	5,343.54	386.64
131	Henkel	7,160.07	7,201.91	(41.84)
91	Hitachi Ltd	5,630.17	5,111.62	518.55
20	Honda MTR LTD 1	795.60	870.50	(74.90)
15	Hitachi Ltd 5	928.05	918.09	9.96
228	Honda MTR LTD	9,069.84	8,765.67	304.17
154	HSBC Holdings	7,525.98	8,164.40	(638.42)
135	Imperial Tobacco Group	9,382.63	9,008.66	373.97
504	Ing Groep N.V.	5,412.96	6,303.56	(890.60)
309	Intesa Sanpaolo	4,305.31	5,218.40	(913.09)
147	Itau Unibanco Banco H	2,994.39	3,489.07	(494.68)
107	KB Financial Group	5,308.27	5,483.28	(175.01)
428	Keppel Corp Ltd	7,872.20	7,796.12	76.08
225	Komatsu Ltd	7,016.17	7,431.60	(415.43)
369	Koninkli	4,925.05	4,988.35	(63.30)
131	Koninklijke Phillips Electrs 3	3,244.87	3,888.08	(643.21)
69	Subtotal for LUKOY	4,613.55	4,565.01	48.54
35	Mitsubishi Estate Ltd	6,275.43	6,087.90	187.53

The J.P. Humphreys Foundation, Inc.
Cost Basis Balance Sheet
As of: July 31, 2011

		Balance	Cost Basis	Difference
546	Mitsubishi UFJ Finl Group 2G6B	2,604.42	2,555.28	49.14
177	National Grid	8,706.63	8,663.34	43.29
117	Nestle	7,459.11	7,096.00	363.11
264	Nippon Teleg & Tel	6,531.36	6,093.80	437.56
178	Novartis AG	10,893.60	10,520.63	372.97
95	Orix Corp	5,151.85	4,672.82	479.03
348	Pearson PLC	6,629.40	6,507.08	122.32
326	Prudential Corp	7,341.52	7,821.56	(480.04)
40	PT Bumi Resources 1	2,869.76	2,885.57	(15.81)
243	Reed Elsevier Group	8,845.20	8,519.05	326.15
147	Safran	6,132.26	5,575.09	557.17
144	SAP AG	8,987.04	9,229.25	(242.21)
152	Seadrill Ltd	5,283.52	5,338.42	(54.90)
797	Siliconware Precision Ind	3,929.21	4,656.38	(727.17)
125	Smith & Nephew	6,623.75	6,837.25	(213.50)
288	Smith	5,365.72	5,720.18	(354.46)
148	Sony Corp	3,714.80	4,190.40	(475.60)
487	Sumitomo Corp	6,864.27	6,554.70	309.57
253	Swedbank 1	4,436.10	4,486.73	(50.63)
114	Syngenta	7,251.54	7,724.56	(473.02)
263	Telecom Italia	3,287.50	3,672.07	(384.57)
87	Telenor 1	4,362.96	4,334.12	28.84
302	Tesco	5,702.67	6,061.20	(358.53)
154	Teva Pharmaceutical Ind	7,182.56	7,247.41	(64.85)
515	The Kansai Electric Power Comp 1	4,330.12	4,624.70	(294.58)
654	Tullow Oil	6,602.15	7,328.37	(726.22)
393	Vinci S A	5,720.90	6,145.41	(424.51)
372	Vod	10,453.20	10,492.59	(39.39)
1,495	Xstrata	6,358.24	7,127.12	(768.88)
834	Yamana Gold Inc	10,825.32	11,096.42	(271.10)
134	Yara International	7,663.59	7,794.88	(131.29)
150	YPF Sociedad Anonima	6,385.50	6,307.97	77.53
	Accrued Interest Rec	894.50	894.50	0.00
	TOTAL GS 003-66096-6/G6B:	422,467.68	431,560.23	(9,092.55)

	GS 003-66099-0/G0:			
	Accrued Interest 66099-0	638.93	638.93	0.00
165	Apollo Group 1	8,386.95	7,407.26	979.69
150	Bard C R Inc 1	14,802.00	14,608.44	193.56
90	Becton Dickinson & Co 1	7,524.90	7,228.15	296.75

The J.P. Humphreys Foundation, Inc.
Cost Basis Balance Sheet
As of: July 31, 2011

		Balance	Cost Basis	Difference
1,425	Cisco Systems Inc	22,757.25	24,174.71	(1,417.46)
145	Clorox Co 1	10,380.55	9,967.79	412.76
420	Coca-Cola Co 1	28,564.20	27,502.27	1,061.93
540	Comcast Corp 1	12,603.60	13,106.34	(502.74)
280	Conoco Phillips 1	20,157.20	22,587.99	(2,430.79)
215	Corning Inc 1	3,420.65	4,916.15	(1,495.50)
70	Exxon Mobil Corp 1	5,585.30	6,017.94	(432.64)
565	H&R Block Inc 1	8,452.40	8,238.04	214.36
310	Hewlett-Packard Co	10,902.70	12,719.03	(1,816.33)
325	Johnson & Johnson 1	21,056.75	19,833.32	1,223.43
1,445	Microsoft Corp	39,593.00	37,744.41	1,848.59
3,230	News Corp	51,744.60	56,981.90	(5,237.30)
745	Pepsico Inc	47,709.80	47,566.65	143.15
1,215	Pfizer Inc 1	23,387.54	24,057.36	(669.82)
645	Proctor & Gamble Co	39,661.05	39,999.76	(338.71)
130	Research In Motion Ltd	3,250.00	4,416.08	(1,166.08)
155	Stryker Corp 1	8,422.70	9,936.66	(1,513.96)
620	Sysco Corp	18,965.80	17,120.74	1,845.06
279	Total Sys 1	5,192.19	5,049.26	142.93
450	US Bancorp 1	11,727.00	12,305.16	(578.16)
165	UnitedHealth Group 1	8,188.95	7,358.52	830.43
540	Viacom Inc 1	26,146.80	24,914.90	1,231.90
190	Wal Mart Stores Inc 1	10,014.90	9,915.85	99.05
	TOTAL GS 003-66099-0/G0:	469,237.71	476,313.61	(7,075.90)
	GS 003-66105-5/G5B:			
	Accrued Int Rec GS-5	250.33	250.33	0.00
72	3M Company	6,274.08	6,805.89	(531.81)
73	Abbott Labs 1	3,746.36	3,883.17	(136.81)
127	Accenture Plc	7,510.78	7,782.97	(272.19)
241	Aflac Inc	11,100.46	11,828.32	(727.86)
319	Altria Group	8,389.70	8,478.49	(88.79)
272	American Express Corp	13,610.88	13,025.55	585.33
23	Apple Inc	8,981.04	8,048.08	932.96
198	Atwood Oceanics Inc	9,246.60	8,418.48	828.12
130	Best Buy Co Inc	3,588.00	4,173.23	(585.23)
45	CF Industries Holdings Inc	6,989.40	6,289.87	699.53
74	Chevron Corp	7,697.48	7,783.15	(85.67)
74	Cliffs Natural Resources Inc	6,646.68	6,847.28	(200.60)
171	Coach Inc	11,039.76	9,893.40	1,146.36
131	Coca-Cola Enterprises Inc	3,682.41	3,743.97	(61.56)
71	Colgate-Palmolive Co	5,990.98	5,902.98	88.00

The J.P. Humphreys Foundation, Inc.
Cost Basis Balance Sheet
As of: July 31, 2011

		Balance	Cost Basis	Difference
181	Copa Holdings	11,875.41	10,822.61	1,052.80
79	Core Laboratories	8,585.72	7,902.76	682.96
346	Corning Incorp	5,504.86	6,523.05	(1,018.19)
412	Eaton Vance Corp	11,049.84	12,886.71	(1,836.87)
160	Eli Lily & Co	6,128.00	6,107.61	20.39
256	Endo Pharmaceuticals Hldgs	9,536.00	10,083.96	(547.96)
162	Exxon Mobil Corp	12,925.98	13,656.06	(730.08)
512	Federated Investors Inc	10,941.44	12,972.64	(2,031.20)
73	Freeport-McMoran Copper & Gold 1	3,866.08	3,915.71	(49.63)
185	Gilead Sciences	7,836.60	7,314.14	522.46
186	Herbalife Ltd	10,363.92	8,724.15	1,639.77
131	HollyFrontier Corp	9,876.09	7,844.39	2,031.70
46	Intl Business Machines Corp	8,365.10	7,686.92	678.18
41	Joy Global Inc	3,850.72	3,916.65	(65.93)
113	Kellogg Company	6,303.14	6,272.34	30.80
296	Lazard Ltd	9,945.60	11,485.95	(1,540.35)
98	Lockheed Martin Corp	7,421.54	7,707.63	(286.09)
106	Merck & Co Inc 1	3,617.78	3,856.93	(239.15)
346	Microsoft Corp	9,480.40	8,854.33	626.07
172	Owens-Illinois Inc	3,985.24	4,518.41	(533.17)
133	Pepsico Inc	8,517.32	9,042.29	(524.97)
118	Philip Morris	8,398.06	8,020.58	377.48
47	Ross Stores Inc	3,561.19	3,575.08	(13.89)
234	TJX Companies Inc	12,940.20	12,240.54	699.66
328	Waddell & Reed Fin Inc	12,037.60	12,502.31	(464.71)
162	Warner Chilcott	3,405.24	3,865.12	(459.88)
118	Waters Corp	10,371.02	11,290.60	(919.58)
233	Western Digital Corp	8,029.18	8,957.67	(928.49)
732	Windstream Corp	8,937.72	9,410.19	(472.47)
147	Yum Brands Inc	7,764.54	7,807.51	(42.97)
	TOTAL GS 003-66105-5/G5B:	360,166.47	362,920.00	(2,753.53)

	GS 003-66097-4/G4:			
40	Air Methods Corp	2,804.00	2,942.80	(138.80)
125	American Campus Cmntys, Inc	4,652.50	4,320.46	332.04
35	Ameron Internat'l Corp	2,978.15	2,436.25	541.90
150	Blackbaud Inc	3,810.00	4,043.00	(233.00)
45	Blackboard Inc	1,960.20	2,102.55	(142.35)
110	Cavium Inc CMN	3,793.90	753.40	3,040.50

The J.P. Humphreys Foundation, Inc.
Cost Basis Balance Sheet
As of: July 31, 2011

		Balance	Cost Basis	Difference
120	Clarcor Inc	5,287.20	5,299.20	(12.00)
75	Clearbridge Energy	1,623.00	1,708.23	(85.23)
185	Cleco Corp	6,423.20	6,404.80	18.40
125	Cognex Corp	4,243.75	3,934.31	309.44
155	Cohen & Steers Inc	6,127.15	4,662.61	1,464.54
180	Cohu Inc	2,253.60	2,456.40	(202.80)
40	Compass Minerals Intl Inc	3,149.60	3,762.40	(612.80)
45	Costar Group Inc	2,644.20	3,037.95	(393.75)
85	Dril-Quip Inc	5,993.35	6,367.95	(374.60)
110	FEI Company	3,634.40	4,289.67	(655.27)
150	Glacier Bancorp Inc	1,971.00	2,221.90	(250.90)
115	Group 1 Automotive Inc	5,477.45	4,514.49	962.96
175	Gulfport Energy Corp	6,380.50	5,644.25	736.25
195	Hanger Orthopedic Group	4,096.95	5,224.94	(1,127.99)
395	Harmonic Inc	2,144.85	3,542.59	(1,397.74)
200	Healthcare Svcs Group Inc	3,138.00	3,405.65	(267.65)
285	Heartland Express Inc	4,366.20	4,883.55	(517.35)
125	Hibbett Sports Inc	4,905.00	4,693.58	211.42
115	Hittite Microwave Corp	6,438.85	7,244.42	(805.57)
75	HMS Hldgs Corp	5,670.00	5,952.90	(282.90)
80	Iberiabank Corp	4,077.60	4,673.80	(596.20)
105	ICU Medical Inc	4,460.40	4,674.78	(214.38)
170	II-VI Inc	4,255.10	4,716.79	(461.69)
65	Subtotal for IPCM	2,936.83	3,132.05	(195.22)
100	Kayne Anderson Mlp Invt Co	2,801.00	3,010.20	(209.20)
40	Landauer Inc	2,258.00	2,361.75	(103.75)
95	Life Time Fitness Inc	3,967.20	3,644.66	322.54
160	Marketaxess Holdings Inc	4,180.80	3,860.00	320.80
75	Matthews Intl Corp	2,714.25	2,880.17	(165.92)
90	Meridian Bioscience Inc	1,944.00	2,200.66	(256.66)
85	Mid-America Apt Cmntys Inc	6,017.15	5,653.13	364.02
80	Middleby Corp	6,758.40	7,173.31	(414.91)
115	Monro Muffler Brake Inc	4,112.40	3,553.85	558.55
80	National Health Investors Inc	3,639.20	3,815.07	(175.87)
90	Nordson Corp	4,592.70	4,908.06	(315.36)
45	Peets Coffee & Tea Inc	2,628.00	2,147.45	480.55
50	Portfolio Recovery Assocs Inc	4,046.50	4,218.43	(171.93)
95	Power Integrations Inc	3,371.55	3,713.45	(341.90)
190	Privatebancorp Inc	2,240.10	2,865.48	(625.38)
70	Proassurance Corp	4,875.50	4,571.10	304.40
115	Pros Holdings Inc	1,876.80	1,738.66	138.14
175	Pss World Medical Inc	4,187.75	4,920.16	(732.41)

The J.P. Humphreys Foundation, Inc.
Cost Basis Balance Sheet
As of: July 31, 2011

		Balance	Cost Basis	Difference
80	Ritchie Bros Auctioneers Inc	2,191.20	2,315.69	(124.49)
140	Rofin-Sinar Technologies Inc	4,393.20	5,550.18	(1,156.98)
125	Ruddick Corp	5,237.50	5,155.46	82.04
90	Schnitzer Steel Industries Inc	4,571.10	5,282.87	(711.77)
105	Signature Bank	6,211.80	5,986.97	224.83
135	Silgan Holdings Inc	5,235.30	6,099.40	(864.10)
70	Solera Holdings Inc	3,911.60	3,827.50	84.10
85	Sourcefire Inc	2,089.30	2,196.20	(106.90)
60	Steiner Leisure Limited	2,917.20	2,722.61	194.59
140	Stifel Financial Corp	5,314.40	5,898.96	(584.56)
75	SVB Financial Group	4,576.50	4,482.45	94.05
200	Tesco Corp	4,252.00	3,734.56	517.44
235	Texas Roadhouse Inc	3,882.20	3,856.05	26.15
95	The Ryland Group Inc	1,399.35	1,683.45	(284.10)
65	Toro Co (DE)	3,498.95	4,245.21	(746.26)
65	Tortoise Energy Infrastructure Corp	2,435.55	2,559.70	(124.15)
90	Tractor Supply Co	5,932.80	5,560.54	372.26
100	Tupperware Brands Corp	6,249.00	6,250.66	(1.66)
215	Umpqua Hldgs Corp	2,442.40	2,575.65	(133.25)
65	United Therapeutics Corp	3,729.70	4,408.50	(678.80)
80	Universal Forest Products Inc	2,357.60	2,602.30	(244.70)
105	US Ecology Inc	1,773.45	1,897.00	(123.55)
70	WD 40 Co	3,066.00	2,875.05	190.95
95	West Pharmaceutical Services Inc	4,167.65	4,309.34	(141.69)
	Accrued Int Rec	141.50	0.00	141.50
	TOTAL GS 003-66097-4/G4:	279,885.48	286,359.56	(6,474.08)
	GS 003-66098-2/G2:			
163	3M Company	14,203.82	15,317.39	(1,113.57)
355	Adobe Systems Inc	9,837.05	11,457.08	(1,620.03)
82	Allergan Inc	6,667.42	6,494.03	173.39
71	Apple Inc	27,724.08	24,167.67	3,556.41
228	Baker Hu	17,642.64	16,399.25	1,243.39
113	C.H. Robinson Worldwide Inc	8,171.03	8,834.60	(663.57)
322	Celgene Corporation	19,094.60	18,473.01	621.59
364	Discovery Commn Inc	14,487.20	15,147.26	(660.06)
298	Dollar General Corp	9,375.08	9,849.41	(474.33)
314	Expeditors Intl Wash Inc	14,984.08	16,200.88	(1,216.80)
96	F5 Networks Inc	8,974.08	9,842.68	(868.60)
59	Franklin Resources Inc	7,490.64	7,375.92	114.72
755	General Electric Co	13,522.05	14,696.24	(1,174.19)
33	Google Inc	19,921.77	16,892.76	3,029.01

The J.P. Humphreys Foundation, Inc.
Cost Basis Balance Sheet
As of: July 31, 2011

		Balance	Cost Basis	Difference
37	Intuitive Surgical Inc	14,820.35	12,983.00	1,837.35
423	Invesco Ltd	9,382.14	10,187.69	(805.55)
190	Juniper Networks Inc	4,444.10	6,154.80	(1,710.70)
137	Nestle	8,734.16	8,467.61	266.55
296	Netapp Inc	14,065.92	15,158.55	(1,092.63)
62	Nike Class B	5,589.30	5,229.02	360.28
191	Omnicom Group	8,961.72	9,047.77	(86.05)
37	Praxair Inc 2	3,834.68	3,851.01	(16.33)
19	Priceline.Com Inc	10,215.35	9,744.92	470.43
98	Rovi Corp	5,191.06	5,200.19	(9.13)
188	Sabmiller	7,051.51	6,869.90	181.61
221	Schlumberger Ltd	19,971.77	18,969.87	1,001.90
167	Shire Limited	17,368.00	15,217.66	2,150.34
417	Tencent Holdings Ltd	10,849.51	11,541.76	(692.25)
134	Varian Medical Systems Inc	8,409.84	9,168.79	(758.95)
205	VISA Inc	17,535.70	15,708.11	1,827.59
134	WPP Plc	7,583.06	8,132.04	(548.98)
72	Yum Brands Inc 1	3,803.04	3,815.88	(12.84)
	TOTAL GS 003-66098-2/G2:	369,906.75	366,596.75	3,310.00
	TOTAL ASSETS	18,137,608.01	17,823,122.06	314,485.95

NET WORTH			
NET WORTH-Beginning	9,881,785.89	9,881,785.89	0.00
NET INCOME-Prior Years	8,205,538.82	8,205,538.82	0.00
NET INCOME-Current Year	(264,202.65)	(264,202.65)	0.00
Unrealized Gains Or Losses	314,485.95	0.00	314,485.95
TOTAL NET WORTH	18,137,608.01	17,823,122.06	314,485.95
TOTAL LIABILITIES AND NET WORTH	18,137,608.01	17,823,122.06	314,485.95

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

DESCRIPTION		AMOUNT
UNREALIZED INTEREST		21,283.
	TOTAL	21,283.

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

ATTACHMENT 8

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
ETHELMAE C. HUMPHREYS P.O. BOX 1404 JOPLIN, MO 64802-1404	PRESIDENT 1.00	0.	0.	0.
DAVID C. HUMPHREYS P O BOX 1404 JOPLIN, MO 64802-1404	VP/SEC/TRS 1.00	0.	0.	0.
SARAH HUMPHREYS ATKINS P O BOX 1404 JOPLIN, MO 64802-1404	VICE PRES 1.00	0.	0.	0.
DEBRA G. HUMPHREYS P.O. BOX 1404 JOPLIN, MO 64802-1404	DIRECTOR 1.00	0.	0.	0.
PAUL S. ATKINS P.O. BOX 1404 JOPLIN, MO 64802-1404	DIRECTOR 1.00	0.	0.	0.
	GRAND TOTALS	0.	0.	0.

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

ETHELMAE HUMPHREYS
SARAH J. HUMPHREYS ATKINS

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NATIONAL RIGHT TO WORK 8001 BRADDOCK ROAD SPRINGFIELD, VA 22160	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	100,000
CAPITAL RESEARCH CENTER 1513 16TH STREET, NW WASHINGTON, DC 20036-1401	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	10,000
ATLAS ECONOMIC RESEARCH FOUNDATION 1201 L STREET, N WASHINGTON, DC 20005	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	15,000.
THE DISCUSSION GROUP 319 N FOURTH STREET, SUITE 622 ST LOUIS, MO 63102	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	1,000.
COMPETITIVE ENTERPRISE INC 1899 L ST NW, 12TH FLOOR WASHINGTON, DC 20036	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	30,000
PHILANTHROPY ROUNDTABLE 1150 17TH ST , SUITE 503 WASHINGTON, DC 20036	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	20,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CRITICAL REVIEW FOUNDATION PO BOX 869, 9639 REQUA ROAD HELOTES, TX 78023	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	5,000.
FOUNDATION ECONOMIC EDUCATION 30 SOUTH BROADWAY IRVINGTON-ON-HUDSON, NY 10533	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	100,000
GEORGE MASON UNIVERSITY FOUNDATION 3301 N FAIRLAX DRIVE, SUITE 450 ARLINGTON, VA 22201	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	50,000
STUDENTS OF LIBERTY PO BOX 17321 ARLINGTON, VA 22201	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	10,000
METHODIST HOSPITAL FOUNDATION 8401 W DODGE RD., SUITE 225 OMAHA, NE 68114-3447	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	250.
JOPLIN ELKS LODGE NO 501 1802 W 26TH STREET JOPLIN, MO 64804	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	250

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE PALMER CHITESTER FOUNDATION 2002 FLIMORE AVE , SUITE 1 ERIE, PA 16506	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	75,000
THE HEARTLAND INSTITUTE 19 SOUTH LASALLE, STE 903 CHICAGO, IL 60603	NO RELATIONSHIP PUBLIC CHARITY	GENEARL ADMINISTRATION	5,000
FUTURE OF FREEDOM FOUNDATION 11350 RANDOM HILLS ROAD, STE 800 FAIRFAX, VA 22030	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	20,000.
STATE POLICY NETWORK 2020 NORTH 14TH STREET, STE 250 ARLINGTON, VA 22201	NO RELATIONSHIP PUBLIC CHARITY	GENEARL ADMINISTRATION	10,000
THE FEDERALIST SOCIETY 1015 18TH STREET, NW, STE 425 WASHINGTON, DC 20036	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	100,000
THE REASON FOUNDATION` 3415 S SEPULVEDA BLVD., SUITE 400 LOS ANGELES, CA 90034-6064	NO RELATIONSHIP PUBLIC CHARITY	GENERAL AMINISTRATION	50,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ACTON INSTITUTE 161 OTTOWA AVE. N.W , SUITE 301 GRAND RAPIDS, MI 49503	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	5,000.
ALLIANCE FOR CHARITABLE REFORM 1101 CONNECTICUT AVE N W., SUITE 550 WASHINGTON, DC 20036-1401	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRAION	10,000.
OZARK TRAILS BOY SCOUTS 1616 S EASTGATE SPRINGFIELD, MO 65809	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	65,000.
FAMM - FAMILIES AGAINST MANDATORY MINIMUMS 1612 K STREET NW, SUITE 700 WASHINGTON, DC 20006	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	1,000
GOLDWATER INSTITUTE 500 E CORONADO ROAD PHOENIX, AZ 85004	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	5,000.
MACKINAC CENTER OF PUBLIC POLICY 140 W MAIN STREET, P O. BOX 568 MIDLAND, MI 48640	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	10,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SOCIAL PHILOSPHY AND POLICY CENTER BOWLING GREEN STATE UNIVERSITY BOWLING GREEN, OH 43403	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	10,000.
KANSAS POLICY INSTITUTE 250 N WATER, SUITE 216 WICHITA, KS 67202	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	5,000.
VIRGINIA INSTITUTE PUBLIC POLICY 7326 EARLY MARKER COURT GAINESVILLE, VA 20155	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	10,000.
FUND FOR AMERICAN STUDIES 1706 NEW HAMPSHIRE AVE NW WASHINGTON, DC 20009	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	5,000
FRIENDS OF UFM, INC 11950 PEBBLEPOINTE PASS P O. BOX 145 CARMEL, IN 46802	NO RELATIONSHIP NO RELATIONSHIP	GENERAL ADMINISTRATION	1,000.
AMERICANS FOR PROSPERITY FOUNDATION 2111 WILSON BLVD , SUITE 350 ARLINGTON, VA 22201	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	50,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
RONALD MCDONALD HOUSE 3402 JACKSON JOPLIN, MO 64804	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	500
SOUTHWEST CHAPTER MSPE MISSOURI SOCIETY PROFESSIONAL ENGINEERS 2299 S STATE LINE AVE JOPLIN, MO 64804	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	200.
INSTITUTE FOR JUSTICE 901 N. GLEBE RD , SUITE 900 ARLINGTON, VA 22203	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	2,500
FREE TO CHOOSE NETWORK 2002 FILMORE AVE., SUITE 1 ERIE, PA 16506	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	120,000.
BLACK WARRIOR COUNCIL BOY SCOUTS OF AMERICA P C. BOX 3088 TUSCOLOOSA, AL 35403	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	2,500.
INSTITUTE FOR ENERGY RESEARCH 1100 H ST NW, SUITE 400 WASHINGTON, DC 20005	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	50,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE ST LOUIS DISCUSSION GROUP 2206 ROSE GARDEN DRIVE ST LOUIS, MO 63125	NO RELATIONSHIP PUBLIC CHARITY	GENERAL ADMINISTRATION	1,000
		TOTAL CONTRIBUTIONS PAID	955,200

SCHEDULE D (Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

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

OMB No 1545-0092

2010

Name of estate or trust: J.P. HUMPHREYS FOUNDATION

Employer identification number: 43-1244445

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

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a SHORT-TERM CAPITAL GAIN DIVIDENDS			ATCH 1		4,977.

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	13,430.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2009 Capital Loss Carryover Worksheet	4	( )
5 **Net short-term gain or (loss).** Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ▶	5	18,407.

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS			ATCH 2		1,322.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	196,887.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2009 Capital Loss Carryover Worksheet	11	( )
12 **Net long-term gain or (loss).** Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back ▶	12	198,209.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D (Form 1041) 2010**

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Part III Summary of Parts I and II **Caution:** *Read the instructions* ***before*** *completing this part.*		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
13 **Net short-term gain or (loss)**	13			18,407.
14 **Net long-term gain or (loss):**				
a Total for year	14a			198,209.
b Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b			
c 28% rate gain	14c			
15 **Total net gain or (loss).** Combine lines 13 and 14a ▶	15			216,616.

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

Part IV Capital Loss Limitation

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

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

Part V Tax Computation Using Maximum Capital Gains Rates

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

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

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

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

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

SCHEDULE D-1 (Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2010

Name of estate or trust: J.P. HUMPHREYS FOUNDATION

Employer identification number: 43-1244445

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a ST CAPITAL GAINS(LOSSES) - SEE ATTACHED	VAR	VAR	6,218,912.	6,205,482.	13,430.

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b . . . . 13,430.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. Schedule D-1 (Form 1041) 2010

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Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side | Employer identification number

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a LT CAPITAL GAINS(LOSSES) - SEE ATTACHED	VAR	VAR	7,495,206.	7,298,319.	196,887.

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . . 196,887.

The J.P. Humphreys Foundation, Inc
Schedule D - Capital Gains and Losses
As of: July 31, 2011

Quantity	Asset	Date Acquired	Date Sold	Proceeds	Tax Basis	Gain/Loss
	Short-Term Capital Gains and Losses					
15	ABB Ltd 1/G6B	Feb 28 11	May 10 11	390.97	365.55	25.42
49	ABB Ltd 1/G6B_sld#1	Feb 28 11	Apr 29 11	1,347.94	1,194.13	153.81
11	ABB Ltd 1/G6B_sld#2	Feb 28 11	Apr 26 11	274 07	268.07	6.00
7	ABB Ltd 2/G6B	Mar 4 11	May 10 11	182.53	170.03	12.50
39	ABB Ltd 3/G6B_sld#1	Apr 26 11	May 10 11	1,016 44	1,007.76	8.68
3	Accenture Plc Cmn 1/G6B	Feb 28 11	Jun 22 11	162.05	154.20	7.85
5	Accenture Plc Cmn 1/G6B_sld#1	Feb 28 11	Apr 12 11	280.35	257.00	23 35
30	Accenture Plc Cmn 1/G6B_sld#2	Feb 28 11	Apr 29 11	1,730.95	1,542.00	188.95
21	Accenture Plc Cmn 2/G6B_sld#1	Apr 26 11	Jun 22 11	1,134.28	1,191.96	(57.68)
195	AES Corp 1/G5B	Apr 26 11	May 24 11	2,436.32	2,525.25	(88.93)
194	AES Corp 1/G5B_sld#1	Apr 26 11	May 23 11	2,438.30	2,512.30	(74.00)
13	Allergan Inc 1/G2_sld#1	Apr 26 11	May 19 11	1,083.43	1,018.62	64.81
75	Anglo American PLC 1/G6B	Feb 28 11	Jun 27 11	1,763.24	2,026.50	(263.26)
12	Anglo American PLC 1/G6B_sld#1	Feb 28 11	Mar 4 11	321.06	324.24	(3.18)
14	Anglo American PLC 1/G6B_sld#2	Feb 28 11	Mar 7 11	376 00	378.28	(2.28)
2	Anglo American PLC 2/G6B_sld#1	Apr 26 11	Jun 27 11	46.88	51.48	(4.60)
35	Ansys Inc 1/G4	Apr 26 11	Jun 1 11	1,957.04	1,888 25	68.79
12	Arcelormittal CMN 1/G6B	Feb 28 11	Jul 29 11	373.23	440 16	(66.93)
20	Arcelormittal CMN 1/G6B_sld#1	Feb 28 11	Jul 29 11	651.68	733 60	(81.92)
9	Arcelormittal CMN 2/G6B_sld#1	Apr 26 11	Jul 29 11	279 83	324.90	(45.07)
35	Avon Products Inc 1/G5B	Apr 26 11	Jul 11 11	964.24	1,006.60	(42.36)
103	Avon Products Inc 1/G5B_sld#1	Apr 26 11	Jul 5 11	2,855 99	2,962.28	(106.29)
68	Avon Products Inc 2/G5B	Jun 20 11	Jul 11 11	1,871.75	1,859.80	11.95
4	AXA-UAP American Depository 1/G6B	Feb 28 11	Jul 21 11	72.21	83.80	(11.59)
49	AXA-UAP American Depository 1/G6B_sld#1	Feb 28 11	May 17 11	1,031.24	1,026.55	4 69
12	AXA-UAP American Depository 2/G6B	Mar 4 11	Jul 21 11	216 35	249.86	(33.51)
5	AXA-UAP American Depository 3/G6B	Mar 9 11	Jul 21 11	90.13	105.11	(14.98)
14	AXA-UAP American Depository 4/G6B	Apr 26 11	Jul 29 11	277.17	299.74	(22.57)
132	AXA-UAP American Depository 4/G6B_sld#1	Apr 26 11	Jul 21 11	2,377.36	2,826.12	(448.76)
37	AXA-UAP American Depository 4/G6B_sld#2	Apr 26 11	Jul 25 11	715.49	792.17	(76.68)
62	AXA-UAP American Depository 5/G6B	Jun 20 11	Jul 29 11	1,226.73	1,332.38	(105.65)
112	Babcock & Wilcox Co 1/G5B	Apr 26 11	Jul 8 11	2,976 26	3,566 09	(589 83)
31	Babcock & Wilcox Co 2/G5B	May 3 11	Jul 8 11	822.39	964.88	(142.49)
49	Babcock & Wilcox Co 3/G5B	May 4 11	Jul 11 11	1,306.45	1,507.09	(200 64)
4	Babcock & Wilcox Co 3/G5B_sld#1	May 4 11	Jul 8 11	117 48	123.03	(5.55)
100	Babcock & Wilcox Co 4/G5B	Jun 20 11	Jul 11 11	2,652.47	2,799.00	(146.53)
43	Banco Santander Brasil 1/G6B	Feb 28 11	May 10 11	480.46	521 59	(41.13)
173	Banco Santander Brasil 2/G6B	Apr 26 11	May 10 11	1,921 85	1,973 93	(52.08)
24	Banco Santander Brasil 3/G6B	Apr 6 11	May 10 11	266.93	298.87	(31.94)
3	BASF SE Adr 1/G6B	Feb 28 11	Jun 28 11	271 93	249.63	22.30
15	BASF SE Adr 1/G6B_sld#1	Feb 28 11	Jun 13 11	1,364 22	1,248 15	116 07
33	BASF SE Adr 2/G6B	Apr 26 11	Jul 29 11	3,120 64	3,226 08	(105.44)
10	BASF SE Adr 2/G6B_sld#1	Apr 26 11	Jun 28 11	906 24	977 60	(71.36)
13	BASF SE Adr 3/G6B	Jun 20 11	Jul 29 11	1,229 29	1,172.47	56.82
5	Bayer AG-Sponsored 1/G6B	Feb 28 11	Jun 27 11	417.73	387.75	29.98
3	Bayer AG-Sponsored 1/G6B_sld#1	Feb 28 11	Mar 9 11	232.97	232.65	0 32
12	Bayer AG-Sponsored 1/G6B_sld#2	Feb 28 11	Apr 29 11	1,030.27	930.60	99.67
12	Bayer AG-Sponsored 2/G6B	Apr 26 11	Jul 13 11	974.00	1,002 00	(28.00)
5	Bayer AG-Sponsored 2/G6B_sld#1	Apr 26 11	Jun 27 11	417.73	417 50	0.23
23	Bayer AG-Sponsored 2/G6B_sld#2	Apr 26 11	Jul 7 11	1,856 79	1,920 50	(63.71)
10	Bayer Ag-Sponsored 3/G6B	Jun 13 11	Jul 18 11	783.39	804.23	(20 84)
3	Bayer Ag-Sponsored 3/G6B_sld#1	Jun 13 11	Jul 13 11	244.49	241 27	3 22

The J.P Humphreys Foundation, Inc.
Schedule D - Capital Gains and Losses
As of. July 31, 2011

Quantity	Asset	Date Acquired	Date Sold	Proceeds	Tax Basis	Gain/Loss
16	Bayer Ag-Sponsored 4/G6B	Jun 20 11	Jul 18 11	1,252.96	1,317 76	(64.80)
86	Best Buy Co Inc 1/G5B	Jun 13 11	Jul 19 11	2,551.43	2,486.40	65 03
35	Best Buy Co Inc 2/G5B_sld#1	Jun 20 11	Jul 19 11	1,042.13	1,081.15	(39 02)
3	BG Group 1/G6B	Feb 28 11	May 17 11	525.10	364.65	160.45
2	BG Group 1/G6B_sld#1	Feb 28 11	Mar 29 11	246.34	243.10	3.24
1	BG Group 1/G6B_sld#2	Feb 28 11	Mar 30 11	125.46	121 55	3 91
8	BG Group 1/G6B_sld#3	Feb 28 11	May 3 11	986 09	972.40	13.69
7	BG Group 1/G6B_sld#4	Feb 28 11	May 9 11	844 53	850.85	(6 32)
5	BG Group 2/G6B_sld#1	Apr 26 11	May 17 11	350.06	636.20	(286 14)
100	Bill Barrett Corp 1/G6C_sld#1	Mar 4 11	Jul 25 11	5,146 87	3,805.03	1,341 84
9	BNP Paribas 1/G6B	Feb 28 11	Jul 21 11	276.84	351 99	(75.15)
42	BNP Paribas 1/G6B_sld#1	Feb 28 11	May 19 11	1,576.42	1,642 62	(66.20)
50	BNP Paribas 2/G6B_sld#1	Apr 26 11	Jul 21 11	1,537.29	1,897.00	(359 71)
12	BNP Paribas 2/G6B_sld#2	Apr 26 11	Jul 25 11	399.35	455.28	(55.93)
10	C H. Robinson Worldwide Inc 1/G2_sld#1	Apr 26 11	May 19 11	807.08	788.80	18.28
90	Cavium Networks Inc 1/G4	Apr 26 11	Jun 30 11	0.00	4,266.90	(4,266.90)
1,579	Chimera Investment Corp 1/G5B	Apr 26 11	Jun 13 11	5,589.96	6,283.47	(693 51)
204	Chimera Investment Corp 2/G5B	Jun 6 11	Jun 13 11	722.09	762.78	(40.69)
35	Clorox Co 1/G0_sld#1	Mar 4 11	Mar 23 11	2,439.05	2,406.02	33 03
35	Coca-Cola Co 1/G0_sld#1	Mar 4 11	Mar 28 11	2,285.08	2,291.86	(6 78)
25	Coca-Cola Enterprises Inc 1/G5B	Apr 26 11	Jul 20 11	697.94	709.25	(11 31)
64	Coca-Cola Enterprises Inc 1/G5B_sld#1	Apr 26 11	Jul 14 11	1,803.81	1,815.68	(11.87)
42	Coca-Cola Enterprises Inc 2/G5B_sld#1	May 3 11	Jul 20 11	1,188.36	1,198.02	(9.66)
19	Cognizant Techn Solutions Corp 1/G2	Apr 26 11	May 11 11	1,454.77	1,559.76	(104 99)
34	Cognizant Techn Solutions Corp 1/G2_sld#1	Apr 26 11	Apr 29 11	2,766.50	2,791.16	(24.66)
38	Cognizant Techn Solutions Corp 1/G2_sld#2	Apr 26 11	May 4 11	2,941.85	3,119.54	(177 69)
19	Cognizant Techn Solutions Corp 1/G2_sld#3	Apr 26 11	May 10 11	1,480 01	1,559 77	(79 76)
25	Comcast Corp 1/G0_sld#1	Mar 4 11	Mar 28 11	576.56	606 78	(30 22)
100	Comcast Holdings Corp 2/G3	Jul 19 10	Apr 25 11	113,490.00	114,870.00	(1,380 00)
14	Companhia De Saneamento 1/G6B_sld#1	Feb 28 11	Jun 13 11	819.37	705.13	114 24
7	Compania De Minas Buenaventura 1/G6B	Feb 28 11	May 17 11	271 06	321.95	(50.89)
6	Compania De Minas Buenaventura 1/G6B_sld#1	Feb 28 11	Apr 12 11	239.71	275 95	(36.24)
28	Compania De Minas Buenaventura 1/G6B_sld#2	Feb 28 11	May 17 11	1,097.05	1,287.78	(190 73)
3	Compania De Minas Buenaventura 2/G6B	Mar 4 11	May 17 11	113.86	138.02	(24.16)
45	Compania De Minas Buenaventura 3/G6B	Apr 26 11	Jun 23 11	1,605 01	1,700.55	(95.54)
4	Compania De Minas Buenaventura 3/G6B_sld#1	Apr 26 11	May 17 11	157.23	151.16	6.07
7	Compania De Minas Buenaventura 3/G6B_sld#2	Apr 26 11	Jun 1 11	295.96	264 53	31 43
36	Compania De Minas Buenaventura 3/G6B_sld#3	Apr 26 11	Jun 6 11	1,342.60	1,360.44	(17 84)
9	Compania De Minas Buenaventura 4/G6B	Jun 23 11	Jun 23 11	320 84	329 04	(8.20)
30	Conoco Phillips 1/G0_sld#1	Mar 4 11	Mar 28 11	2,402.18	2,420 14	(17.96)
100	Constellation Brands Inc 1/G6C_sld#1	Mar 4 11	Apr 26 11	2,258 28	1,962.38	295.90
100	Constellation Brands Inc 1/G6C_sld#2	Mar 4 11	May 4 11	2,257 63	1,962.38	295.25
100	Constellation Brands Inc 1/G6C_sld#3	Mar 4 11	May 9 11	2,236.57	1,962.38	274.19
131	Corning Incorp 1/G5B_sld#1		Jun 15 11	2,394.29	2,718.25	(323 96)
90	Covidien 1/G0	Mar 4 11	Mar 28 11	4,653.18	4,766 01	(112 83)
150	CVS Caremark Corp 2/G3	Jul 19 10	Mar 2 11	166,215 00	166,125.00	90.00
13	Daimler AG 1/G6B	Feb 28 11	May 5 11	1,011.48	917.15	94.33
4	Daimler AG 1/G6B_sld#1	Feb 28 11	Apr 12 11	292.13	282 20	9 93
7	Daimler AG 1/G6B_sld#2	Feb 28 11	Apr 29 11	538 49	493 85	44 64
13	Daimler AG 2/G6B	Apr 26 11	Jul 29 11	947 03	986 18	(39.15)
8	Daimler AG 2/G6B_sld#1	Apr 26 11	May 5 11	622.31	606.88	15 43
8	Daimler AG 2/G6B_sld#2	Apr 26 11	Jun 21 11	560.25	606.88	(46.63)
18	Daimler AG 2/G6B_sld#3	Apr 26 11	Jul 28 11	1,368.36	1,365 48	2.88

The J.P. Humphreys Foundation, Inc.
Schedule D - Capital Gains and Losses
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Quantity	Asset	Date Acquired	Date Sold	Proceeds	Tax Basis	Gain/Loss
3	Daimler AG 2/G6B_sld#4	Apr 26 11	Jul 29 11	223.22	227.58	(4.36)
11	Daimler AG 3/G6B	Jun 20 11	Jul 29 11	801.21	750.53	50.68
2	DBS Group Holdings 1/G6B_sld#1	Feb 28 11	Mar 9 11	90.91	89.34	1.57
5	DBS Group Holdings 1/G6B_sld#2	Feb 28 11	Mar 11 11	225.21	223.35	1.86
7	Deutsche Lufthansa 1/G6B	Feb 28 11	Mar 14 11	144.84	143.22	1.62
8	Deutsche Lufthansa 1/G6B_sld#1	Feb 28 11	Mar 4 11	160.82	163.68	(2.86)
8	Deutsche Lufthansa 1/G6B_sld#2	Feb 28 11	Mar 9 11	166.39	163 68	2 71
9	Deutsche Lufthansa 1/G6B_sld#3	Feb 28 11	Mar 11 11	185.41	184.14	1.27
32	Diamond Offshore Drilling Inc 1/G5B	Apr 26 11	Jun 9 11	2,237.41	2,494.08	(256.67)
32	Diamond Offshore Drilling Inc 2/G5B	May 16 11	Jul 19 11	2,173.67	2,253.05	(79.38)
3	Diamond Offshore Drilling Inc 2/G5B_sld#1	May 16 11	Jun 9 11	209.72	211 22	(1 50)
17	Diamond Offshore Drilling Inc 3/G5B	Jun 20 11	Jul 19 11	1,170.43	1,138.32	32.11
51	Directv 1/G5B	May 23 11	Jun 9 11	2,442.96	2,549.58	(106 62)
35	Duff & Phelps Corp 1/G4	Apr 26 11	Jul 8 11	451.13	570 28	(119 15)
60	Duff & Phelps Corp 1/G4_sld#1	Apr 26 11	Jun 30 11	772.28	977.63	(205.35)
15	Duff & Phelps Corp 2/G4	Jun 20 11	Jul 8 11	193.33	195.15	(1.82)
117	E.I Du Pont 1/G3	Jul 7 10	Oct 27 10	127,600.20	127,038.60	561.60
233	E.I.Du Pont 1/G3_sld#1	Jul 7 10	Oct 21 10	255,324.62	252,991.40	2,333.22
4	E On AG 1/G6B	Mar 23 11	May 10 11	125 30	119.94	5.36
6	E.On AG 2/G6B	Mar 24 11	May 10 11	187.85	181.27	6.58
17	E On AG 3/G6B	Mar 25 11	May 10 11	532.28	513 06	19.22
11	E.On AG 4/G6B	Mar 28 11	May 18 11	325 23	329.72	(4.49)
3	E.On AG 4/G6B_sld#1	Mar 28 11	May 10 11	93.82	89.93	3.89
100	E.On Ag 5/G6B	Apr 26 11	May 18 11	2,927.03	3,283.00	(355.97)
37	Eli Lilly & Co 1/G5B	Apr 26 11	Jun 30 11	1,377 33	1,358.64	18.69
30	Eli Lily & Co 2/G5B_sld#1	May 23 11	Jun 30 11	1,116.47	1,151 58	(35.11)
3	Enel Societa Per Azioni 1/G6B	Apr 26 11	Jul 20 11	16.82	20.70	(3.88)
389	Enel Societa Per Azioni 1/G6B_sld#1	Apr 26 11	Apr 29 11	2,761.84	2,684.10	77.74
43	Enel Societa Per Azioni 2/G6B	Apr 27 11	Jul 25 11	249.30	300 92	(51.62)
31	Enel Societa Per Azioni 2/G6B_sld#1	Apr 27 11	Jul 20 11	173.57	216 94	(43.37)
88	Enel Societa Per Azioni 2/G6B_sld#2	Apr 27 11	Jul 21 11	479.59	615.84	(136.25)
225	Enel Societa Per Azioni 2/G6B_sld#3	Apr 27 11	Jul 22 11	1,259.97	1,574.60	(314 63)
82	Enel Societa Per Azioni 3/G6B	May 6 11	Jul 26 11	487.29	554.60	(67.31)
39	Enel Societa Per Azioni 3/G6B_sld#1	May 6 11	Jul 25 11	226.09	263.78	(37.69)
276	Enel Societa Per Azioni 4/G6B	May 13 11	Jul 29 11	1,564 65	1,863.91	(299.26)
4	Enel Societa Per Azioni 4/G6B_sld#1	May 13 11	Jul 26 11	23 76	27.01	(3 25)
142	Enel Societa Per Azioni 5/G6B	Jun 13 11	Jul 29 11	804.98	926.64	(121.66)
329	Enel Societa Per Azioni 6/G6B	Jun 20 11	Jul 29 11	1,864.87	2,029 93	(165.06)
14	Energizer Holdings Inc 1/G5B	Apr 26 11	Jun 15 11	979 05	1,014 58	(35 53)
12	Energizer Holdings Inc 1/G5B_sld#1	Apr 26 11	Jun 9 11	870.80	869.64	1.16
12	Energizer Holdings Inc 1/G5B_sld#2	Apr 26 11	Jun 9 11	871.98	869.64	2 34
14	Energizer Holdings Inc 1/G5B_sld#3	Apr 26 11	Jun 13 11	997.45	1,014.58	(17.13)
14	Energizer Holdings Inc 1/G5B_sld#4	Apr 26 11	Jun 13 11	989.86	1,014.58	(24.72)
38	ENI S.P A 2/G6B	Apr 26 11	May 10 11	1,925.58	1,952 44	(26.86)
15	ENI S P.A.1/G6B	Feb 28 11	May 10 11	760 41	732 00	28 41
6	ENI S.P A.1/G6B_sld#1	Feb 28 11	Mar 29 11	293 23	292 80	0.43
5	ENI S.P.A.1/G6B_sld#2	Feb 28 11	Apr 20 11	250 34	244.00	6 34
57	Ericsson (LM) Tel Co 1/G6B	Feb 28 11	Jun 15 11	790.79	731 88	58.91
11	Ericsson (LM) Tel Co 1/G6B_sld#1	Feb 28 11	Apr 1 11	141 32	141 24	0.08
87	Ericsson (LM) Tel Co 1/G6B_sld#2	Feb 28 11	May 10 11	1,298 41	1,117 08	181 33
2	Ericsson (LM) Tel Co 2/G6B_sld#1	Apr 26 11	Jun 15 11	27 74	26 46	1 28
60	Exelon Corp 1/G5B	Apr 26 11	May 23 11	2,522 87	2,485 80	37 07
1,200	Firstenergy Corp 2/I	Aug 27 10	May 25 11	53,495 77	42,729 60	13,823 22

The J.P Humphreys Foundation, Inc.
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Quantity	Asset	Date Acquired	Date Sold	Proceeds	Tax Basis	Gain/Loss
31	Forest Labs Inc 1/G5B	Apr 26 11	Jul 11 11	1,205.43	1,013.70	191.73
96	Forest Labs Inc 1/G5B_sld#1	Apr 26 11	Jul 5 11	3,805.60	3,139.20	666.40
65	Forest Labs Inc 2/G5B	Jun 20 11	Jul 11 11	2,561.53	2,509.00	52.53
1	Fresenius Medical Care 1/G6B	Feb 28 11	Jul 25 11	77.38	66.34	11.04
10	Fresenius Medical Care 1/G6B_sld#1	Feb 28 11	Jun 17 11	720.15	663.40	56.75
3	Fresenius Medical Care 2/G6B	Apr 12 11	Jul 25 11	232 13	213 35	18.78
1	Fresenius Medical Care 3/G6B_sld#1	Apr 26 11	Jul 25 11	77 38	75.73	1.65
5	Fresenius Medical Care 3/G6B_sld#2	Apr 26 11	Jul 26 11	388 69	378.65	10.04
5	Fresenius Medical Care 3/G6B_sld#3	Apr 26 11	Jul 28 11	391 66	378.65	13.01
5	Fresenius Medical Care 3/G6B_sld#4	Apr 26 11	Jul 29 11	385 97	378 65	7 32
600	Frontier Communications Corp 1/I	Jul 2 10	Aug 27 10	4,572 55	5,041.38	(468.83)
192	Frontier Communications Corp 2/I	Jul 2 10	Aug 27 10	1,463.22	1,470.32	(7.10)
56	Frontier Oil Corp 1/G5B	May 16 11	Jul 1 11	1,515.96	1,515 96	0 00
38	Frontier Oil Corp 2/G5B	May 17 11	Jul 1 11	1,023.60	1,023.60	0.00
89	Frontier Oil Corp 3/G5B	May 23 11	Jul 1 11	2,579.38	2,579.38	0.00
91	Frontier Oil Corp 5/G5B	Jun 23 11	Jul 1 11	2,725.45	2,725.45	0 00
73	Frontline Ltd 1/G5B	Apr 26 11	May 4 11	1,529 08	1,641 77	(112.69)
32	Frontline Ltd 1/G5B_sld#1	Apr 26 11	May 3 11	683.73	719 68	(35.95)
10	Gafisa, S.A.1/G6B_sld#1	Feb 28 11	Apr 12 11	132.77	122.29	10.48
56	Garmin Ltd 1/G5B	Apr 26 11	May 24 11	1,873 79	1,935 09	(61.30)
56	Garmin Ltd 1/G5B_sld#1	Apr 26 11	May 23 11	1,911.00	1,935.09	(24 09)
4	Gazprom 1/G6B	Mar 29 11	Jun 23 11	76.64	127.53	(50.89)
31	Gazprom 2/G6B	Apr 26 11	Jun 29 11	421.51	0.00	421.51
13	Gazprom 3/G6B	Mar 31 11	Jun 29 11	191.60	420.80	(229 20)
14	Gazprom 4/G6B	Mar 31 11	Jun 29 11	191.60	452.43	(260.83)
156	Gazprom 5/G6B	Apr 26 11	Jun 28 11	2,145 83	2,617.68	(471 85)
14	Gazprom 6/G6B	Apr 4 11	Apr 4 11	452.43	451.03	1 40
59	Gazprom 7/G6B	Jun 20 11	Jun 28 11	804.65	839.57	(34 92)
11	Glaxosmithkline 1/G6B_sld#1	Feb 28 11	Apr 29 11	479.21	425.04	54.17
4	Glaxosmithkline 1/G6B_sld#2	Feb 28 11	Apr 20 11	165.38	154 56	10.82
6	Glaxosmithkline 1/G6B_sld#3	Feb 28 11	Apr 12 11	241.19	231.84	9.35
10	Glaxosmithkline 1/G6B_sld#4	Feb 28 11	May 18 11	435.39	386.40	48.99
433.499	GS Corp Credit Inv Fund 1/G6_sld#1	Feb 1 10	Jan 21 11	54,175.75	50,000 03	4,175.72
26	Guggenheim China RE 2/G6B	Apr 26 11	May 10 11	502.04	522.09	(20 05)
58	Guggenheim China RE 2/G6B_sld#1	Apr 26 11	May 5 11	1,158.74	1,164.67	(5.93)
21	Guggenheim China RE 2/G6B_sld#2	Apr 26 11	May 6 11	412 82	421.69	(8.87)
36	Guggenheim China RE1/G6B	Feb 28 11	May 5 11	719.29	667 45	51 84
35	Guggenheim China RE1/G6B_sld#1	Feb 28 11	Mar 4 11	660.59	648 90	11 69
30	Guggenheim China RE1/G6B_sld#2	Feb 28 11	Apr 29 11	596.63	556 20	40.43
115	H&R Block Inc 1/G0_sld#1	Mar 4 11	Apr 5 11	2,050 28	1,676.77	373.51
100	Hanesbrands Inc 1/G6C_sld#1	Mar 7 11	May 5 11	3,204.70	2,519.05	685.65
56	Holly Corp 1/G5B	May 16 11	Jul 5 11	3,353.33	3,353.33	0.00
38	Holly Corp 2/G5B	May 17 11	Jul 5 11	2,275.47	2,275.47	0 00
37	Holly Corp 3/G5B	May 23 11	Jul 5 11	2,215 59	2,215 59	0 00
2	Honda MTR LTD 1/G6B_sld#1	Feb 28 11	Mar 9 11	82.93	87.05	(4.12)
2	Honda MTR LTD 1/G6B_sld#2	Feb 28 11	Mar 5 11	81.62	87.05	(5.43)
6	Honda MTR LTD 1/G6B_sld#3	Feb 28 11	Mar 11 11	238 43	261.15	(22.72)
9	Honda MTR LTD 1/G6B_sld#4	Feb 28 11	Mar 14 11	342.39	391.73	(49 34)
13	Honda MTR LTD 1/G6B_sld#5	Feb 28 11	Mar 23 11	498 12	565.83	(67.71)
6	Honda MTR LTD 1/G6B_sld#6	Feb 28 11	Mar 29 11	224 06	261 15	(37.09)
40	HSBC Holdings 1/G6B_sld#1	Feb 28 11	Apr 29 11	2,175 40	2,198.00	(22.60)
10	ICICI Bank Limited 1/G6B	Feb 28 11	Mar 11 11	452.00	433.40	18.60
7	ICICI Bank Limited 1/G6B_sld#1	Feb 28 11	Mar 9 11	318.95	303 38	15.57

The J P Humphreys Foundation, Inc.
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Quantity	Asset	Date Acquired	Date Sold	Proceeds	Tax Basis	Gain/Loss
25	II-VI Inc 1/G4_sld#1	Apr 26 11	Jun 7 11	1,276.71	1,438 11	(161.40)
136	Ing Groep N.V. 1/G6B	Feb 28 11	Jul 20 11	1,455.95	1,701.65	(245.70)
2	Ing Groep N V. 2/G6B_sld#1	Mar 4 11	Jul 20 11	21.42	24.64	(3.22)
12	Intesa Sanpaolo 1/G6B	Feb 28 11	Jul 21 11	150.05	243.39	(93.34)
54	Intesa Sanpaolo 1/G6B_sld#1	Feb 28 11	Jul 15 11	723.58	1,095.28	(371.70)
2	Intesa Sanpaolo 2/G6B	Apr 12 11	Jul 21 11	25.03	39 20	(14 17)
1	Intesa Sanpaolo 3/G6B	Apr 13 11	Jul 21 11	12 43	19.58	(7 15)
9	Intesa Sanpaolo 4/G6B	Apr 26 11	Jul 25 11	125.43	172.35	(46 92)
11	Intesa Sanpaolo 4/G6B_sld#1	Apr 26 11	Jul 21 11	137.54	210.65	(73.11)
41	Intesa Sanpaolo 5/G6B_sld#2	Apr 27 11	Jul 26 11	622.06	803.74	(181.68)
36	Intesa Sanpaolo 5/G6B_sld#3	Apr 27 11	Jul 25 11	501 68	705.72	(204.04)
100	Intl Flavors & Fragrances 1/G6C	Mar 4 11	May 24 11	6,257.25	5,742.67	514.58
100	Intl. Flavors & Fragrance 2/G6C	Mar 15 11	Jul 6 11	6,436.74	5,681.44	755.30
21	Invesco Ltd 1/G2_sld#1	Apr 26 11	Jun 1 11	500.14	517.45	(17 31)
27	Itau Unibanco Banco Hldgs 1/G6B_sld#1	Feb 28 11	May 18 11	597 95	598.59	(0.64)
88	Johnson & Johnson 1/G5B	Apr 26 11	May 16 11	5,848.18	5,734.08	114.10
187	Juniper Networks Inc 1/G2_sld#1	Apr 26 11	Jul 29 11	4,402.06	7,440.47	(3,038.41)
38	Kimberly Clark Corp 1/G5B	Jun 6 11	Jul 8 11	2,512.41	2,516 71	(4.30)
17	Kimberly Clark Corp 2/G5B	Jun 13 11	Jul 11 11	1,118.48	1,106.22	12.26
20	Kimberly Clark Corp 2/G5B_sld#1	Jun 13 11	Jul 8 11	1,352.83	1,301.44	51.39
39	Kimberly Clark Corp 3/G5B	Jun 20 11	Jul 11 11	2,609.76	2,583 75	26 01
25	Kinetic Concepts Inc 1/G5B	Apr 26 11	Jul 20 11	1,703.25	1,419.00	284.25
103	Kinetic Concepts Inc 1/G5B_sld#1	Apr 26 11	Jul 14 11	7,026.32	5,846.28	1,180.04
73	Kinetic Concepts Inc 2/G5B	Jun 20 11	Jul 20 11	4,973.52	4,028 14	945.38
21	Komatsu Ltd 1/G6B	Feb 28 11	Jun 10 11	609.01	642.60	(33.59)
6	Komatsu Ltd 1/G6B_sld#1	Feb 28 11	Apr 29 11	212.09	183.60	28.49
9	Komatsu Ltd 1/G6B_sld#2	Feb 28 11	May 2 11	322.53	275.40	47.13
9	Komatsu Ltd 1/G6B_sld#3	Feb 28 11	May 9 11	319.36	275.40	43 96
7	Komatsu Ltd 1/G6B_sld#4	Feb 28 11	May 6 11	249.27	214.20	35 07
6	Komatsu Ltd 2/G6B	Mar 11 11	Jun 10 11	176.30	185.44	(9.14)
4	Komatsu Ltd 3/G6B	Mar 14 11	Jun 10 11	112.19	127.00	(14 81)
2	Komatsu Ltd 4/G6B	Mar 15 11	Jun 10 11	64.11	60.43	3.68
3	Komatsu Ltd 5/G6B	Mar 23 11	Jun 10 11	80 14	99 18	(19.04)
3	Komatsu Ltd 6/G6B	Mar 24 11	Jun 10 11	80 14	100.69	(20 55)
4	Komatsu Ltd 7/G6B	Mar 25 11	Jun 10 11	112.19	138.92	(26.73)
12	Komatsu Ltd 8/G6B_sld#1	Apr 26 11	Jun 10 11	368.57	409.68	(41.11)
21	Koninklijke Philips Electrs 1/G6B	Feb 28 11	Jun 28 11	484 03	685.23	(201.20)
29	Koninklijke Philips Electrs 1/G6B_sld#1	Feb 28 11	May 17 11	851.58	946 27	(94.69)
11	Koninklijke Philips Electrs 1/G6B_sld#2	Feb 28 11	May 18 11	321 70	358 93	(37.23)
1	Koninklijke Philips Electrs 2/G6B	Mar 29 11	Jun 28 11	23 05	31 78	(8.73)
54	Koninklijke Philips Electrs 4/G6B	Jun 20 11	Jun 28 11	1,244.64	1,374.84	(130.20)
24	Koninklijke Phillips Electrs 3/G6B_sld#1	Apr 26 11	Jun 28 11	553.16	712 32	(159.16)
18	Kubota Corp 1/G6B	Feb 28 11	May 5 11	853 14	924.48	(71.34)
12	Kubota Corp 1/G6B_sld#1	Feb 28 11	Apr 29 11	570.81	616 32	(45.51)
3	Kubota Corp 2/G6B	Mar 23 11	May 17 11	136.46	154 49	(18 03)
2	Kubota Corp 2/G6B_sld#1	Mar 23 11	May 5 11	94 79	102 99	(8 20)
3	Kubota Corp 3/G6B	Mar 24 11	May 17 11	136.46	153.40	(16.94)
2	Kubota Corp 4/G6B	Mar 29 11	May 17 11	91.00	95 46	(4 46)
2	Kubota Corp 5/G6B	Mar 30 11	May 17 11	91.00	96 85	(5 85)
11	Kubota Corp 7/G6B	Apr 26 11	Jun 3 11	491.80	512.82	(21 02)
7	Kubota Corp 7/G6B_sld#1	Apr 26 11	May 17 11	318.20	326.34	(8.14)
14	Kubota Corp 7/G6B_sld#2	Apr 26 11	May 18 11	625.23	652.68	(27 45)
10	Kubota Corp 7/G6B_sld#3	Apr 26 11	Jun 1 11	443.28	466 20	(22.92)

The J.P Humphreys Foundation, Inc
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Quantity	Asset	Date Acquired	Date Sold	Proceeds	Tax Basis	Gain/Loss
59	Kubota Corp 7/G6B_sld#4	Apr 26 11	Jun 2 11	2,579.93	2,750.60	(170.67)
21	Lukoil Oil Co 1/G6B	Feb 28 11	Jun 24 11	1,298.04	1,489.53	(191 49)
7	Lukoil Oil Co 2/G6B	Mar 11 11	Jun 24 11	447.60	495 19	(47.59)
8	Lukoil Oil Co 3/G6B_sld#1	Apr 26 11	Jun 24 11	492.35	552 16	(59 81)
22	Lukoil Oil Co 3/G6B_sld#2	Apr 26 11	Jun 27 11	1,374.74	1,518.44	(143.70)
25	Lululemon Athletica Inc 1/G4	Apr 26 11	Jun 24 11	2,573.88	2,478.31	95 57
15	Lululemon Athletica Inc 1/G4_sld#1	Apr 26 11	May 11 11	1,449.60	1,486.99	(37 39)
5	Lululemon Athletica Inc 2/G4	Jun 20 11	Jun 24 11	514.52	484.35	30 17
85	Meridian Bioscience Inc 1/G4_sld#1	Apr 26 11	Jul 26 11	1,911.39	2,087.93	(176.54)
34	Mitsubishi UFJ Finl Group 1/G6B	Feb 28 11	Jun 22 11	151.89	187 34	(35.45)
156	Mitsubishi UFJ Finl Group 1/G6B_sld#1	Feb 28 11	Jun 20 11	696.47	859.56	(163.09)
546	Mitsubishi UFJ Finl Group 2/G6B	Apr 29 11	Jun 22 11	2,435.56	2,555.28	(119 72)
5	National Grid 1/G6B_sld#1	Feb 28 11	Apr 4 11	243.22	233.12	10 10
31	Nike Class B 1/G2	Apr 26 11	Jul 8 11	2,844.35	2,485.89	358.46
11	Nike Class B 2/G2_sld#1	Apr 27 11	Jul 8 11	1,009.25	883.23	126.02
34	Nippon Teleg & Tel 1/G6B_sld#1	Feb 28 11	Jul 28 11	841.78	832.66	9.12
26	Owens-Illinois Inc 1/G5B	Apr 26 11	Jul 29 11	670.49	793.78	(123.29)
40	Owens-Illinois Inc 1/G5B_sld#1	Apr 26 11	Jun 16 11	1,168.39	1,221.20	(52.81)
40	Owens-Illinois Inc 1/G5B_sld#2	Apr 26 11	Jun 16 11	1,181.46	1,221.20	(39.74)
40	Owens-Illinois Inc 2/G5B	May 3 11	Jul 29 11	961.34	1,246.85	(285.51)
44	Owens-Illinois Inc 2/G5B_sld#1	May 3 11	Jul 29 11	1,141.63	1,371.53	(229 90)
32	Owens-Illinois Inc 3/G5B_sld#1	Jun 20 11	Jul 29 11	768.93	813.44	(44.51)
7	Pearson PLC 1/G6B_sld#1	Feb 28 11	Mar 11 11	123.15	120.14	3.01
11	Pearson PLC 1/G6B_sld#2	Feb 28 11	Mar 14 11	193.20	188.79	4.41
6	Pearson PLC 1/G6B_sld#3	Feb 28 11	Mar 15 11	103.39	102.98	0.41
9	Pearson PLC 1/G6B_sld#4	Feb 28 11	Jul 25 11	166.95	154.46	12 49
59	Pearson PLC 1/G6B_sld#5	Feb 28 11	Jul 26 11	1,103.12	1,012.60	90 52
5	Pepsico Inc 1/G0_sld#1	Mar 4 11	Mar 23 11	320.98	318.81	2.17
25	Pepsico Inc 1/G0_sld#2	Mar 4 11	Apr 28 11	1,741.19	1,594.04	147.15
10	Pepsico Inc 1/G0_sld#3	Mar 4 11	May 19 11	713.94	637.61	76 33
21	Petroleo Brasileiro 1/G6B	Feb 28 11	May 18 11	612.74	725.55	(112.81)
16	Petroleo Brasileiro 1/G6B_sld#1	Feb 28 11	May 10 11	501.09	552.80	(51.71)
1	Petroleo Brasileiro 2/G6B	Apr 26 11	Jul 29 11	30.80	33.91	(3.11)
2	Petroleo Brasileiro 2/G6B_sld#1	Apr 26 11	May 18 11	60.60	67.82	(7 22)
87	Petroleo Brasileiro 2/G6B_sld#2	Apr 26 11	Jul 28 11	2,702 23	2,950.17	(247.94)
26	Petroleo Brasileiro 3/G6B	Jun 20 11	Jul 29 11	801.63	764.40	37.23
300	Pfizer Inc 1/G0_sld#1	Mar 4 11	Mar 28 11	6,086 67	5,940.09	146 58
24	Praxair Inc 1/G2	Apr 26 11	May 11 11	2,485.50	2,572.56	(87.06)
14	Praxair Inc 1/G2_sld#1	Apr 26 11	Apr 29 11	1,470 32	1,500 66	(30.34)
13	Praxair Inc 1/G2_sld#2	Apr 26 11	May 2 11	1,371 19	1,393.47	(22 28)
4	Priceline Com Inc 1/G2_sld#1	Apr 26 11	Apr 29 11	2,145.70	2,184.68	(38.98)
10	Resmed Inc 1/G6B	Feb 28 11	Apr 26 11	334 99	315 80	19.19
4	Resmed Inc 1/G6B_sld#1	Feb 28 11	Mar 24 11	118.11	126.32	(8.21)
9	Resmed Inc 1/G6B_sld#2	Feb 28 11	Mar 23 11	268.07	284 22	(16.15)
12	Resmed Inc 1/G6B_sld#3	Feb 28 11	Apr 4 11	355 77	378 96	(23 19)
5	Resmed Inc 1/G6B_sld#4	Feb 28 11	Apr 12 11	158.33	157 90	0.43
6	Resmed Inc 1/G6B_sld#5	Feb 28 11	Apr 20 11	198.47	189 48	8 99
17	Rio Tinto 1/G6B	Feb 28 11	Jul 29 11	1,213 95	1,206.83	7.12
2	Rio Tinto 1/G6B_sld#1	Feb 28 11	Mar 4 11	139.79	141.98	(2.19)
4	Rio Tinto 1/G6B_sld#2	Feb 28 11	Mar 29 11	279 56	283 96	(4 40)
34	Rio Tinto 2/G6B	Apr 26 11	Jul 29 11	2,427.89	2,483 02	(55 13)
9	Rio Tinto 3/G6B	Jun 20 11	Jul 29 11	637 06	600 48	36 58
4	Rio Tinto 3/G6B_sld#1	Jun 20 11	Jul 29 11	285.51	266 88	18 63

The J.P Humphreys Foundation, Inc.
Schedule D - Capital Gains and Losses
As of July 31, 2011

Quantity	Asset	Date Acquired	Date Sold	Proceeds	Tax Basis	Gain/Loss
12	Rio Tinto 4/G6B	Jul 1 11	Jul 29 11	849.31	877 32	(28 01)
30	Ritchie Bros Auctioneers Inc 1/G4_sld#1	Apr 26 11	May 11 11	852.25	893.97	(41.72)
53	Rovi Corp 1/G2_sld#1	Apr 26 11	Jun 22 11	2,952.73	2,618.73	334.00
15	Safran 1/G6B	Apr 13 11	Jul 29 11	624.56	520.85	103.71
8	Safran 2/G6B_sld#1	Apr 26 11	Jul 29 11	333.05	286.79	46.26
11	Sanofi-Aventis 1/G6B	Feb 28 11	Mar 4 11	390.66	379.94	10 72
6	SAP AG 1/G6B_sld#1	Feb 28 11	Apr 4 11	373.63	361.92	11 71
3	SAP AG 1/G6B_sld#2	Feb 28 11	Apr 12 11	188.80	180.96	7 84
8	Seadrill Ltd 1/G6B_sld#1	Feb 28 11	Apr 20 11	284.63	303.76	(19.13)
18	Seadrill Ltd 1/G6B_sld#2	Feb 28 11	May 18 11	588.63	683.46	(94.83)
116	Secom Ltd 1/G6B	Feb 28 11	May 5 11	1,459.85	1,473.20	(13.35)
8	Secom Ltd 1/G6B_sld#1	Feb 28 11	Apr 4 11	90.08	101.60	(11 52)
9	Secom Ltd 1/G6B_sld#2	Feb 28 11	Apr 6 11	100.34	114.30	(13 96)
168	Secom Ltd 2/G6B	Apr 26 11	May 5 11	2,113.82	2,029.44	84.38
16	Siliconware Precision Ind 1/G6B_sld#1	Feb 28 11	Mar 23 11	97.89	107.68	(9.79)
12	Siliconware Precision Ind 1/G6B_sld#2	Feb 28 11	Mar 24 11	74.02	80.76	(6.74)
13	Siliconware Precision Ind 1/G6B_sld#3	Feb 28 11	Mar 29 11	77.59	87.49	(9.90)
123	Siliconware Precision Ind 1/G6B_sld#4	Feb 28 11	Jun 21 11	755.19	827.79	(72.60)
46	Sony Corp 1/G6B	Feb 28 11	Jun 22 11	1,148.94	1,694.51	(545.57)
12	Sony Corp 1/G6B_sld#1	Feb 28 11	Mar 23 11	386.19	442.05	(55.86)
11	Sony Corp 1/G6B_sld#2	Feb 28 11	Mar 24 11	354.74	405.21	(50.47)
5	Sony Corp 2/G6B_sld#1	Apr 26 11	Jun 22 11	124.83	148.50	(23.67)
200	Starbucks Corp 2/G3	Jul 15 10	Apr 25 11	226,848.65	226,418.00	430.65
3	Strayer Education Inc 1/G5B	Apr 26 11	Jun 17 11	377.46	357.00	20.46
21	Strayer Education Inc 1/G5B_sld#1	Apr 26 11	May 3 11	2,567.03	2,499.00	68.03
10	Strayer Education Inc 1/G5B_sld#2	Apr 26 11	Jun 16 11	1,301.02	1,190.00	111 02
5	Strayer Education Inc 2/G5B	May 23 11	Jun 17 11	629.03	578.02	51 01
8	Strayer Education Inc 3/G5B	May 24 11	Jun 20 11	1,001.79	1,373.25	(371.46)
1	Strayer Education Inc 3/G5B_sld#1	May 24 11	Jun 17 11	125.66	171.66	(46 00)
8	Strayer Education Inc 4/G5B	May 25 11	Jun 21 11	979.19	1,812.92	(833.73)
1	Strayer Education Inc 4/G5B_sld#1	May 25 11	Jun 20 11	125.21	226.61	(101.40)
32	Sumitomo Corp 1/G6B	Feb 28 11	Jun 29 11	420.89	474.88	(53.99)
37	Sumitomo Corp 1/G6B_sld#1	Feb 28 11	May 2 11	507 97	549 08	(41.11)
91	Sumitomo Corp 1/G6B_sld#2	Feb 28 11	Jun 20 11	1,161.41	1,350.44	(189.03)
22	Sumitomo Corp 2/G6B_sld#1	Apr 26 11	Jun 29 11	289.35	297.66	(8 31)
30	Syngenta 1/G6B	Feb 28 11	Jul 18 11	2,034.02	2,011.44	22.58
3	Syngenta 1/G6B_sld#1	Feb 28 11	Mar 4 11	200.33	201.14	(0.81)
7	Syngenta 2/G6B_sld#1	Apr 26 11	Jul 18 11	474.32	488 18	(13 86)
17	Telecom Italia 1/G6B	Feb 28 11	Jul 19 11	207.16	264.44	(57 28)
66	Telecom Italia 1/G6B_sld#1	Feb 28 11	Jun 21 11	879.44	1,026.66	(147.22)
42	Telecom Italia 2/G6B_sld#1	Apr 26 11	Jul 19 11	511 63	609.42	(97.79)
150	The Western Union Co 1/G3	Feb 2 10	Aug 31 10	173,670.00	166,875.00	6,795.00
125	Total Sys 1/G0_sld#1	Mar 4 11	Mar 29 11	2,261.38	2,262.21	(0.83)
131	Total Sys 1/G0_sld#2	Mar 4 11	Mar 30 11	2,369.22	2,370.80	(1.58)
5	Total Sys 1/G0_sld#3	Mar 4 11	Mar 31 11	90 49	90.49	0.00
56	UGI Corp Holdings Co 1/G5B	Apr 26 11	May 4 11	1,811.83	1,832.88	(21 05)
20	UGI Corp Holdings Co 1/G5B_sld#1	Apr 26 11	May 3 11	652.35	654.60	(2.25)
4,330	US Tbill 952A8 082511/C	May 26 11	Jul 28 11	4,329,595.87	4,329,726.38	(130.51)
100	US Tbill 952A8 082511/C_sld#1	May 26 11	Jun 27 11	99,995.90	99,993 68	2 22
100	US Tbill 952A8 082511/C_sld#2	May 26 11	Jun 28 11	99,997 58	99,993 68	3.90
30	US Tbill 952A8 082511/C_sld#3	May 26 11	Jul 8 11	29,999 00	29,998 10	0 90
50	US Tbill 952A8 082511/C_sld#4	May 26 11	Jul 18 11	49,999 74	49,996 84	2.90
60	US Tbill 95W80 112610/c_sld#1	Aug 25 10	Oct 8 10	59,988.16	59,984 50	3.66

The J.P. Humphreys Foundation, Inc.
Schedule D - Capital Gains and Losses
As of. July 31, 2011

Quantity	Asset	Date Acquired	Date Sold	Proceeds	Tax Basis	Gain/Loss
41	Vinci S A 1/G6B_sld#1	Feb 28 11	Jun 13 11	618.53	616.23	2.30
18	WPP 1/G6B	Feb 28 11	Jul 13 11	1,087.50	1,238.76	(151.26)
4	WPP 1/G6B_sld#1	Feb 28 11	Apr 20 11	247.51	275.28	(27.77)
1	WPP 2/G6B	Mar 23 11	Jul 13 11	60.53	60.90	(0.37)
2	WPP 3/G6B	Mar 24 11	Jul 13 11	120.88	122.54	(1 66)
3	WPP 4/G6B	Mar 25 11	Jul 13 11	181 20	183 99	(2 79)
33	WPP 6/G6B	Apr 26 11	Jul 20 11	1,887.02	2,025.87	(138.85)
3	WPP 6/G6B_sld#1	Apr 26 11	Jul 13 11	181.20	184.17	(2.97)
12	WPP 6/G6B_sld#2	Apr 26 11	Jul 14 11	702.49	736.68	(34.19)
20	WPP 7/G6B	Jun 20 11	Jul 20 11	1,143.36	1,201.00	(57.64)
	Total Short-term			6,218,912.17	6,208,538.93	13,430.29
	Long-Term Capital Gains and Losses					
4,000	Aegon Funding Corp 1/I	Sep 17 07	Jun 21 11	98,894.10	100,000.00	(1,105.90)
150	BellSouth Corp 1/G3	Jan 26 10	Mar 2 11	165,330.00	163,680.00	1,650.00
150	Blackrock Inc 1/G3	Feb 4 10	Mar 2 11	157,845.00	150,660.00	7,185.00
150	Comcast Holdings Corp 1/G3	Mar 5 10	Apr 25 11	170,235.00	170,595.00	(360 00)
4,000	Countrywide Capital 1/I	Nov 2 06	Sep 2 10	97,144.89	100,000.00	(2,855.11)
5,000	Countrywide Capital 2/I	Aug 30 07	Sep 2 10	121,403 79	92,000.00	29,403 79
150	CSX Corporation 1/G3	Feb 2 10	Mar 2 11	170,355.00	168,105.00	2,250.00
150	CVS Caremark Corp 1/G3	Jan 26 10	Mar 2 11	166,215.00	160,630.50	5,584.50
1,200	Firstenergy Corp 1/I	Mar 9 10	May 25 11	53,495.77	46,664.85	6,830.92
1,500	FNMA MNU3 1/I	Jun 23 08	Aug 31 10	161,030.13	152,773.73	8,256.40
3,875.55	GS Corp Credit Inv Fund 1/G6_sld#2	Feb 1 10	Jun 1 11	500,000.00	447,007.87	52,992.13
330	Ishares Barclays 7-10 yr Treasury Bond/E	Jan 13 10	Feb 2 11	31,089 20	29,389.37	1,699.83
150	McKesson Corp 1/G3	Feb 2 10	Mar 2 11	168,645 00	168,840.00	(195.00)
150	Phillip Morris Internat'l 1/G3	Feb 2 10	Apr 25 11	161,130.00	161,670 00	(540 00)
150	Starbucks Corp 1/G3	Feb 4 10	Apr 25 11	170,156.35	162,135.00	8,021.35
150	United Technologies Corp 1/G3	Feb 2 10	Apr 25 11	173,085.00	169,170.00	3,915.00
44,810	US TNote 28jt8 1/C	Dec 26 08	Aug 25 10	4,646,752 19	4,576,810.34	69,941.85
65	US Tsy Note 6J6/I	Jul 23 07	Aug 16 10	65,000 00	66,753.79	(1,753 79)
200	Verizon Florida Inc 1/I	Jul 16 09	Sep 2 10	217,400.00	211,434.00	5,966.00
	Total Long-term			7,495,206 42	7,298,319 45	196,886.97
	TOTAL CAPITAL GAINS			13,714,118 59	13,506,858.38	210,317.26

FEDERAL CAPITAL GAIN DIVIDENDS

ATTACHMENT 1

SHORT-TERM CAPITAL GAIN DIVIDENDS

VARIOUS SHORT-TERM CAPITAL GAIN DISTRIBUTIONS	4,977.	
TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS		4,977.

ATTACHMENT 2

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS		
UBS PMP IE/E LONG-TERM CAPITAL GAIN DIST	1,322.	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		1,322.
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		1,322.