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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

OMB No 1545-0052

2010

Department of the Treasury
Internal Revenue Service

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

For calendar year 2010, or tax year beginning NOV 1, 2010, and ending OCT 31, 2011

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

Name of foundation WILLIAM T. KEMPER FOUNDATION		A Employer identification number 43-6345116
Number and street (or P O box number if mail is not delivered to street address) COMMERCE BANK, TRUSTEE, 118 WEST 47TH ST		B Telephone number (816) 234-2568
City or town, state, and ZIP code KANSAS CITY, MO 64112		C If exemption application is pending, check here ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 237,060,013.		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		701.	701.		STATEMENT 1
4 Dividends and interest from securities		5,134,668.	5,140,535.		STATEMENT 2
5a Gross rents		55.	55.		STATEMENT 3
b Net rental income or (loss) 45.					STATEMENT 4
6a Net gain or (loss) from sale of assets not on line 10		2,387,322.			
b Gross sales price for all assets on line 6a 86,216,565.					
7 Capital gain net income (from Part IV, line 2)			2,387,322.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		555,651.	572,224.		STATEMENT 5
12 Total. Add lines 1 through 11		8,078,397.	8,100,837.		
13 Compensation of officers, directors, trustees, etc		869,896.	471,353.		398,543.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees					
c Other professional fees STMT 6		40,000.	0.		40,000.
17 Interest					
18 Taxes STMT 7		220,837.	3,137.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		2,742.	0.		2,742.
22 Printing and publications					
23 Other expenses STMT 8		14,166.	71.		13,994.
24 Total operating and administrative expenses. Add lines 13 through 23		1,147,641.	474,561.		455,279.
25 Contributions, gifts, grants paid		10,711,416.			10,711,416.
26 Total expenses and disbursements. Add lines 24 and 25		11,859,057.	474,561.		11,166,695.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-3,780,660.			
b Net investment income (if negative, enter -0-)			7,626,276.		
c Adjusted net income (if negative, enter -0-)				N/A	

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12-07-10

LHA For Paperwork Reduction Act Notice, see the instructions.

Form 990-PF (2010)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		6,913,413.	9,846,095.	9,846,095.
	2	Savings and temporary cash investments				
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations STMT 10	30,064,558.	30,188,838.	33,056,720.	
	b	Investments - corporate stock STMT 11	31,778,948.	37,111,832.	41,634,378.	
	c	Investments - corporate bonds STMT 12	19,660,883.	27,875,403.	29,801,840.	
Liabilities	11	Investments - land, buildings, and equipment: basis ▶				
		Less: accumulated depreciation ▶				
	12	Investments - mortgage loans				
	13	Investments - other STMT 13	128,797,142.	108,412,120.	122,633,100.	
	14	Land, buildings, and equipment: basis ▶ 1.				
		Less: accumulated depreciation ▶	1.	1.	1.	
	15	Other assets (describe ▶ ARTWORK)	129,093.	129,093.	87,879.	
	16	Total assets (to be completed by all filers)	217,344,038.	213,563,382.	237,060,013.	
	17	Accounts payable and accrued expenses				
	18	Grants payable				
Net Assets or Fund Balances	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds	0.	0.		
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds	217,344,038.	213,563,382.			
30	Total net assets or fund balances	217,344,038.	213,563,382.			
31	Total liabilities and net assets/fund balances	217,344,038.	213,563,382.			

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	217,344,038.
2	Enter amount from Part I, line 27a	2	-3,780,660.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	4.
4	Add lines 1, 2, and 3	4	213,563,382.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	213,563,382.

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 PUBLICLY TRADED SECURITIES	P	VARIOUS	10/31/11
b LITIGATIONS	P	VARIOUS	VARIOUS
c MO TAX CREDIT	D	04/04/11	04/07/11
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 86,106,734.		83,829,243.	2,277,491.
b 34,831.		0	34,831.
c 75,000.		0	75,000.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) 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			2,277,491.
b			34,831.
c			75,000.
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	2,387,322.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	10,199,198.	221,521,224.	.046042
2008	13,976,459.	200,341,454.	.069763
2007	13,780,550.	283,053,930.	.048685
2006	11,209,525.	296,504,685.	.037806
2005	10,958,991.	268,359,988.	.040837

2 Total of line 1, column (d)	2	.243133
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	.048627
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	244,568,121.
5 Multiply line 4 by line 3	5	11,892,614.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	76,263.
7 Add lines 5 and 6	7	11,968,877.
8 Enter qualifying distributions from Part XII, line 4	8	11,166,695.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1 152,526.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2 0.
3 Add lines 1 and 2		3 152,526.
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-		5 152,526.
6 Credits/Payments:		
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a 229,594.	
b Exempt foreign organizations - tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d	7 229,594.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10 77,068.	
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax ☐ 77,068. Refunded ☐ 0.	11 0.	

Part VII-A: Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		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.		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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?	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 XIV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see 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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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Part VII-A: Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► COMMERCE BANK Telephone no. ► (816) 234-2568 Located at ► 118 WEST 47TH ST, KANSAS, CITY, MO ZIP+4 ► 64112-1601			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ 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)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b	X
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? If "Yes," list the years ►	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

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

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?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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

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

☐ Yes ☒ No

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

N/A

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
COMMERCE BANK, NA-INV. MGMT 118 WEST 47TH ST KANSAS CITY, MO 64112	CORP TRUSTEE 40.00	471,353.	0.	0.
COMMERCE BANK, NA-CHAR MGMT 118 WEST 47TH ST KANSAS CITY, MO 64112	CORP TRUSTEE 10.00	52,373.	0.	0.
COMMERCE BANK, NA-CHAR MGMT 118 WEST 47TH ST KANSAS CITY, MO 64112	CORP TRUSTEE 40.00	346,170.	0.	0.

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

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

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

0

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities	1a	223,825,661.
b	Average of monthly cash balances	1b	9,710,147.
c	Fair market value of all other assets	1c	14,756,701.
d	Total (add lines 1a, b, and c)	1d	248,292,509.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	248,292,509.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	3,724,388.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	244,568,121.
6	Minimum investment return. Enter 5% of line 5	6	12,228,406.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	12,228,406.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	152,526.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	152,526.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	12,075,880.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	12,075,880.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	12,075,880.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:			
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	11,166,695.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	11,166,695.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	11,166,695.

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.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				12,075,880.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			10,583,863.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 11,166,695.			10,583,863.	
a Applied to 2009, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount	0.			582,832.
e Remaining amount distributed out of corpus	0.			0.
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			
6 Enter the net total of each column as indicated below:	0.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				11,493,048.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

Form 990-PF (2010)

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT C	N/A	PUBLIC	SEE STATEMENT	10,711,416.
Total			▶ 3a	10,711,416.
b Approved for future payment SEE STATEMENT D	N/A	PUBLIC	SEE STATEMENT	4882624.
Total			▶ 3b	4882624.

Part XVI-A

Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion 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	701.		
4 Dividends and interest from securities			14	5,134,668.		
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property			16	45.		
6 Net rental income or (loss) from personal property						
7 Other investment income			15	555,651.		
8 Gain or (loss) from sales of assets other than inventory			18	2,387,322.		
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)		0.		8,078,387.		0.
13 Total. Add line 12, columns (b), (d), and (e)					13	8,078,387.

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B

Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

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

SOURCE	AMOUNT
INTEREST	701.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	701.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
ARTISAN MID CAP VALUE FD			
DIVIDENDS	9,560.	0.	9,560.
DIVIDENDS AND INTEREST	5,126,611.	0.	5,126,611.
LESS AMORTIZATION	-1,503.	0.	-1,503.
TOTAL TO FM 990-PF, PART I, LN 4	5,134,668.	0.	5,134,668.

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
	1	55.
TOTAL TO FORM 990-PF, PART I, LINE 5A		55.

FORM 990-PF RENTAL EXPENSES STATEMENT 4

DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
RE EXPENSE		10.	
- SUBTOTAL -	1		10.
TOTAL RENTAL EXPENSES			10.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			45.

FORM 990-PF	OTHER INCOME	STATEMENT	5
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MINERAL INCOME	555,634.	572,207	
RE INCOME RECEIPT	17.	17.	
TOTAL TO FORM 990-PF, PART I, LINE 11	555,651.	572,224	

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ROBERT STORR	40,000.	0.		40,000.
TO FORM 990-PF, PG 1, LN 16C	40,000.	0.		40,000.

FORM 990-PF	TAXES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ESTIMATED TAX PAYMENTS	217,700.	0.		0.
FOREIGN TAXES	3,137.	3,137.		0.
TO FORM 990-PF, PG 1, LN 18	220,837.	3,137.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	8
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE EXPENSES	13,994.	0.		13,994.
INSPECTION FEES LEA CO	115.	115.		0.
INSURANCE	47.	47.		0.
FEES APPLICABLE TO TAX				
EXEMPT INCOME	0.	-101.		0.

WILLIAM T. KEMPER FOUNDATION

43-6345116

RE EXPENSE	10.	10.	0.
TO FORM 990-PF, PG 1, LN 23	14,166.	71.	13,994.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 9

DESCRIPTION	AMOUNT
ADJ OF BASIS	1.
ROUNDING	3.
TOTAL TO FORM 990-PF, PART III, LINE 3	4.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 10

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
MORTGAGE STMT A P 25	X		12,335,390.	13,553,537.
TREASURY STMT A P 31	X		2,931,548.	3,479,724.
US AGENCIES STMT A P 31	X		10,620,513.	11,461,052.
TAXABLE MUNICIPAL BONDS STMT A P37		X	3,485,233.	3,657,075.
TAX EXEMPT GO STMT A P 37		X	295,275.	331,512.
TAX EXEMPT REVENUE STMT A P 38		X	520,879.	573,820.
TOTAL U.S. GOVERNMENT OBLIGATIONS			25,887,451.	28,494,313.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			4,301,387.	4,562,407.
TOTAL TO FORM 990-PF, PART II, LINE 10A			30,188,838.	33,056,720.

FORM 990-PF CORPORATE STOCK STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
COMMON STOCK ADR STMT A P 17	220,286.	178,020.
COMMON STOCKS STMT A P 15	36,891,546.	41,456,358.
TOTAL TO FORM 990-PF, PART II, LINE 10B	37,111,832.	41,634,378.

FORM 990-PF	CORPORATE BONDS	STATEMENT 12
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CREDIT STMT A P 31	20,704,026.	22,362,270.
ASSET BACKED SECURITIES STMT A P 35	7,171,377.	7,439,570.
TOTAL TO FORM 990-PF, PART II, LINE 10C	27,875,403.	29,801,840.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 13
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
EXCHANGE TRADED FUNDS STMT A P 15	COST	42,559,339.	49,786,280.
MUTUAL FUNDS STMT A P 16	COST	33,807,798.	36,935,290.
INTERNATIONAL EQUITY FUNDS STMT A P 16	COST	2,185,667.	2,698,771.
EXCHANGE TRADED FUNDS-INTERNATIONAL STMT A P 17	COST	16,369,280.	16,784,511.
INTERNATIONAL EQUITY MUTUAL FUNDS STMT A P 17	COST	1,853,501.	1,752,881.
ALTERNATIVE INVESTMENTS-BRIDGewater P 38	COST	11,630,849.	14,675,012.
REAL ESTATE-MINERAL INTERESTS P 39	COST	5,686.	355.
TOTAL TO FORM 990-PF, PART II, LINE 13		108,412,120.	122,633,100.

990-PF	AFFILIATION WITH TAX-EXEMPT ORGANIZATIONS PART XVII, LINE 2, COLUMN (C)	STATEMENT 14
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NAME OF AFFILIATED OR RELATED ORGANIZATION

LOCAL CEDAR HILL CEMETERY ASSOCIATION

DESCRIPTION OF RELATIONSHIP WITH AFFILIATED OR RELATED ORGANIZATION

COMMON TRUSTEE

NAME OF AFFILIATED OR RELATED ORGANIZATION

MOUNT HOPE MAUSOLEUM ENDOWMENT

DESCRIPTION OF RELATIONSHIP WITH AFFILIATED OR RELATED ORGANIZATION

COMMON TRUSTEE

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► File a separate application for each return.

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

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

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

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

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only

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

Type or print File by the due date for filing your return. See instructions	Name of exempt organization	Employer identification number
	WILLIAM T. KEMPER FOUNDATION	43-6345116
	Number, street, and room or suite no. If a P.O. box, see instructions. COMMERCE BANK, TRUSTEE, 118 WEST 47TH ST.	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. KANSAS CITY, MO 64112	

Enter the Return code for the return that this application is for (file a separate application for each return)

04

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

COMMERCE BANK

- The books are in the care of ► 118 WEST 47TH ST, KANSAS - CITY,, MO 64112-1601
Telephone No. ► (816) 234-2568 FAX No. ►

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

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **JUNE 15, 2012**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ☐ calendar year or
- ☒ tax year beginning **NOV 1, 2010**, and ending **OCT 31, 2011**

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	160,000.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	229,594.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

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

LHA For Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev. 1-2011)

William T Kemper Foundation
FYENDING October 31, 2011

Account Number: 46-0001-00-1

FORM 990-PF, PAGE 2, PART II
BALANCE SHEETS

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TAX ID #43-6345116

Income and Receipts

	This Period	This Year
Interest	217,265.68	2,570,478.97
Dividends	76,443.74	2,664,282.00
Real Estate	25,195.19	555,706.61
Other Receipts	4,414,595.94	29,244,387.05
Total	\$ 4,733,500.55	\$ 35,034,854.63

Realized Gains and Losses

	This Period	This Year
Assets Sold/Matured	-53,811.30	2,287,051.20
Money Market Changes	0.00	0.00
Total	\$ -53,811.30	\$ 2,287,051.20

Asset Adjustments

	This Period	This Year
Asset Adjustments	0.00	-1,502.00
Total	\$ 0.00	\$ -1,502.00

Disbursements and Expenses

	This Period	This Year
Payment For Clients	-4,414,488.99	-29,334,219.42
Fees	-39,179.90	-523,726.05
Real Estate Expenses	-9.86	-171.18
Taxes	-75,000.00	-220,837.10
Other Disbursements	-5,350,564.00	-11,022,106.82
Total	\$ -9,879,242.75	\$ -41,101,060.57

Asset Receipts and Deliveries

	This Period	This Year
Receipts	0.00	2,590,059.40
Deliveries	0.00	-2,590,059.40
Total	\$ 0.00	\$ 0.00

Unrealized Gains and Losses

	This Period	This Year
Unrealized Gain/Loss	15,056,547.35	1,566,788.66
Total	\$ 15,056,547.35	\$ 1,566,788.66

List of Assets

Description	Shares	Cost/ Per Unit	Market Value/ Per Unit	Percent Of Total Market	Projected Annual Income	Current Yield
Cash and Cash Equivalents						
Financial Square Tr Government Fd	9,846,093.79	9,846,093.79	9,846,093.79	4.15%	596.00	0.01%
Admin Cl Fund 466	1.00	1.00	1.00			
Income Cash		-6,589,527.31	-6,589,527.31	-2.78%	0.00	0.00%

STMT A

William T Kemper Foundation Main A/C
October 1, 2011 - October 31, 2011

Account Number: 46-0001-00-1

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List of Assets

Description	Shares	Cost/ Per Unit	Market Value/ Per Unit	Percent Of Total Market	Projected Annual Income	Current Yield
Principal Cash		6,589,527.31	6,589,527.31	2.78%	0.00	0.00%
Total Cash and Cash Equivalents		\$ 9,846,093.79	\$ 9,846,093.79	4.15%	\$ 596.00	0.01%
Equity Investments						
Domestic Equities						
Common Stocks						
Abbott Labs	15,500	792,754.42 51.15	834,985.00 53.87	0.35%	29,760.00	3.56%
Adobe System Inc	4,800	196,820.54 41.00	141,168.00 29.41	0.06%	0.00	0.00%
AFLAC Corp	8,400	307,973.35 36.66	378,756.00 45.09	0.16%	11,088.00	2.93%
Agilent Technologies Inc	5,000	235,204.50 47.04	185,350.00 37.07	0.08%	0.00	0.00%
Akamai Technologies Inc	1,400	32,254.40 23.04	37,716.00 26.94	0.02%	0.00	0.00%
Alexion Pharmaceuticals Inc	1,100	50,373.73 45.79	74,261.00 67.51	0.03%	0.00	0.00%
Allergan Inc	4,560	261,015.21 57.24	383,587.20 84.12	0.16%	912.00	0.24%
Alliance Data Sys Corp	400	23,367.88 58.42	40,976.00 102.44	0.02%	0.00	0.00%
Alpha Natural Resources Inc	3,500	160,951.70 45.99	84,140.00 24.04	0.04%	0.00	0.00%
Altera Corp	1,600	54,106.88 33.82	60,672.00 37.92	0.03%	512.00	0.84%

William T Kemper Foundation Main A/C
October 1, 2011 - October 31, 2011

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Account Number: 46-0001-00-1

List of Assets

Description	Shares	Cost/ Per Unit	Market Value/ Per Unit	Percent Of Total Market	Projected Annual Income	Current Yield
Altria Group Inc	12,200	326,676.96 26.78	336,110.00 27.55	0.14%	20,008.00	5.95%
Apple Inc	3,700	634,044.82 171.36	1,497,686.00 404.78	0.63%	0.00	0.00%
Arch Coal Inc	9,800	264,077.63 26.95	178,556.00 18.22	0.08%	4,312.00	2.41%
AT&T Inc	16,200	476,945.82 29.44	474,822.00 29.31	0.20%	27,864.00	5.87%
Autodesk Inc	6,500	251,638.55 38.71	224,900.00 34.60	0.09%	0.00	0.00%
Autozone Inc	1,500	214,169.79 142.78	485,385.00 323.59	0.20%	0.00	0.00%
Avery Dennison Corp	800	22,368.80 27.96	21,280.00 26.60	0.01%	800.00	3.76%
Avon Products Inc	15,400	331,519.52 21.53	281,512.00 18.28	0.12%	14,168.00	5.03%
Bank of Hawaii Corp	8,300	329,160.31 39.66	350,509.00 42.23	0.15%	14,940.00	4.26%
Bard C R Inc	4,265	380,289.47 89.17	366,576.75 85.95	0.15%	3,241.00	0.88%
BB & T Corp	13,900	299,421.29 21.54	324,426.00 23.34	0.14%	8,896.00	2.74%
Blackrock Inc	2,000	326,912.96 163.46	315,580.00 157.79	0.13%	11,000.00	3.49%
BMC Software Inc	8,300	291,111.68 35.07	288,508.00 34.76	0.12%	0.00	0.00%
Cadence Design Systems Inc	21,500	202,049.10 9.40	238,005.00 11.07	0.10%	0.00	0.00%
Celanese Corporation Series A	1,200	45,976.56 38.31	52,260.00 43.55	0.02%	288.00	0.55%

William T Kemper Foundation Main A/C
October 1, 2011 - October 31, 2011

Account Number: 46-0001-00-1

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List of Assets

Description	Shares	Cost/ Per Unit	Market Value/ Per Unit	Percent Of Total Market	Projected Annual Income	Current Yield
Centerpoint Energy Inc	3,000	45,554.40 15.19	62,520.00 20.84	0.03%	2,370.00	3.79%
Cerner Corp	1,120	32,001.64 28.57	71,041.60 63.43	0.03%	0.00	0.00%
Chevron Corporation	11,500	1,022,021.29 88.87	1,208,075.00 105.05	0.51%	37,260.00	3.08%
Chico's Fas Inc	1,900	23,876.92 12.57	23,484.00 12.36	0.01%	380.00	1.62%
Chipotle Mexican Grill Inc Class A	150	10,204.78 68.03	50,418.00 336.12	0.02%	0.00	0.00%
Cimarex Energy Co	900	90,925.26 101.03	57,600.00 64.00	0.02%	360.00	0.62%
Cliffs Natural Resources Inc	3,200	273,493.70 85.47	218,304.00 68.22	0.09%	3,584.00	1.64%
Clorox Co	800	47,597.87 59.50	53,552.00 66.94	0.02%	1,920.00	3.59%
Coach Inc	5,100	185,469.22 36.37	331,857.00 65.07	0.14%	4,590.00	1.38%
Coca Cola	6,800	431,669.04 63.48	464,576.00 68.32	0.20%	12,784.00	2.75%
Coca-Cola Enterprises	10,300	301,015.01 29.23	276,246.00 26.82	0.12%	5,356.00	1.94%
Colgate Palmolive	1,600	122,185.12 76.37	144,592.00 90.37	0.06%	3,712.00	2.57%
Con-Way Incorporated	600	23,286.66 38.81	17,682.00 29.47	0.01%	240.00	1.36%
Conagra Inc	11,800	287,687.54 24.38	298,894.00 25.33	0.13%	11,328.00	3.79%
Conocophillips	13,800	933,966.19 67.68	961,170.00 69.65	0.41%	36,432.00	3.79%

William T Kemper Foundation Main A/C
October 1, 2011 - October 31, 2011

Account Number: 46-0001-00-1

List of Assets

Description	Shares	Cost/ Per Unit	Market Value/ Per Unit	Percent Of Total Market	Projected Annual Income	Current Yield
Consol Energy Inc	1,000	40,727.00 40.73	42,760.00 42.76	0.02%	500.00	1.17%
Continental Resources Inc OK	800	51,412.88 64.27	48,520.00 60.65	0.02%	0.00	0.00%
Core Laboratories N V	800	62,674.96 78.34	86,608.00 108.26	0.04%	800.00	0.92%
Crown Holdings Inc	1,900	47,942.13 25.23	64,201.00 33.79	0.03%	0.00	0.00%
Cullen Frost Bankers Inc	6,500	327,104.20 50.32	318,760.00 49.04	0.13%	11,960.00	3.75%
Cummins Engine Inc	1,100	116,518.38 105.93	109,373.00 99.43	0.05%	1,760.00	1.61%
Darden Restaurants Inc	6,500	306,956.00 47.22	311,220.00 47.88	0.13%	11,180.00	3.59%
Dell Inc	17,300	234,998.01 13.58	273,513.00 15.81	0.12%	0.00	0.00%
Dentsply International Inc	1,300	42,696.29 32.84	48,048.00 36.96	0.02%	260.00	0.54%
Diamond Offshore Drilling Inc	1,500	156,782.40 104.52	98,310.00 65.54	0.04%	750.00	0.76%
Directv Class A	7,300	256,147.51 35.09	331,858.00 45.46	0.14%	0.00	0.00%
Dish Network Corp-A	2,800	82,754.00 29.56	67,676.00 24.17	0.03%	0.00	0.00%
Dollar Tree Inc	2,400	124,299.36 51.79	191,904.00 79.96	0.08%	0.00	0.00%
Dominion Resources Inc	6,500	318,172.40 48.95	335,335.00 51.59	0.14%	12,805.00	3.82%
Dover Corp	500	17,098.30 34.20	27,765.00 55.53	0.01%	630.00	2.27%

William T Kemper Foundation Main A/C
October 1, 2011 - October 31, 2011

Account Number: 46-0001-00-1

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List of Assets

Description	Shares	Cost/ Per Unit	Market Value/ Per Unit	Percent Of Total Market	Projected Annual Income	Current Yield
Dr Pepper Snapple Group Inc	1,900	69,781.87 36.73	71,155.00 37.45	0.03%	2,432.00	3.42%
Eaton Corp	11,400	465,926.17 40.87	510,948.00 44.82	0.22%	15,504.00	3.03%
Ebay Inc	9,600	298,615.96 31.11	305,568.00 31.83	0.13%	0.00	0.00%
Electronic Arts	3,200	68,572.16 21.43	74,720.00 23.35	0.03%	0.00	0.00%
Emerson Electric Co	7,000	295,474.20 42.21	336,840.00 48.12	0.14%	9,660.00	2.87%
Exelon Corporation	7,300	313,275.85 42.92	324,047.00 44.39	0.14%	15,330.00	4.73%
Expedia Inc	7,400	168,119.26 22.72	194,324.00 26.26	0.08%	2,072.00	1.07%
Exxon Mobil Corporation	13,100	834,628.73 63.71	1,022,979.00 78.09	0.43%	24,628.00	2.41%
Faciset Research Systems Inc	400	26,101.04 65.25	39,768.00 99.42	0.02%	432.00	1.09%
Federal Realty Investment Trust	800	61,550.16 76.94	71,008.00 88.76	0.03%	2,208.00	3.11%
Sh Ben Int New Federated Investment Incorporated Class B	16,700	297,780.14 17.83	326,318.00 19.54	0.14%	16,032.00	4.91%
FMC Technologies Inc	800	22,479.52 28.10	35,856.00 44.82	0.02%	0.00	0.00%
Freeport-McMoran Copper & Gold	4,900	183,288.66 37.41	197,274.00 40.26	0.08%	4,900.00	2.48%
FTI Consulting Inc	1,600	54,618.72 34.14	63,056.00 39.41	0.03%	0.00	0.00%
F5 Networks Inc	1,400	179,198.60 128.00	145,530.00 103.95	0.06%	0.00	0.00%

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Description	Shares	Cost/ Per Unit	Market Value/ Per Unit	Percent Of Total Market	Projected Annual Income	Current Yield
Gap Inc	10,800	214,962.72 19.90	204,120.00 18.90	0.09%	4,860.00	2.38%
General Electric Co	39,200	712,912.64 18.19	655,032.00 16.71	0.28%	23,520.00	3.59%
Genuine Parts Co	5,900	318,294.97 53.95	338,837.00 57.43	0.14%	10,620.00	3.13%
Gilead Sciences Inc	8,500	353,846.08 41.63	354,110.00 41.66	0.15%	0.00	0.00%
Google Inc Cl A	1,000	328,022.30 328.02	592,640.00 592.64	0.25%	0.00	0.00%
Grace W R & Co	4,100	182,919.04 44.61	171,339.00 41.79	0.07%	0.00	0.00%
Harris Corp	1,900	84,573.02 44.51	71,725.00 37.75	0.03%	2,128.00	2.97%
Heinz H J Co	7,000	362,632.14 51.81	374,080.00 53.44	0.16%	13,440.00	3.59%
Hertz Global Holdings Inc	20,500	329,125.17 16.06	237,800.00 11.60	0.10%	0.00	0.00%
Hill Rom Holdings Inc	1,600	43,058.08 26.91	53,872.00 33.67	0.02%	720.00	1.34%
Home Depot Inc	9,100	308,925.92 33.95	325,780.00 35.80	0.14%	9,100.00	2.79%
Illumina Incorporated	1,100	47,641.33 43.31	33,682.00 30.62	0.01%	0.00	0.00%
Intel Corp	25,800	511,160.19 19.81	633,132.00 24.54	0.27%	21,672.00	3.42%
Intercontinentalexchange Inc	300	24,643.95 82.15	38,964.00 129.88	0.02%	0.00	0.00%
International Business Machines	6,100	497,130.01 81.50	1,126,243.00 184.63	0.48%	18,300.00	1.62%

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International Paper Co	11,500	269,696.20 23.45	318,550.00 27.70	0.13%	12,075.00	3.79%
JDS Uniphase Corp	3,100	35,605.36 11.49	37,200.00 12.00	0.02%	0.00	0.00%
Johnson and Johnson	5,900	376,855.49 63.87	379,901.00 64.39	0.16%	13,452.00	3.54%
Joy Global Inc	400	9,960.00 24.90	34,880.00 87.20	0.01%	280.00	0.80%
JP Morgan Chase & Co	9,700	351,541.15 36.24	337,172.00 34.76	0.14%	9,700.00	2.88%
Juniper Networks Inc	2,500	66,361.51 26.55	61,175.00 24.47	0.03%	0.00	0.00%
Kimco Rlty Corp	19,500	329,839.48 16.92	340,665.00 17.47	0.14%	14,040.00	4.12%
Kirby Corp	800	44,181.04 55.23	49,232.00 61.54	0.02%	0.00	0.00%
Laboratory Crp of Amer Hldgs	900	62,399.18 69.33	75,465.00 83.85	0.03%	0.00	0.00%
Las Vegas Sands Corp	7,600	339,728.36 44.70	356,820.00 46.95	0.15%	0.00	0.00%
Leggett & Platt Inc	7,600	153,850.61 20.24	166,440.00 21.90	0.07%	8,512.00	5.11%
Life Technologies Corp	800	41,160.52 51.45	32,536.00 40.67	0.01%	0.00	0.00%
Lincare Hldgs Inc	13,600	301,159.32 22.14	320,280.00 23.55	0.14%	10,880.00	3.40%
Lincoln Elec Hldgs Inc	1,000	33,926.20 33.93	36,400.00 36.40	0.02%	620.00	1.70%
Linear Technology Corp	3,000	96,793.66 32.27	96,930.00 32.31	0.04%	2,880.00	2.97%

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Lockheed Martin Corp	6,800	578,064.30 85.01	516,120.00 75.90	0.22%	27,200.00	5.27%
Lowes Companies Inc	14,700	329,955.27 22.45	308,994.00 21.02	0.13%	8,232.00	2.66%
Marriott Intl Inc New Cl A	2,600	73,279.96 28.19	81,900.00 31.50	0.03%	1,040.00	1.27%
Masco Corp	2,300	29,137.92 12.67	22,080.00 9.60	0.01%	690.00	3.13%
McDermott International Inc	8,200	161,305.48 19.67	90,036.00 10.98	0.04%	0.00	0.00%
McDonalds Corp	1,100	62,736.41 57.03	102,135.00 92.85	0.04%	3,080.00	3.02%
McGraw-Hill Companies Inc	1,700	58,105.47 34.18	72,250.00 42.50	0.03%	1,700.00	2.35%
Medtronic Inc	4,600	206,445.70 44.88	159,804.00 34.74	0.07%	4,462.00	2.79%
Merck & Co Inc	9,600	311,283.84 32.43	331,200.00 34.50	0.14%	14,592.00	4.41%
Microchip Technology Inc	8,500	281,834.50 33.16	307,530.00 36.18	0.13%	11,798.00	3.84%
Micros Sys Inc	1,400	37,896.18 27.07	68,908.00 49.22	0.03%	0.00	0.00%
Microsoft Corp	33,800	515,249.09 15.24	900,094.00 26.63	0.38%	27,040.00	3.00%
Nextera Energy Inc	5,400	304,691.76 56.42	304,560.00 56.40	0.13%	11,880.00	3.90%
Nordstrom Inc	900	29,124.93 32.36	45,621.00 50.69	0.02%	828.00	1.81%
Novellus Sys Inc	1,400	45,898.86 32.79	48,370.00 34.55	0.02%	0.00	0.00%

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Nvidia Corp	3,400	61,929.64 18.22	50,320.00 14.80	0.02%	0.00	0.00%
Occidental Petroleum Corp	7,600	628,037.25 82.64	706,344.00 92.94	0.30%	13,984.00	1.98%
on Semiconductor Corporation	2,700	21,614.85 8.01	20,439.00 7.57	0.01%	0.00	0.00%
Oracle Corporation	17,000	217,868.60 12.82	557,090.00 32.77	0.23%	4,080.00	0.73%
P P G Inds Inc	5,200	383,045.80 73.66	449,332.00 86.41	0.19%	11,856.00	2.64%
Parker-Hannifin CP	1,000	49,770.26 49.77	81,550.00 81.55	0.03%	1,480.00	1.81%
Paychex Inc	11,300	298,675.89 26.43	329,282.00 29.14	0.14%	14,464.00	4.39%
Pepsico Inc	10,200	650,178.86 63.74	642,090.00 62.95	0.27%	21,012.00	3.27%
Petsmart Inc	1,000	21,333.10 21.33	46,950.00 46.95	0.02%	560.00	1.19%
Pfizer Inc	23,500	445,167.55 18.94	452,610.00 19.26	0.19%	18,800.00	4.15%
Philip Morris International	7,600	468,871.12 61.69	531,012.00 69.87	0.22%	23,408.00	4.41%
PPL Corporation	11,200	317,520.00 28.35	328,944.00 29.37	0.14%	15,680.00	4.77%
Priceline.Com Inc	150	23,010.28 153.40	76,158.00 507.72	0.03%	0.00	0.00%
Procter & Gamble Co	5,100	322,077.75 63.15	326,349.00 63.99	0.14%	10,710.00	3.28%
Qualcomm Inc	4,300	246,525.45 57.33	221,880.00 51.60	0.09%	3,698.00	1.67%

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Ralph Lauren Corp	1,800	90,059.40 50.03	285,822.00 158.79	0.12%	1,440.00	0.50%
Rayonier Inc	1,050	35,279.86 33.60	43,816.50 41.73	0.02%	1,680.00	3.83%
Red Hat Inc	1,300	27,294.95 21.00	64,545.00 49.65	0.03%	0.00	0.00%
Reynolds American Inc	8,500	318,034.30 37.42	328,780.00 38.68	0.14%	19,040.00	5.79%
Rovi Corp	5,000	249,380.57 49.88	247,700.00 49.54	0.10%	0.00	0.00%
Sandridge Energy Inc	4,700	50,581.40 10.76	36,002.00 7.66	0.02%	0.00	0.00%
SBA Communications Corp	7,700	313,267.77 40.68	293,293.00 38.09	0.12%	0.00	0.00%
Schlumberger LTD	4,600	388,437.34 84.44	337,962.00 73.47	0.14%	4,600.00	1.36%
Schwab Charles Corp	9,400	205,896.66 21.90	115,432.00 12.28	0.05%	2,256.00	1.95%
Sigma Aldrich Corp	1,200	33,511.26 27.93	78,576.00 65.48	0.03%	864.00	1.10%
Simon Ppty Group Inc	1,600	185,695.68 116.06	205,504.00 128.44	0.09%	5,760.00	2.80%
Sm Energy Company	1,300	59,058.95 45.43	107,783.00 82.91	0.05%	130.00	0.12%
Solutia Inc	9,900	220,582.89 22.28	160,875.00 16.25	0.07%	0.00	0.00%
Sonoco Prods Co	10,500	315,956.86 30.09	329,595.00 31.39	0.14%	12,180.00	3.70%
Southern Co	7,300	299,480.31 41.03	315,360.00 43.20	0.13%	13,797.00	4.37%

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Southern Copper Corp	5,700	255,074.43 44.75	174,876.00 30.68	0.07%	15,960.00	9.13%
Starbucks Corp	5,500	128,354.05 23.34	232,980.00 42.36	0.10%	2,860.00	1.23%
Stryker Corp	3,300	219,957.21 66.65	158,103.00 47.91	0.07%	2,376.00	1.50%
Superior Energy Svcs Inc	1,700	58,202.05 34.24	47,804.00 28.12	0.02%	0.00	0.00%
T Rowe Price Group Inc	1,800	87,320.92 48.51	95,112.00 52.84	0.04%	2,232.00	2.35%
Target Corp	2,700	145,544.85 53.91	147,825.00 54.75	0.06%	3,240.00	2.19%
TD Ameritrade Holding Corp	2,500	40,892.59 16.36	41,950.00 16.78	0.02%	600.00	1.43%
Tempur Pedic International	1,300	38,658.49 29.74	88,478.00 68.06	0.04%	0.00	0.00%
Teradata Corp	800	21,380.80 26.73	47,728.00 59.66	0.02%	0.00	0.00%
Texas Instruments Inc	11,200	331,175.73 29.57	344,176.00 30.73	0.15%	7,616.00	2.21%
The Brinks Company	800	27,624.01 34.53	22,232.00 27.79	0.01%	320.00	1.44%
Timken Co	5,100	145,639.51 28.56	214,812.00 42.12	0.09%	4,080.00	1.90%
Toro Company	900	50,178.06 55.75	48,636.00 54.04	0.02%	720.00	1.48%
Transdigm Group Inc	400	34,474.72 86.19	37,568.00 93.92	0.02%	0.00	0.00%
TRW Automotive Holdings Corporation	800	13,702.24 17.13	33,680.00 42.10	0.01%	0.00	0.00%

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Tupperware Brands Corporation	1,600	87,668.00 54.79	90,464.00 56.54	0.04%	1,920.00	2.12%
Tw Telecom Inc	2,700	44,544.06 16.50	49,950.00 18.50	0.02%	0.00	0.00%
Union Pacific Corp	2,800	214,887.96 76.75	278,796.00 99.57	0.12%	5,320.00	1.91%
United Parcel Service B	1,600	109,814.08 68.63	112,384.00 70.24	0.05%	3,328.00	2.96%
United Technologies Corp	7,700	505,528.10 65.65	600,446.00 77.98	0.25%	14,784.00	2.46%
Urban Outfitters Inc	1,800	42,831.36 23.80	49,050.00 27.25	0.02%	0.00	0.00%
Varian Medical System Incorporated	900	40,847.76 45.39	52,848.00 58.72	0.02%	0.00	0.00%
Verisign Inc	6,500	216,585.55 33.32	208,585.00 32.09	0.09%	0.00	0.00%
Verisk Analytics Inc-Class A	1,700	57,656.69 33.92	59,755.00 35.15	0.03%	0.00	0.00%
Verizon Communications	6,500	233,948.65 35.99	240,370.00 36.98	0.10%	13,000.00	5.41%
Viacom Inc-Class B	2,500	125,344.75 50.14	109,625.00 43.85	0.05%	2,500.00	2.28%
Wabco Holdings Inc	4,200	260,310.54 61.98	210,882.00 50.21	0.09%	0.00	0.00%
Walter Energy Inc	400	48,003.68 120.01	30,260.00 75.65	0.01%	200.00	0.66%
Waste Mangement Inc Del	9,500	317,929.39 33.47	312,835.00 32.93	0.13%	12,920.00	4.13%
Western Union Company	2,200	40,698.02 18.50	38,434.00 17.47	0.02%	704.00	1.83%

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Williams Sonoma Inc	2,200	78,948.54 35.89	82,588.00 37.54	0.03%	1,496.00	1.81%
Wynn Resorts LTD	800	98,454.69 123.07	106,240.00 132.80	0.04%	1,600.00	1.51%
Xilinx Inc	1,900	49,265.68 25.93	63,574.00 33.46	0.03%	1,444.00	2.27%
Zebra Technologies Corp Class A	1,800	46,203.84 25.67	64,332.00 35.74	0.03%	0.00	0.00%
Total Common Stocks		\$ 36,891,546.28	\$ 41,456,358.05	17.49%	\$ 991,988.00	2.39%

Exchange Traded Funds

iShares Russell Midcap Growth Index Fund	5,500	288,494.09 52.45	310,035.00 56.37	0.13%	2,882.00	0.93%
iShares Russell Midcap Value Index Fund	187,000	7,185,525.56 38.43	8,119,540.00 43.42	3.43%	170,170.00	2.10%
iShares Russell 1000 Growth Index Fund	20,100	1,126,452.23 56.04	1,171,026.00 58.26	0.49%	15,477.00	1.32%
iShares Russell 1000 Value Index Fund	512,500	26,854,798.41 52.40	32,323,375.00 63.07	13.64%	703,150.00	2.18%
iShares Russell 2000 Growth Index Fund	66,000	4,619,384.42 69.99	5,623,200.00 85.20	2.37%	39,006.00	0.69%
iShares Russell 2000 Value Index Fund	34,300	2,484,684.60 72.44	2,239,104.00 65.28	0.94%	47,299.00	2.11%
Total Exchange Traded Funds		\$ 42,559,339.31	\$ 49,786,280.00	21.00%	\$ 977,984.00	1.96%

Mutual Funds

American Century Growth Fund-Instl Fund #320	124,617.828	3,363,217.00 26.99	3,256,263.85 26.13	1.37%	17,197.00	0.53%
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Artisan Mid Cap Value Fund - Inv	93,450.583	1,683,045.00 18.01	1,981,152.36 21.20	0.84%	14,952.00	0.75%
Morgan Stanley Institutional Fund Trust	220,244.809	7,466,829.40 33.90	8,193,106.89 37.20	3.46%	21,804.00	0.27%
Mid Cap Growth Portfolio						
T.Rowe Price Mid-Cap Value Fund	80,197.808	1,683,352.00 20.99	1,827,708.04 22.79	0.77%	32,881.00	1.80%
Target Small Capitalization Value Portfolio	297,164.38	3,891,758.84 13.10	6,041,351.85 20.33	2.55%	52,598.00	0.87%
Vanguard Morgan Growth Fund-Ad	278,810.744	15,719,596.00 56.38	15,635,706.52 56.08	6.60%	100,929.00	0.65%
Total Mutual Funds		\$ 33,807,798.24	\$ 36,935,289.51	15.58%	\$ 240,361.00	0.65%
Total Domestic Equities		\$ 113,258,683.83	\$ 128,177,927.56	54.07%	\$ 2,210,333.00	1.72%
International Equities						
Common Stock Foreign						
iShares MSCI All Country Asia Ex-Japan Index Fund	41,300	1,842,002.36 44.60	2,212,028.00 53.56	0.93%	52,368.00	2.37%
iShares S&P Latin America 40 Index Fund	10,700	343,664.93 32.12	486,743.00 45.49	0.21%	12,176.00	2.50%
Total Common Stock Foreign		\$ 2,185,667.29	\$ 2,698,771.00	1.14%	\$ 64,544.00	2.39%
Common Stock - ADR						
Thomson Reuters Corp	6,000	220,285.80 36.71	178,020.00 29.67	0.08%	7,440.00	4.18%

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Total Common Stock - ADR		\$ 220,285.80	\$ 178,020.00	0.08%	\$ 7,440.00	4.18%
Exchange Traded Funds						
iShares MSCI EAFE Growth Index Fund	89,500	5,006,423.56	4,924,648.00	2.08%	109,279.00	2.22%
		55.94	55.02			
iShares MSCI EAFE Value Index Fund	50,400	2,259,326.12	2,284,380.00	0.96%	96,314.00	4.22%
		44.83	45.33			
SPDR S&P International Small Cap Etf	183,700	4,833,546.72	5,011,336.00	2.11%	115,547.00	2.31%
		26.31	27.28			
Vanguard MSCI Emerging Markets-Etf	109,900	4,269,983.44	4,564,147.00	1.93%	89,568.00	1.96%
		38.85	41.53			
Total Exchange Traded Funds		\$ 16,369,279.84	\$ 16,784,511.00	7.08%	\$ 410,708.00	2.45%
International Equity Mutual Funds						
Mfs Research International Fund-I	118,437.924	1,853,501.00	1,752,881.28	0.74%	27,477.00	1.57%
		15.65	14.80			
Total International Equity Mutual Funds		\$ 1,853,501.00	\$ 1,752,881.28	0.74%	\$ 27,477.00	1.57%
Total International Equities		\$ 20,628,733.93	\$ 21,414,183.28	9.03%	\$ 510,169.00	2.38%
Total Equity Investments		\$ 133,887,417.76	\$ 149,592,110.84	63.10%	\$ 2,720,502.00	1.82%

Fixed Income Investments

Mortgage

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Federal Home Loan Mortgage Corp Gold Pool # C90036 6% Due 10/1/13 Dated 10/1/93	5,002.28	4,756.87 95.09	5,411.47 108.18	0.00%	300.00	5.55%
Federal National Mortgage Assoc Pool # 50847 6% Due 12/1/13 Dated 12/1/93	12,495.56	12,108.96 96.91	13,022.00 104.21	0.01%	749.00	5.76%
Federal National Mortgage Assoc Pool # 589395 6% Due 7/1/16 Dated 7/1/01	18,904.667	18,916.49 100.06	20,524.99 108.57	0.01%	1,134.00	5.53%
Federal National Mortgage Assoc REMIC Series 2002-18 Class PC 5.5% Due 4/25/17 Dated 3/1/02	181,693.29	182,885.66 100.66	188,298.51 103.64	0.08%	9,993.00	5.31%
Federal Home Loan Mortgage Corp REMIC Series 2508 Class Oy 4.5% Due 10/15/17 Dated 10/1/02	655,094.44	607,804.82 92.78	688,500.85 105.10	0.29%	29,479.00	4.28%
Federal National Mortgage Assoc REMIC Series 2002-82 Class Xe 5% Due 12/25/17 Dated 11/1/02	462,084.19	441,218.20 95.48	493,144.80 106.72	0.21%	23,104.00	4.69%
Residential Funding Mortgage Security I Series 2003-S8 Class A1 5% Due 5/25/18 Dated 5/1/03	42,724.451	43,298.57 101.34	44,302.91 103.69	0.02%	2,136.00	4.82%
Federal Home Loan Mortgage Corp REMIC Series 2672 Class NH 4% Due 9/15/18 Dated 9/1/03	850,000	749,593.75 88.19	897,429.49 105.58	0.38%	34,000.00	3.79%
Cs First Boston Mortgage Securities Corp Series 2003-29 Class 8A1 6% Due 11/25/18 Dated 12/1/03	214,360.109	189,306.76 88.31	219,749.98 102.51	0.09%	12,861.00	5.85%
Countrywide Alternative Loan Trust Series 2004-18cb Class 3A1 5.25% Due 9/25/19 Dated 7/1/04	119,521.08	120,791.01 101.06	121,547.08 101.70	0.05%	6,274.00	5.16%

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Washington Mutual Mortgage Pass Through Series 2005-4 Class 4A1 5.5% Due 6/25/20 Dated 5/1/05	259,621.867	256,803.58 98.91	251,880.20 97.02	0.11%	14,279.00	5.67%
J.P. Morgan Alternative Loan Trust Series 2006-S1 Class 2A4 5.5% Due 2/25/21 Dated 2/1/06	155,943.879	153,044.32 98.14	133,316.11 85.49	0.06%	8,576.00	6.43%
Federal Home Loan Mortgage Corp Gold Pool # G13098 5.5% Due 9/1/21 Dated 3/1/08	136,216.206	138,876.67 101.95	147,282.41 108.12	0.06%	7,491.00	5.09%
Federal Home Loan Mortgage Corp REMIC Series 2829 Class AK 5% Due 4/15/22 Dated 7/1/04	187,094.89	187,504.16 100.22	189,779.81 101.44	0.08%	9,354.00	4.93%
Federal Home Loan Mortgage Corp Multiclass Mortgage Participation Certificate Guaranteed Series 1579 Class Pm 6.7% Due 9/15/23 Dated 9/1/93	57,621.13	57,531.08 99.84	64,648.52 112.20	0.03%	3,860.00	5.97%
Federal Home Loan Mortgage Corp REMIC Series 2790 Class TN 4% Due 5/15/24 Dated 5/1/04	772,400.68	687,195.23 88.97	813,210.47 105.28	0.34%	30,896.00	3.80%
Federal National Mortgage Assoc REMIC Trust Series 1994-G6 Class Pj 8% Due 5/17/24 Dated 5/1/94	55,353.95	58,450.30 105.59	63,425.13 114.58	0.03%	4,428.00	6.98%
Federal National Mortgage Assoc REMIC Series 2004-53 Class NC 5.5% Due 7/25/24 Dated 6/1/04	322,854.22	321,179.41 99.48	343,012.14 106.24	0.14%	17,756.00	5.18%
Federal National Mortgage Assoc Pool # 295895 6.5% Due 1/1/25 Dated 1/1/95	25,364.36	25,550.65 100.73	28,116.90 110.85	0.01%	1,648.00	5.86%

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Federal National Mortgage Assoc Pool # 350204 9% Due 2/1/25 Dated 8/1/96	14,502.65	15,336.54 105.75	16,923.72 116.69	0.01%	1,305.00	7.71%
Government National Mortgage Assoc REMIC Series 2003-5 Class B 4.486% Due 10/16/25 Dated 1/1/03	8,906.416	9,078.98 101.94	8,924.17 100.20	0.00%	399.00	4.48%
Federal National Mortgage Assoc Pool # 346283 6.5% Due 3/1/26 Dated 5/1/96	1,849.96	1,791.73 96.85	2,096.36 113.32	0.00%	120.00	5.74%
Federal National Mortgage Assoc Pool # 345063 7.5% Due 4/1/26 Dated 4/1/96	83,446.08	85,806.02 102.83	96,651.42 115.83	0.04%	6,258.00	6.48%
Federal Home Loan Mortgage Corp Gold Pool #C00456 7% Due 5/1/26 Dated 5/1/96	32,430.84	31,001.84 95.59	37,230.93 114.80	0.02%	2,270.00	6.10%
Government National Mortgage Assoc II Pool # 002248 7.5% Due 7/20/26 Dated 7/1/96	22,279.93	21,778.62 97.75	25,928.27 116.38	0.01%	1,670.00	6.44%
Federal Home Loan Mortgage Corp REMIC Series 2907 Class Hc 5% Due 6/15/27 Dated 12/1/04	96,626.90	97,457.27 100.86	97,189.56 100.58	0.04%	4,831.00	4.97%
Government National Mortgage Assoc Series 1998-12 Class EB 6.5% Due 5/20/28 Dated 5/1/98	38,453.50	40,484.32 105.28	39,464.73 102.63	0.02%	2,499.00	6.33%
Federal National Mortgage Assoc Pool # 323380 6.5% Due 10/1/28 Dated 10/1/98	16,010.13	15,940.08 99.56	18,130.51 113.24	0.01%	1,040.00	5.74%
Federal National Mortgage Assoc Pool # 507042 7.5% Due 9/1/29 Dated 8/1/99	15,175.44	15,455.27 101.84	17,720.06 116.77	0.01%	1,138.00	6.42%

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Federal Home Loan Mortgage Corp Gold Pool # C43561 7% Due 10/1/30 Dated 10/1/00	7,249.35	7,295.79 100.64	8,366.55 115.41	0.00%	507.00	6.07%
Federal Home Loan Mortgage Corp Gold Pool # C01103 7.5% Due 12/1/30 Dated 12/1/00	21,084.92	21,460.50 101.78	24,577.43 116.56	0.01%	1,581.00	6.43%
Federal Home Loan Mortgage Corp Gold Pool # C5996 7% Due 1/1/31 Dated 7/1/01	27,416.11	28,028.70 102.23	31,641.21 115.41	0.01%	1,919.00	6.07%
Federal National Mortgage Assoc Pool # 579215 7% Due 3/1/31 Dated 4/1/01	21,949.46	22,139.80 100.87	25,290.39 115.22	0.01%	1,536.00	6.08%
Government National Mortgage Assoc II Pool # 003133 6.5% Due 9/20/31 Dated 9/1/01	45,292.30	46,792.59 103.31	51,647.72 114.03	0.02%	2,943.00	5.70%
Federal National Mortgage Assoc REMIC Series 2003-1 Class PG 5.5% Due 9/25/31 Dated 1/1/03	103,716.76	101,982.75 98.33	106,170.34 102.37	0.04%	5,704.00	5.37%
Federal National Mortgage Assoc REMIC Tr 2001-45 Class Wg 6.5% Due 9/25/31 Dated 8/1/01	177,173.54	172,079.78 97.13	204,731.25 115.55	0.09%	11,516.00	5.63%
Federal National Mortgage Assoc Pool # 613340 7% Due 11/1/31 Dated 11/1/01	34,846.92	35,728.98 102.53	40,162.82 115.26	0.02%	2,439.00	6.07%
Federal National Mortgage Assoc Pool # 625186 7% Due 1/1/32 Dated 1/1/02	14,640.95	14,949.79 102.11	16,874.43 115.26	0.01%	1,024.00	6.07%
Master Asset Securitization Trust Series 2004-3 Class 5A1 6.25% Due 1/25/32 Dated 2/1/04	10,522.27	10,762.29 102.28	10,607.87 100.81	0.00%	657.00	6.20%

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Federal National Mortgage Assoc REMIC Series 2003-84 Class PG 5% Due 3/25/32 Dated 8/1/03	900,000	846,210.94 94.02	968,830.20 107.65	0.41%	45,000.00	4.64%
Federal National Mortgage Assoc Pool # 675570 6% Due 12/1/32 Dated 12/1/02	99,749.37	102,554.82 102.81	110,721.80 111.00	0.05%	5,984.00	5.41%
Government National Mortgage Assoc REMIC Series 2004-108 Class C 5.039% Due 12/16/32 Dated 12/1/04	385,000	363,223.44 94.34	429,978.78 111.68	0.18%	19,400.00	4.51%
Federal National Mortgage Assoc Pool # 659517 5.5% Due 3/1/33 Dated 2/1/03	199,879.79	204,439.54 102.28	218,180.78 109.16	0.09%	10,993.00	5.04%
Government National Mortgage Assoc Pool # 603566 5.5% Due 4/15/33 Dated 4/1/03	187,275.21	190,274.52 101.60	209,090.90 111.65	0.09%	10,300.00	4.93%
Federal National Mortgage Assoc Pool # 696434 5% Due 5/1/33 Dated 5/1/03	186,707.17	189,828.69 101.67	201,498.11 107.92	0.08%	9,335.00	4.63%
Residential Funding Securities Corporation Series 2003-RM2 Class A111 6% Due 5/25/33 Dated 5/1/03	86,129.829	86,633.23 100.58	90,149.42 104.67	0.04%	5,167.00	5.73%
Cs First Boston Mortgage Securities Corp Series 2003-19 Class 1A4 5.25% Due 7/25/33 Dated 7/1/03	367,942.132	322,869.22 87.75	375,825.29 102.14	0.16%	19,316.00	5.14%
Countrywide Home Loans Series 2003-J6 Class 1A1 5.5% Due 8/25/33 Dated 6/01/03	311,256.766	311,840.38 100.19	323,574.75 103.96	0.14%	17,119.00	5.29%
Government National Mortgage Assoc Pool # 622123 5.5% Due 10/15/33 Dated 10/1/03	67,331.574	69,761.83 103.61	75,175.03 111.65	0.03%	3,703.00	4.93%

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Structured Asset Securities Corp Series 2003-31a Class 2A7 Variable Rate Due 10/25/33 Dated 9/1/03	500,527.548	396,668.10 79.25	437,480.10 87.40	0.18%	12,192.00	2.79%
Chase Mortgage Finance Corporation Series 2003-S13 Class A1 5.5% Due 11/25/33 Dated 11/1/03	244,435.944	212,048.19 86.75	255,878.48 104.68	0.11%	13,443.00	5.25%
Federal National Mortgage Assoc REMIC Series 2003-117 Class Kb 6% Due 12/25/33 Dated 11/1/03	450,000	466,601.56 103.69	526,622.13 117.03	0.22%	27,000.00	5.13%
Federal National Mortgage Assoc Pool # 735648 Variable Rate Due 2/1/34 Dated 6/1/05	195,337.76	194,849.38 99.75	205,839.12 105.38	0.09%	4,860.00	2.36%
Residential Accredit Loans Inc Series 2004-QS2 Class Cb 5.75% Due 2/25/34 Dated 2/1/04	230,587.70	186,487.80 80.88	232,610.65 100.88	0.10%	13,258.00	5.70%
Federal National Mortgage Assoc REMIC Series 2004-60 Class PA 5.5% Due 4/25/34 Dated 7/1/04	252,031.298	249,392.85 98.95	273,575.16 108.55	0.12%	13,861.00	5.07%
Federal Home Loan Mortgage Corp Pool # 781530 Variable Rate Due 5/1/34 Dated 4/1/04	76,031.901	73,430.19 96.58	80,368.00 105.70	0.03%	1,884.00	2.35%
Structured Asset Securities Corp Series 2004-13 Class 1A2 5.5% Due 7/25/34 Dated 6/1/04	320,911.126	295,238.25 92.00	322,147.92 100.39	0.14%	17,650.00	5.48%
Wamu Mortgage Pass Through Certificates Series 2004-S3 Class 2A5 5.5% Due 7/25/34 Dated 6/1/04	127,907.19	131,264.76 102.63	128,167.10 100.20	0.05%	7,034.00	5.49%

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Citicorp Mortgage Securities Inc Series 2004-5 Class 2A3 4.75% Due 8/25/34 Dated 8/1/04	79,828.088	77,433.24 97.00	82,744.69 103.65	0.03%	3,791.00	4.58%
Federal National Mortgage Assoc Pool # 802650 5.109% Due 10/1/34 Dated 10/1/04	72,722.593	74,006.60 101.77	76,384.90 105.04	0.03%	2,518.00	3.30%
Federal National Mortgage Assoc Pool # 808051 4.5% Due 2/1/35 Dated 2/1/05	403,023.136	378,904.73 94.02	428,087.14 106.22	0.18%	18,136.00	4.24%
Federal National Mortgage Assoc Pool # 816308 Variable Rate Due 2/1/35 Dated 2/1/05	167,700.469	167,700.47 100.00	175,119.54 104.42	0.07%	3,555.00	2.03%
Gsr Mortgage Loan Trust Series 2005-5f Class 2A8 5.5% Due 6/25/35 Dated 5/1/05	505,000	492,217.19 97.47	519,787.92 102.93	0.22%	27,775.00	5.34%
Federal Home Loan Mortgage Corp Pool # 1B3915 Variable Rate Due 9/1/35 Dated 9/1/05	556,840.21	542,571.19 97.44	589,838.56 105.93	0.25%	23,676.00	4.01%
Merrill Lynch Mortgage Investors Tr Series 2005-A7 Class 2A1 5.4005% Due 9/25/35 Dated 9/1/05	302,596.108	295,409.45 97.63	255,842.59 84.55	0.11%	15,925.00	6.22%
Federal Home Loan Mortgage Corp Pool # 847512 Variable Rate Due 1/1/36 Dated 1/1/06	138,020.254	137,071.36 99.31	147,685.81 107.00	0.06%	7,239.00	4.90%
Wells Fargo Mortgage Backed Securities Trust Series 2006-AR6 Class 5A1 5.1095% Due 3/25/36 Dated 3/1/06	203,651.722	199,451.42 97.94	180,394.29 88.58	0.08%	9,325.00	5.17%
Government National Mortgage Assoc REMIC Series 2003-38 Class Jc 7.0377% Due 8/16/42 Dated 5/1/03	22,443.209	24,838.67 110.67	25,004.27 111.41	0.01%	1,717.00	6.87%

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Total Mortgage		\$ 12,335,390.14	\$ 13,553,536.94	5.72%	\$ 640,830.00	4.73%
Credit						
Vanguard Intermediate Term Investment Grade Fund Adm	201,004.221	1,999,992.00 9.95	2,040,192.84 10.15	0.86%	84,036.00	4.12%
Wells Fargo & Company Senior Unsecured Note 5.25% Due 10/23/12 Dated 10/23/07 Non Callable	520,000	507,000.00 97.50	540,207.20 103.89	0.23%	27,300.00	5.05%
Merrill Lynch & Co Note 5.45% Due 2/5/13 Dated 2/5/08 Non Callable	295,000	314,921.35 106.75	298,283.35 101.11	0.13%	16,077.00	5.39%
Allstate Life Global Finance Trust Note 5.375% Due 4/30/13 Dated 4/30/08 Non Callable	400,000	426,491.06 106.62	425,588.00 106.40	0.18%	21,500.00	5.05%
Bank of America Corp Note 4.9% Due 5/1/13 Dated 5/2/08 Non Callable	140,000	139,613.60 99.72	141,521.80 101.09	0.06%	6,860.00	4.85%
Credit Suisse New York Senior Note 5% Due 5/15/13 Dated 5/6/08 Non Callable	200,000	199,558.00 99.78	208,144.00 104.07	0.09%	10,000.00	4.80%
South Carolina Electric & Gas Note 7.125% Due 6/15/13 Dated 7/1/93 Non Callable	375,000	433,012.50 115.47	408,165.00 108.84	0.17%	26,718.00	6.55%
Royal Bank of Canada Notes 2.1% Due 7/29/13 Dated 4/29/10 Non Callable	560,000	559,882.40 99.98	572,135.20 102.17	0.24%	11,760.00	2.06%

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Bank of New York Mellon Note 5.125% Due 8/27/13 Dated 8/27/08 Non Callable	270,000	269,046.90 99.65	290,190.60 107.48	0.12%	13,837.00	4.77%
BP Capital Markets PLC Senior Unsecured Note 5.25% Due 11/7/13 Dated 11/7/08 Non Callable	460,000	466,099.60 101.33	497,462.40 108.14	0.21%	24,150.00	4.85%
Wisconsin Public Service Secured Note 4.8% Due 12/1/13 Dated 12/1/03 Callable	350,000	348,761.00 99.65	376,435.50 107.55	0.16%	16,800.00	4.46%
Shell International Finance Senior Unsecured Note 4% Due 3/21/14 Dated 3/23/09 Callable	550,000	549,851.50 99.97	594,495.00 108.09	0.25%	22,000.00	3.70%
Microsoft Corp Senior Unsecured Note 2.95% Due 6/1/14 Dated 5/18/09 Non Callable	280,000	279,725.60 99.90	297,049.20 106.09	0.13%	8,260.00	2.78%
Conocophillips Note 4.6% Due 1/15/15 Dated 5/21/09 Callable	240,000	239,786.40 99.91	264,264.00 110.11	0.11%	11,040.00	4.18%
Pfizer Inc Senior Unsecured Note 5.35% Due 3/15/15 Dated 3/24/09 Callable	400,000	399,500.00 99.88	454,040.00 113.51	0.19%	21,400.00	4.71%
Duke Energy Corporation Note 5.3% Due 10/1/15 Dated 9/23/03 Callable	300,000	301,197.00 100.40	343,020.00 114.34	0.14%	15,900.00	4.64%

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Metropolitan Life Insurances Co Surplus Note 144a 7.7% Due 11/1/15 Dated 11/1/95 Non Callable	700,000	709,840.50 101.41	819,812.00 117.12	0.35%	53,900.00	6.57%
Equitable Life Assur Soc Surplus Note 144a 7.7% Due 12/1/15 Dated 12/1/95 Non Callable	675,000	733,702.21 108.70	755,689.50 111.95	0.32%	51,975.00	6.88%
Bhp Billiton Finance Note 5.25% Due 12/15/15 Dated 12/12/05 Non Callable	290,000	287,752.50 99.23	332,128.30 114.53	0.14%	15,225.00	4.58%
Citigroup Inc Senior Note 5.3% Due 1/7/16 Dated 12/8/05 Non Callable	275,000	246,441.25 89.62	292,311.25 106.30	0.12%	14,575.00	4.99%
Verizon Communications Senior Note 5.55% Due 2/15/16 Dated 2/15/06 Callable	465,000	441,619.80 94.97	537,391.20 115.57	0.23%	25,807.00	4.80%
Goldman Sachs Group Incorporated Senior Note 5.75% Due 10/1/16 Dated 9/19/06 Non Callable	355,000	374,436.25 105.48	380,474.80 107.18	0.16%	20,412.00	5.37%
Receipts on Corporate Securities Trust Amortizing Series Nsc 1998-1 6.375% Due 5/15/17 Dated 11/15/97 Callable-Sinking Fund	355,604.38	348,627.41 98.04	373,277.92 104.97	0.16%	22,669.00	6.07%
Georgia Power Company Note 5.7% Due 6/1/17 Dated 6/12/07 Callable	240,000	239,481.60 99.78	282,345.60 117.64	0.12%	13,680.00	4.85%

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Swiss Bank Corp New York Subordinated Note 7.375% Due 6/15/17 Dated 6/13/97 Non Callable	500,000	536,215.00 107.24	574,350.00 114.87	0.24%	36,875.00	6.42%
Bear Stearns Company Inc Senior Note 6.4% Due 10/2/17 Dated 10/2/07 Non Callable	650,000	746,018.00 114.77	750,262.50 115.43	0.32%	41,600.00	5.54%
Emerson Electric Co Note 5.375% Due 10/15/17 Dated 5/18/07 Callable	325,000	321,499.75 98.92	380,666.00 117.13	0.16%	17,468.00	4.59%
Bank of America Corp Senior Unsecured Note 5.75% Due 12/1/17 Dated 12/4/07 Non Callable	215,000	211,089.15 98.18	214,011.00 99.54	0.09%	12,362.00	5.78%
Ameritech Capital Funding Note 6.45% Due 1/15/18 Dated 1/21/98 Non Callable	400,000	475,164.00 118.79	471,696.00 117.92	0.20%	25,800.00	5.47%
Hewlett Packard Co Note 5.5% Due 3/1/18 Dated 3/3/08 Callable	305,000	311,060.35 101.99	347,599.35 113.97	0.15%	16,775.00	4.83%
Morgan Stanley Senior Unsecured Note 6.625% Due 4/1/18 Dated 4/1/08 Callable	270,000	275,383.80 101.99	281,402.10 104.22	0.12%	17,887.00	6.36%
Caterpillar Financial Service Corp Senior Unsecured Note 5.45% Due 4/15/18 Dated 3/27/08 Non Callable	600,000	678,582.00 113.10	694,950.00 115.83	0.29%	32,700.00	4.71%

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Dupont Ei Nemour Senior Note 6% Due 7/15/18 Dated 7/28/08 Callable	290,000	289,878.20 99.96	354,748.30 122.33	0.15%	17,400.00	4.90%
Honeywell International Senior Unsecured Note 5% Due 2/15/19 Dated 2/20/09 Callable	275,000	272,893.50 99.23	316,654.25 115.15	0.13%	13,750.00	4.34%
Banc One Corp Note 8.53% Due 3/1/19 Dated 3/1/98 Non Callable	200,000	253,779.00 126.89	235,790.00 117.90	0.10%	17,060.00	7.24%
Canadian National Railway Note 5.55% Due 3/1/19 Dated 2/25/09 Callable	525,000	555,229.50 105.76	629,448.75 119.90	0.27%	29,137.00	4.63%
Coca Cola Co Senior Note 4.875% Due 3/15/19 Dated 3/6/09 Callable	475,000	470,615.75 99.08	547,869.75 115.34	0.23%	23,156.00	4.23%
General Electric Capital Corp Note 4.375% Due 9/16/20 Dated 9/16/10 Non Callable	260,000	257,964.20 99.22	264,583.80 101.76	0.11%	11,375.00	4.30%
State Street Corp Senior Unsecured Note 4.375% Due 3/7/21 Dated 3/7/11 Non Callable	500,000	498,275.00 99.66	532,745.00 106.55	0.22%	21,875.00	4.11%
Blackrock Inc Senior Unsecured Note 4.25% Due 5/24/21 Dated 5/24/11 Callable	600,000	596,568.00 99.43	623,166.00 103.86	0.26%	25,500.00	4.09%

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Description	Shares	Cost/ Per Unit	Market Value/ Per Unit	Percent Of Total Market	Projected Annual Income	Current Yield
Amgen Inc Senior Unsecured Note 4 1% Due 6/15/21 Dated 6/30/11 Callable	400,000	398,968.00 99.74	430,448.00 107.61	0.18%	16,400.00	3.81%
Hydro Quebec Note 8.05% Due 7/7/24 Dated 7/7/94 Putable 7/7/06 @ 100	40,000	53,907.60 134.77	59,050.40 147.63	0.02%	3,220.00	5.45%
Tosco Corporation Note 8.125% Due 2/15/30 Dated 2/15/00 Callable	225,000	292,225.50 129.88	324,063.00 144.03	0.14%	18,281.00	5.64%
South Carolina Electric & Gas Note 6.625% Due 2/1/32 Dated 1/31/02 Callable	450,000	533,817.45 118.63	581,022.00 129.12	0.25%	29,812.00	5.13%
Abbott Laboratories Note 6.15% Due 11/30/37 Dated 11/9/07 Callable	135,000	134,460.00 99.60	172,393.65 127.70	0.07%	8,302.00	4.82%
Oracle Corp Senior Unsecured Note 6.125% Due 7/8/39 Dated 7/8/09 Callable	500,000	496,670.00 99.33	657,500.00 131.50	0.28%	30,625.00	4.66%
Southern Cal Edison Note 5.5% Due 3/15/40 Dated 3/11/10 Callable	275,000	271,691.75 98.80	337,546.00 122.74	0.14%	15,125.00	4.48%
Florida Power Corporation Note 5.65% Due 4/1/40 Dated 3/25/10 Callable	635,000	685,730.15 107.99	789,222.45 124.29	0.33%	35,877.00	4.55%
GE Capital Trust I Subordinated Note Variable Rate Due 11/15/67 Dated 11/15/09 Callable	270,000	270,000.00 100.00	266,457.60 98.69	0.11%	17,212.00	6.46%

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List of Assets

Description	Shares	Cost/ Per Unit	Market Value/ Per Unit	Percent Of Total Market	Projected Annual Income	Current Yield
Total Credit		\$ 20,704,026.08	\$ 22,362,270.56	9.43%	\$ 1,091,455.00	4.88%
Treasury						
United States Treasury Bonds 7.875% Due 2/15/21 Dated 2/15/91	700,000	969,199.22 138.46	1,047,704.00 149.67	0.44%	55,125.00	5.26%
United States Treasury Bonds 5.5% Due 8/15/28 Dated 8/17/98	375,000	402,714.84 107.39	508,068.75 135.49	0.21%	20,625.00	4.06%
United States Treasury Bonds 5.25% Due 11/15/28 Dated 11/15/98	400,000	450,484.38 112.62	528,564.00 132.14	0.22%	21,000.00	3.97%
United States Treasury Bonds 4.5% Due 2/15/36 Dated 2/15/06	275,000	266,568.48 96.93	341,044.00 124.02	0.14%	12,375.00	3.63%
United States Treasury Bonds 4.75% Due 2/15/37 Dated 2/15/07	285,000	278,576.37 97.75	366,760.80 128.69	0.15%	13,537.00	3.69%
United States Treasury Bond 3.5% Due 2/15/39 Dated 2/17/09	650,000	564,004.55 86.77	687,583.00 105.78	0.29%	22,750.00	3.31%
Total Treasury		\$ 2,931,547.84	\$ 3,479,724.55	1.47%	\$ 145,412.00	4.18%

Agencies

Federal Home Loan Mortgage Corp Note 4.5% Due 7/15/13 Dated 7/18/03 Non-Callable	650,000	703,283.75 108.20	696,221.50 107.11	0.29%	29,250.00	4.20%
Federal Home Loan Mortgage Corp Note .875% Due 10/28/13 Dated 8/20/10 Non Callable	650,000	650,041.60 100.01	655,616.00 100.86	0.28%	5,687.00	0.87%
Federal Farm Credit Bank Note 5.3% Due 5/27/14 Dated 5/27/04 Non Callable	840,000	856,472.40 101.96	940,506.00 111.97	0.40%	44,520.00	4.73%

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Description	Shares	Cost/ Per Unit	Market Value/ Per Unit	Percent Of Total Market	Projected Annual Income	Current Yield
Federal Home Loan Bank Note 5.25% Due 6/18/14 Dated 5/27/04 Non Callable	400,000	412,707.60 103.18	448,956.00 112.24	0.19%	21,000.00	4.68%
Federal National Mortgage Assoc Note 5% Due 4/15/15 Dated 3/30/05 Non Callable	500,000	508,149.00 101.63	570,700.00 114.14	0.24%	25,000.00	4.38%
Federal National Mortgage Assoc Note Variable Rate Due 3/28/16 Dated 3/30/10 Callable	540,000	547,592.40 101.41	547,246.80 101.34	0.23%	11,070.00	2.02%
Federal National Mortgage Assoc Note 5% Due 2/13/17 Dated 1/12/07 Non Callable	560,000	613,577.44 109.57	662,345.60 118.28	0.28%	28,000.00	4.23%
Federal National Mortgage Assoc Note 5% Due 5/11/17 Dated 4/16/07 Non Callable	650,000	750,195.55 115.42	769,944.50 118.45	0.32%	32,500.00	4.22%
Federal National Mortgage Assoc Note 5.375% Due 6/12/17 Dated 6/8/07 Non Callable	850,000	988,894.25 116.34	1,023,969.50 120.47	0.43%	45,687.00	4.46%
Federal National Mortgage Assoc Note Variable Rate Due 8/24/17 Dated 8/24/10 Callable	550,000	550,000.00 100.00	552,568.50 100.47	0.23%	8,250.00	1.49%
Federal Home Loan Bank Note 5% Due 11/17/17 Dated 10/19/07 Non Callable	590,000	609,769.13 103.35	705,604.60 119.59	0.30%	29,500.00	4.18%
Federal Home Loan Mortgage Corp Note 4.875% Due 6/13/18 Dated 6/13/08 Non Callable	665,000	758,190.44 114.01	791,330.05 119.00	0.33%	32,418.00	4.10%

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Description	Shares	Cost/ Per Unit	Market Value/ Per Unit	Percent Of Total Market	Projected Annual Income	Current Yield
Federal Home Loan Mortgage Corp Note 3.75% Due 3/27/19 Dated 3/27/09 Non Callable	500,000	481,737.00 96.35	562,830.00 112.57	0.24%	18,750.00	3.33%
Federal Home Loan Bank Note 4.5% Due 9/13/19 Dated 8/12/09 Non Callable	540,000	572,308.20 105.98	625,120.20 115.76	0.26%	24,300.00	3.89%
Federal Home Loan Bank Note 5.375% Due 8/15/24 Dated 8/20/04 Non Callable	360,000	369,586.80 102.66	440,539.20 122.37	0.19%	19,350.00	4.39%
Tennessee Valley Authority Note 6.75% Due 11/1/25 Dated 11/1/95 Non Callable	230,000	276,604.90 120.26	315,081.60 136.99	0.13%	15,525.00	4.93%
Federal Home Loan Mortgage Corp Note 6.25% Due 7/15/32 Dated 2/20/02 Non Callable	560,000	661,862.88 118.19	786,279.20 140.41	0.33%	35,000.00	4.45%
Tennessee Valley Authority Note 5.88% Due 4/1/36 Dated 7/23/97 Puttable	280,000	309,540.00 110.55	366,192.40 130.78	0.15%	16,464.00	4.50%
Total Agencies		\$ 10,620,513.34	\$ 11,461,051.65	4.83%	\$ 442,271.00	3.86%
Asset Backed Securities						
Macquarie Equipment Funding Trust Series 2011-A Class A2 1.18% Due 9/20/13 Dated 3/3/11	400,000	399,988.56 100.00	400,184.24 100.05	0.17%	4,840.00	1.21%
Americredit Automobile Receivables Trust Series 2010-3 Class A2 .77% Due 12/9/13 Dated 9/23/10	238,937.54	238,933.79 100.00	238,972.62 100.01	0.10%	1,839.00	0.77%
Americredit Automobile Receivables Trust Series 2011-3 Class A2 .84% Due 11/10/14 Dated 6/15/11	650,000	649,953.85 99.99	649,324.52 99.90	0.27%	5,460.00	0.84%

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Description	Shares	Cost/ Per Unit	Market Value/ Per Unit	Percent Of Total Market	Projected Annual Income	Current Yield
GE Capital Credit Card Master Note Trust Series 2009-2 Class A 3.69% Due 7/15/15 Dated 8/13/09	560,000	559,915.66 99.99	571,822.66 102.11	0.24%	20,664.00	3.61%
Prestige Auto Receivables Trust Series 2011-1a Class A3 1.9% Due 8/17/15 Dated 3/28/11	500,000	499,945.80 99.99	502,046.45 100.41	0.21%	9,500.00	1.89%
Mmaef Equipment Finance LLC Series 2011-AA Class A3 1.27% Due 9/15/15 Dated 7/27/11	650,000	649,991.68 100.00	651,421.62 100.22	0.27%	8,255.00	1.27%
Citibank Credit Card Issuance Trust Series 2004-A8 Class A8 4.9% Due 12/12/16 Dated 12/9/04	400,000	399,404.00 99.85	448,465.80 112.12	0.19%	19,600.00	4.37%
Capital One Multi-Asset Execution Trust Series 2006-A3 Class A3 5.05% Due 12/17/18 Dated 3/1/06	485,000	483,790.51 99.75	555,115.43 114.46	0.23%	24,492.00	4.41%
Residential Funding Mortgage Securities I Series 2000-HI2 Class AI5 Variable Rate Due 3/25/25 Dated 3/1/00	31,600.01	34,818.02 110.18	30,602.84 96.84	0.01%	2,796.00	9.14%
Residential Funding Mortgage Securities Series 2004-HI1 Class A5 5.18% Due 4/25/29 Dated 3/1/04	620,539.842	403,350.90 65.00	547,259.05 88.19	0.23%	32,143.00	5.87%
Equity One Abs Inc Series 2003-4 Class AF6 Variable Rate Due 10/25/34 Dated 10/1/03	465,349.38	461,277.58 99.13	467,407.15 100.44	0.20%	22,485.00	4.81%
Structured Asset Securities Corp Series 2005-NC1 Class A11 Variable Rate Due 2/25/35 Dated 1/1/05	513,482.994	520,864.31 101.44	507,258.04 98.79	0.21%	24,082.00	4.75%

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Description	Shares	Cost/ Per Unit	Market Value/ Per Unit	Percent Of Total Market	Projected Annual Income	Current Yield
Goldman Sachs Mortgage Securities Corp II Series 2011-GC3 Class A1 2.331% Due 3/10/44 Dated 3/10/11	494,171.94	499,102.46 101.00	504,814.92 102.15	0.21%	11,519.00	2.28%
Wf-Rbs Commercial Mortgage Trust Series 2011-C3 Class A1 1.988% Due 3/15/44 Dated 6/1/11	564,302.10	569,940.61 101.00	577,054.76 102.26	0.24%	11,218.00	1.94%
Morgan Stanley Capital I Series 2011-C2 Class A1 1.48% Due 6/15/44 Dated 6/1/11	574,307	574,304.25 100.00	570,308.10 99.30	0.24%	8,499.00	1.49%
Northstar Education Finance Inc Series 2005-1 Class A5 4.74% Due 10/28/45 Dated 10/25/05	225,820	225,795.10 99.99	217,512.08 96.32	0.09%	10,703.00	4.92%
Total Asset Backed Securities		\$ 7,171,377.08	\$ 7,439,570.28	3.14%	\$ 218,095.00	2.93%
Taxable Municipal Bonds						
Solano County CA Taxable Revenue 5.08% Due 1/15/12 Dated 11/23/05 Non Callable	135,000	135,000.00 100.00	135,943.65 100.70	0.06%	6,858.00	5.04%
Indianapolis In Local Public Improvement Bond Bank Taxable Series G Ambac Insured 5.59% Due 1/1/13 Dated 6/20/06 Non Callable	375,000	375,000.00 100.00	393,693.75 104.99	0.17%	20,962.00	5.32%
University IL Certificates of Participation Taxable Uic College of Medicine 4.61% Due 2/15/13 Dated 2/24/05 Non Callable	10,000	10,000.00 100.00	10,430.20 104.30	0.00%	461.00	4.42%

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Description	Shares	Cost/ Per Unit	Market Value/ Per Unit	Percent Of Total Market	Projected Annual Income	Current Yield
NY State Housing Finance Agency State Personal Income Tax Revenue Taxable Economic Development & Housing Series B 5 21% Due 9/15/13 Dated 3/16/06 Non Callable	370,000	370,000.00 100.00	396,517.90 107.17	0.17%	19,277.00	4.86%
MO Joint Municipal Electric Utility Commission Power Project Revenue Taxable Series B Ambac Insured 5.25% Due 1/1/14 Dated 9/26/07 Non Callable	450,000	450,000.00 100.00	483,547.50 107.46	0.20%	23,625.00	4.89%
University IL Certificates of Participation Taxable Uic College of Medicine 4 74% Due 2/15/14 Dated 2/24/05 Non Callable	10,000	10,000.00 100.00	10,705.70 107.06	0.00%	474.00	4.43%
Convention Center Authority RI Revenue Taxable Civic Center Series A 5 77% Due 5/15/14 Dated 6/8/06 Callable	225,000	225,000.00 100.00	246,494.25 109.55	0.10%	12,982.00	5.27%
College Park GA Revenue Taxable Atlanta International Airport-A Fgic Insured 5.758% Due 1/1/15 Dated 6/21/06 Non Callable	185,000	184,916.75 99.96	198,018.45 107.04	0.08%	10,652.00	5.38%
University IL Certificates of Participation Taxable Uic College of Medicine 4.8% Due 2/15/15 Dated 2/24/05 Non Callable	10,000	10,000.00 100.00	10,881.90 108.82	0.00%	480.00	4.41%

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Description	Shares	Cost/ Per Unit	Market Value/ Per Unit	Percent Of Total Market	Projected Annual Income	Current Yield
University MI Revenues Build America Bonds 2.735% Due 4/1/17 Dated 11/9/10 Callable	500,000	500,000.00 100.00	515,915.00 103.18	0.22%	13,675.00	2.65%
Milwaukee WI Taxable Corp Purp-T5 General Obligation Unlimited 4% Due 5/15/18 Dated 6/9/11 Non Callable	455,000	483,282.80 106.22	504,908.95 110.97	0.21%	18,200.00	3.60%
OH State Build America Bonds General Obligation Unlimited 3.625% Due 11/1/20 Dated 10/29/10 Callable	550,000	552,062.50 100.38	570,212.50 103.68	0.24%	19,937.00	3.50%
WI Housing & Economic Development Authority Home Ownership Revenue Taxable Series F 5.727% Due 9/1/37 Dated 10/25/06 Sinkable Callable	180,000	179,971.20 99.98	179,805.60 99.89	0.08%	10,308.00	5.73%
Total Taxable Municipal Bonds		\$ 3,485,233.25	\$ 3,657,075.35	1.54%	\$ 157,891.00	4.32%
Tax Exempt General Obligations						
Fremont CA Union High School Dist Santa Clara Co Cap Apprec Elec 08-B General Obligation Unlimited 0% Due 8/1/34 Dated 3/23/11 Callable	1,520,000	295,275.20 19.43	331,512.00 21.81	0.14%	0.00	0.00%
Total Tax Exempt General Obligations		\$ 295,275.20	\$ 331,512.00	0.14%	\$ 0.00	0.00%

Tax Exempt Revenue

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Description	Shares	Cost/ Per Unit	Market Value/ Per Unit	Percent Of Total Market	Projected Annual Income	Current Yield
Denver Co City & County Airport Revenue AMT Series A 5.25% Due 11/15/23 Dated 4/14/11 Callable	530,000	520,878.70 98.28	573,820.40 108.27	0.24%	27,825.00	4.85%
Total Tax Exempt Revenue		\$ 520,878.70	\$ 573,820.40	0.24%	\$ 27,825.00	4.85%
Total Fixed Income Investments		\$ 58,064,241.63	\$ 62,858,561.73	26.52%	\$ 2,723,779.00	4.33%

Alternative Investments

Hedge Funds

Bridgewater All Weather LP Class B Series 007	11,342.987	11,630,849.00 1,025.38	14,675,012.12 1,293.75	6.19%	0.00	0.00%
Total Hedge Funds		\$ 11,630,849.00	\$ 14,675,012.12	6.19%	\$ 0.00	0.00%
Total Alternative Investments		\$ 11,630,849.00	\$ 14,675,012.12	6.19%	\$ 0.00	0.00%

Real Estate and Minerals

Miscellaneous Real Estate

Culp Properties Lea Co NM	0.028	5,640.08 201,431.43	55.10 1,968.00	0.00%	0.00	0.00%
2560a Nymeyer Property Lea Co NM	0.028	1.00 35.71	255.36 9,120.00	0.00%	0.00	0.00%
Total Miscellaneous Real Estate		\$ 5,641.08	\$ 310.46	0.00%	\$ 0.00	0.00%

Oil Gas Or Mineral Interests

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List of Assets

Description	Shares	Cost/ Per Unit	Market Value/ Per Unit	Percent Of Total Market	Projected Annual Income	Current Yield
Various Mineral Assets	45	45.00 1.00	45.00 1.00	0.00% 0.00%	0.00 0.00	0.00% 0.00%
Total Oil Gas Or Mineral Interests		\$ 45.00	\$ 45.00	0.00%	\$ 0.00	0.00%
Total Real Estate and Minerals		\$ 5,686.08	\$ 355.46	0.00%	\$ 0.00	0.00%

Miscellaneous

AIG - Pwc Securities Litigation	4	0.00 0.00	0.00 0.00	0.00% 0.00%	0.00 0.00	0.00% 0.00%
Ambac Finl Group Inc Securities Litigation 10/19/05 - 7/18/09 Due 10/24/11	1	0.00 0.00	0.00 0.00	0.00% 0.00%	0.00 0.00	0.00% 0.00%
Apple Inc Securities Litigation 8/24/01 - 6/26/06 Due 3/15/11	2	0.00 0.00	0.00 0.00	0.00% 0.00%	0.00 0.00	0.00% 0.00%
Citizens Utilities Company Litigation	1	0.00 0.00	0.00 0.00	0.00% 0.00%	0.00 0.00	0.00% 0.00%
Comverse Technology Inc Securities Litigation 4/27/01-1/29/08 Due 8/5/10	1	0.00 0.00	0.00 0.00	0.00% 0.00%	0.00 0.00	0.00% 0.00%
Dell Computer Corporation Securities Litigation 5/15/02-9/8/06 Due 5/11/10	1	0.00 0.00	0.00 0.00	0.00% 0.00%	0.00 0.00	0.00% 0.00%
Enron Victim Trust Litigation 1/20/98-11/7/01 Due 4/6/09	1	0.00 0.00	0.00 0.00	0.00% 0.00%	0.00 0.00	0.00% 0.00%
Goldman Sachs Group Inc Securities Litigation 6/30/99-8/5/02 Due 1/14/11	1	0.00 0.00	0.00 0.00	0.00% 0.00%	0.00 0.00	0.00% 0.00%

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Description	Shares	Cost/ Per Unit	Market Value/ Per Unit	Percent Of Total Market	Projected Annual Income	Current Yield
Homestore.Com Inc Securities Litigation 1/1/00-12/21/01 Due 4/2/09	1	0.00 0.00	0.00 0.00	0.00%	0.00	0.00%
Initial Public Offering Securities Litigation Various Dates Due 12/10/09	2	0.00 0.00	0.00 0.00	0.00%	0.00	0.00%
Intervoice-Brite Inc Securities Litigation 10/11/99 - 9/1/00 Due 10/7/11	1	0.00 0.00	0.00 0.00	0.00%	0.00	0.00%
Juniper Networks Inc Securities Litigation 7/11/03-7/16/10 Due 9/21/10	1	0.00 0.00	0.00 0.00	0.00%	0.00	0.00%
Marsh & McLennan Corporation Inc Securities Litigation 10/13/99-10/19/04 Due 2/22/10	1	0.00 0.00	0.00 0.00	0.00%	0.00	0.00%
Marvell Technology Group LTD Securities Litigation-2/27/03-10/2/06 Due 12/18/09	1	0.00 0.00	0.00 0.00	0.00%	0.00	0.00%
Miscellaneous Office Equipment	1	1.00 1.00	1.00 1.00	0.00%	0.00	0.00%
Red Hat Inc Securities Litigation 12/17/04-10/08/04 Due 10/20/10	1	0.00 0.00	0.00 0.00	0.00%	0.00	0.00%
Tyco International LTD Securities Litigation 12/1/97 - 3/13/03 Due 5/6/11	2	0.00 0.00	0.00 0.00	0.00%	0.00	0.00%
United Rentals Inc Fairfund Securities Litigation 2/28/01 - 8/30/04 Due 3/31/11	1	0.00 0.00	0.00 0.00	0.00%	0.00	0.00%
Utstarcom Inc Securities Litigation 2/20/03-10/19/07 Due 8/30/10	2	0.00 0.00	0.00 0.00	0.00%	0.00	0.00%

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Description	Shares	Cost/ Per Unit	Market Value/ Per Unit	Percent Of Total Market	Projected Annual Income	Current Yield
Various Art Pieces	16	129,092.50 8,068.28	87,878.50 5,492.41	0.04%	0.00	0.00%
Ventus Software Corporation Securities Litigation 1/3/01 - 1/16/03 Due 4/19/11	1	0.00 0.00	0.00 0.00	0.00%	0.00	0.00%
Wellcare Health Plans Inc Securities Litigation 2/14/05 - 1/22/08 Due 6/4/11	1	0.00 0.00	0.00 0.00	0.00%	0.00	0.00%
Total Miscellaneous		\$ 129,093.50	\$ 87,879.50	0.04%	\$ 0.00	0.00%
Total Assets		\$ 213,563,381.76	\$ 237,060,013.44	100.00%	\$ 5,444,877.00	2.30%

Income and Receipts

Date	Description	Income Cash	Principal Cash
Interest			
Allstate Life Global Finance Trust Note			
5.375% Due 4/30/13 Dated 4/30/08 Non Callable			
10/31/11	Received Interest Due 10/30/11 on 400,000	10,750.00	0.00

**WILLIAM T. KEMPER FOUNDATION
A STATEMENT MADE AS PART OF FORM 990-PF,
RETURN OF PRIVATE FOUNDATION
FOR THE YEAR ENDED OCTOBER 31, 2011**

43-6345116

**PART XV, LINE 2 – INFORMATION REGARDING CONTRIBUTION,
GRANT GIFT, LOAN SCHOLARSHIP, ETC. PROGRAMS:**

WILLIAM T. KEMPER FOUNDATION – COMMERCE BANK TRUSTEE

PROPOSAL GUIDELINES

We seek to support proposals which fall in the following categories:

Education
Health and Human Services
Civic Improvements
The Arts

Following are the key elements we require as a prerequisite for funding consideration:

- Brief description of the organization
- Summary of the project
- Goals and plan for implementation
- Other sources of support, including corporate/foundation names and amounts committed
- Budget for project and future funding plans
- Timetable with specific, measurable objectives
- Method of evaluation
- Organization's most recent audited financial statement and a budget for the current year
- List of the board of directors, including identification of the President/Chair
- IRS determination letter

The following are reasons or subject areas which will constitute rejection of proposal:

- Inability to produce a 501(c)(3) tax determination letter
- The recipient is defined as a "private foundation" in Section 509(a) of the IRS code
- Organizations operating outside of the Foundation's geographic area of interest
- Aid to an individual
- Politically partisan purposes
- Tickets for dinners, benefits, exhibits, conferences, sports events or other event activities
- Advertisements
- Underwriting of deficits or post-event funding
- Research unrelated to the Foundation's current projects or priorities
- Endowment funds

**WILLIAM T. KEMPER FOUNDATION
A STATEMENT MADE AS PART OF FORM 990-PF,
RETURN OF PRIVATE FOUNDATION
FOR THE YEAR ENDED OCTOBER 31, 2011**

43-6345116

The Terms

Grant recipients are required to submit a written narrative report and an accounting of all disbursements from the proceeds of the grant on an annual basis. Any grant that extends for more than one year will be conditional on further review and evaluation of the program or project as may be determined by the staff and Contributions Committee.

The recipient is responsible to ensure that the grant is used for the purposes indicated in the grant request. Variations will be made only at the discretion of the Foundation, and must be requested in writing. If the grant is used for other than the stated purposes without explicit permission, the Foundation reserves the right to withdraw funding.

Address Application To:

Executive Director
William T. Kemper Foundation
Commerce Bank, Trustee
922 Walnut, Suite 200
Kansas City, Missouri 64106-1809
(816) 234-2112

William T. Kemper Foundation
Attachment of Fiscal Year Payments for IRS 990PF
October 31, 2011

Recipient Name & Address	Fiscal Agent	Purpose	Payment Amount	Payment Number	Payment Date
Affordable Community Education Inc. P O Box 1572 Hannibal, MO 63401		EDU	5,000.00	2 of 2	9/6/2011
American Academy of Arts and Sciences Norton's Woods 136 Irving St. Cambridge, MA 02138-1996		EDU	2,500.00	1 of 1	3/8/2011
American National Red Cross (Greater Ozarks Chapter) Joplin Office 1545 W. Bypass Springfield, MO 65801		HUM	25,000.00	1 of 1	6/3/2011
American Royal Association 1701 American Royal Ct. Kansas City, MO 64102		CIV	10,000.00	1 of 1	10/14/2011
Americans for Oxford Inc Americans for Oxford 500 Fifth Ave., 32nd fl New York, NY 10110		EDU	75,000.00	1 of 1	10/6/2011
Antioch Baptist Church 4213 N. Market St. Louis, MO 63113		HUM	5,000.00	1 of 1	10/12/2011
Archdiocese of St. Louis (Kemper Donor Advised Fund) Cardinal Rigali Center 20 Archbishop May Dr. St. Louis, MO 63119		ART	40,000.00	1 of 1	1/4/2011
Arnold Food Pantry 23 Village Plz Arnold, MO 63010		HUM	5,000.00	1 of 1	10/12/2011

Recipient Name & Address	Fiscal Agent	Purpose	Payment Amount	Payment Number	Payment Date
Assistance League of Kansas City 6101 N. Chestnut Kansas City, MO 64119		HUM	10,000.00	1 of 1	10/12/2011
Avila University 11901 Wornall Rd. Kansas City, MO 64145-1698		EDU	12,500.00	2 of 2	11/2/2010
Baby Fold 108 E. Willow, Ste. 500B Normal, IL 61701		HUM	4,000.00	1 of 2	1/19/2011
Barry-Lawrence Regional Library 213 6th St. Monett, MO 65708		EDU	3,334.00	3 of 3	1/4/2011
Barstow School 11511 State Line Rd Kansas City, MO 64114		EDU	10,000.00	2 of 4	8/2/2011
Benedictine College 1020 N. 2nd St. Atchison, KS 66002-1499		EDU	50,000.00	3 of 3	3/2/2011
Benilde Hall 3220 E. 23rd St Kansas City, MO 64127-4201		HUM	10,000.00	1 of 1	10/12/2011
Beyond Housing Inc. 4156 Manchester Ave St. Louis, MO 63110		HUM	5,000.00	1 of 1	10/12/2011
Big Brothers Big Sisters of Eastern Missouri 501 N. Grand, Ste 100 St. Louis, MO 63103		HUM	33,334.00	3 of 3	10/4/2011
Big Brothers Big Sisters of the Ozarks Inc. 3372 W. Battlefield Springfield, MO 65807		HUM	10,000.00	1 of 1	12/21/2010

Recipient Name & Address	Fiscal Agent	Purpose	Payment Amount	Payment Number	Payment Date
Bishop Sullivan Center Inc 052196 6435 Truman Rd. Kansas City, MO 64126-2635		HUM	30,000.00	1 of 1	10/12/2011
Bishop Ward High School 708 N. 18th St. Kansas City, KS 66102		EDU	25,000.00	1 of 1	7/19/2011
Board for Inner-City Missions of the United Church of Christ in Met DBA Neighborhood Houses 5621 Delmar Blvd., Ste 104 St. Louis, MO 63112		HUM	10,000.00	1 of 1	10/12/2011
Botanica Inc. 701 Amidon Wichita, KS 67203-3199		CIV	15,000.00	3 of 3	8/2/2011
Boy Scouts of America - Heart of America Council 10210 Holmes Rd. Kansas City, MO 64131-4212		HUM	500.00	1 of 1	6/8/2011
Boy Scouts of America - Heart of America Council 10210 Holmes Rd. Kansas City, MO 64131-4212		HUM	24,000.00	1 of 1	8/23/2011
Boy Scouts of America - St. Louis Area Council 4568 W. Pine Blvd. St. Louis, MO 63108-2193		HUM	10,000.00	1 of 1	11/17/2010
Bradley University 201 Swords Hall Peoria, IL 61625		EDU	27,500.00	3 of 3	2/2/2011
Bridging The Gap Inc. 435 Westport Rd., #23 P.O. Box 10220 Kansas City, MO 64171		CIV	10,000.00	1 of 1	8/10/2011

Recipient Name & Address	Fiscal Agent	Purpose	Payment Amount	Payment Number	Payment Date
BroMenn Foundation 1302 Franklin Ave , Ste. 2000 Normal, IL 61761		HEA	21,000.00	3 of 3	1/4/2011
Cabot Westside Health Center 2121 Summit St Kansas City, MO 64108		HEA	15,000.00	1 of 1	10/12/2011
Call for Help Inc. 9400 Lebanon Rd. East St. Louis, IL 62203		HUM	16,850.00	1 of 1	9/20/2011
Call for Help Inc. 9400 Lebanon Rd. East St. Louis, IL 62203		HUM	5,000.00	1 of 1	10/12/2011
Cancer Research Center 3501 Berrywood Dr. Columbia, MO 65201-6584		HEA	5,325.00	1 of 1	9/7/2011
Cardinal Ritter College Prep 701 N. Spring Ave. St. Louis, MO 63108		EDU	50,000.00	1 of 1	5/3/2011
Casa de Salud 3200 Chouteau Ave St. Louis, MO 63103		HEA	25,000.00	1 of 1	9/20/2011
Catholic Charities 4532 Lindell Blvd St Louis, MO 63108-2002		HUM	75,000.00	1 of 1	10/12/2011
Catholic Charities Midtown Center 1202 S Boyle Ave. St Louis, MO 63110		HUM	10,000.00	1 of 1	10/12/2011
Catholic Charities of Kansas City-St Joseph Inc. 3100 Main St Kansas City, MO 64111		HUM	15,000.00	1 of 1	10/12/2011

Recipient Name & Address	Fiscal Agent	Purpose	Payment Amount	Payment Number	Payment Date
Catholic Charities of Northeast Kansas Inc. 9750 W. 87th St Overland Park, KS 66212		HUM	15,300.00	1 of 1	4/19/2011
Catholic Charities of Northeast Kansas Inc. 9750 W. 87th St Overland Park, KS 66212		HUM	30,000.00	1 of 1	10/12/2011
Catholic Urban Programs 7 Vieux Carre Dr East St Louis, IL 62203		HUM	10,000.00	1 of 1	10/12/2011
Center for Prevention of Abuse P.O. Box 3855 Peoria, IL 61612-3855		HUM	3,500.00	1 of 1	2/8/2011
Charlotte Street Foundation P O. Box 10263 Kansas City, MO 64171-0263		ART	5,000.00	1 of 1	10/12/2011
Chestnut Health Systems Inc. 1003 Martin Luther King Dr. Bloomington, IL 61701		HEA	10,000.00	2 of 2	3/2/2011
Child Abuse Prevention Association 503 E. 23rd St Independence, MO 64055		HUM	7,500.00	1 of 1	1/11/2011
Child Advocacy Services Center Inc. DBA Children's Place 2 E. 59th St. Kansas City, MO 64113		HUM	25,000.00	1 of 1	6/28/2011
Children's Therapeutic Learning Center Inc. 3101 Main St Kansas City, MO 64111		HUM	20,000.00	1 of 1	10/12/2011
Christian Activity Center P. O. Box 2525 540 North 6th St East St. Louis, IL 62201		HUM	7,500.00	1 of 1	10/12/2011

Recipient Name & Address	Fiscal Agent	Purpose	Payment Amount	Payment Number	Payment Date
Circle of Concern 112 St Louis Ave. Valley Park, MO 63088		HUM	20,000.00	1 of 1	10/12/2011
Circus Art Foundation of Missouri Centene Center for the Arts 3547 Olive St. Ste. 210 St Louis, MO 63103		ART	7,500.00	1 of 1	11/30/2010
City Union Mission Inc 1100 E. 11th St. Kansas City, MO 64106-3095		HUM	20,000.00	1 of 1	10/12/2011
Clay County Clothes Closet 3939 N. Cleveland P.O. Box 46625 Kansas City, MO 64118		HUM	5,000.00	1 of 1	10/12/2011
Clayton Century Foundation 10 N. Bemiston Clayton, MO 63105		CIV	20,000.00	1 of 1	9/13/2011
Collinsville Area Ministerial Association 201 E. Church St. Collinsville, IL 62234		HUM	5,000.00	1 of 1	10/12/2011
Columbia College 1001 Rogers St. Columbia, MO 65216		EDU	25,000.00	3 of 3	10/4/2011
Community Assistance Council Inc. 10901 Blue Ridge Blvd. Kansas City, MO 64134-2757		HUM	5,000.00	1 of 1	10/12/2011
Community Center of Shawnee DBA Shawnee Community Services 11110 W 67th St P.O. Box 3072 Shawnee, KS 66203		HUM	20,000.00	1 of 1	10/12/2011

Recipient Name & Address	Fiscal Agent	Purpose	Payment Amount	Payment Number	Payment Date
Community Linc 4012-14 Troost Kansas City, MO 64110		HUM	20,000.00	1 of 1	11/2/2010
Community Linc 4012-14 Troost Kansas City, MO 64110		HUM	20,000.00	1 of 1	10/12/2011
Community Services League 404 N. Noland Rd. Independence, MO 64050		HUM	35,000.00	1 of 1	10/12/2011
Construction Careers Center Board of Education 1224 Gratlan St Louis, MO 63104		EDU	7,500.00	1 of 1	11/9/2010
Cooperating School Districts of the St. Louis Suburban Area 1460 Craig Rd St Louis, MO 63146		EDU	3,000.00	3 of 3	5/3/2011
Coterie Inc. 2450 Grand Blvd., Ste. 144 Kansas City, MO 64108-2520		ART	5,000.00	1 of 1	4/19/2011
Craft Alliance 6640 Delmar Blvd. University City, MO 63130		ART	10,000.00	1 of 1	7/26/2011
Crisis Nursery of the Ozarks Inc. 2750 W. Bennett Springfield, MO 65802		HUM	10,000.00	1 of 1	3/15/2011
Cross-Lines Cooperative Council Inc. 736 Shawnee Ave Kansas City, KS 66105		HUM	35,000.00	1 of 1	10/12/2011
Cultural Festivals 7818 Forsyth Blvd., Ste. 210 Clayton, MO 63105		ART	15,000.00	1 of 1	4/19/2011

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De La Salle Education Center 3740 Forest Ave. Kansas City, MO 64109		EDU	100,000.00	3 of 3	10/4/2011
Developmental Services of Northwest Kansas Inc. 2703 Hall St. Hays, KS 67601		HUM	5,000.00	2 of 2	1/4/2011
Diocese of Jefferson City P O. Box 104900 Jefferson City, MO 65110-4900		EDU	25,000.00	1 of 1	12/21/2010
Diocese of West Missouri the Protestant Episcopal Church and in 420 W. 14th St. P O. Box 413227 Kansas City, MO 64141-3227		CIV	2,500.00	1 of 1	2/2/2011
Don Bosco Community Center 531 Garfield Ave. Kansas City, MO 64124		HUM	25,000.00	1 of 1	8/23/2011
Drumm Foundation 3210 Lee's Summit Rd. Independence, MO 64055-1943		HUM	25,000.00	1 of 1	11/2/2010
Drury University 900 N. Benton Ave. Springfield, MO 65802		EDU	28,334.00	3 of 3	1/4/2011
Duchesne Clinic - A Division of Caritas Clinics Inc. 636 Tauromee Kansas City, KS 66101-3042		HEA	15,000.00	1 of 1	10/12/2011
El Centro Inc. 650 Minnesota Ave. Kansas City, KS 66101		HUM	15,000.00	1 of 1	4/6/2011
El Centro Inc. 650 Minnesota Ave. Kansas City, KS 66101		HUM	25,000.00	1 of 1	10/12/2011

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Episcopal Community Services Inc 11 E 40th St. Kansas City, MO 64111		HUM	50,000.00	1 of 1	10/12/2011
Fair Community Credit 1080 Washington Kansas City, MO 64105	United Way of Greater Kansas City Inc.	CIV	12,500.00	1 of 1	8/9/2011
Fair St. Louis Foundation 301 Prospect St Louis, MO 63110		CIV	15,000.00	1 of 1	5/3/2011
Feed My People 171 Kingston Dr. St. Louis, MO 63125-2932		HUM	20,000.00	1 of 1	10/12/2011
First Call Alcohol Drug Prevention & Recovery 633 E 63rd St. Kansas City, MO 64110		HUM	20,000.00	1 of 1	12/7/2010
Focus St. Louis 815 Olive St., Ste. 110 St. Louis, MO 63101		CIV	12,500.00	2 of 2	3/2/2011
Food Outreach Inc. 3117 Olive St. St. Louis, MO 63103		HUM	12,100.00	1 of 1	3/8/2011
Food Outreach Inc. 3117 Olive St. St Louis, MO 63103		HUM	10,000.00	1 of 1	10/12/2011
Forest Park Forever Inc 5595 Grand Dr. St Louis, MO 63112		CIV	1,000,000.00	1 of 1	8/2/2011
Fort Hays State University Foundation 600 Park St Hays, KS 67601		EDU	12,500.00	2 of 2	5/3/2011

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Franklin Neighborhood Community Association 308 N 2nd St. Belleville, IL 62220		HUM	6,000.00	1 of 1	11/9/2010
Freeman-Oak Hill Health System 931 E. 32nd St. Joplin, MO 64804		HEA	100,000.00	1 of 1	10/6/2011
Friends of Chamber Music 4635 Wyandotte, Ste. 201 Kansas City, MO 64112-1542		ART	80,000.00	1 of 1	11/2/2010
Friends of Chamber Music 4635 Wyandotte, Ste. 201 Kansas City, MO 64112-1542		ART	15,000 00	1 of 1	3/15/2011
Friends of Lee Richardson Zoo P O. Box 1638 312 E Finnup Dr. Garden City, KS 67846		CIV	20,000.00	1 of 1	9/20/2011
Friends of Powell Gardens Inc. 1609 N.W. US Hwy. 50 Kingsville, MO 64061-9000		CIV	10,000.00	1 of 1	4/12/2011
Friends of Sacred Structures Inc. 5960 Dearborn St., Ste 215 Mission, KS 66202-3322		CIV	1,500.00	1 of 1	8/23/2011
Friends of the Park 1920 Grand Ave. St. Joseph, MO 64505		CIV	3,000.00	2 of 2	7/6/2011
Front Porch Alliance-Kansas City Inc. 3210 Michigan Kansas City, MO 64109		HUM	10,000.00	1 of 1	10/12/2011
Gateway Greening Inc 2211 Washington Ave., Ste. 102 St Louis, MO 63103		HUM	37,500 00	1 of 2	12/22/2010

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Gateway Homeless Services Inc. 1000 N. 19th St. St. Louis, MO 63106-3515		HUM	10,000.00	1 of 1	11/2/2010
Gateway Homeless Services Inc. 1000 N. 19th St. St. Louis, MO 63106-3515		HUM	7,500.00	1 of 1	10/12/2011
Gateway to Hope 845 N. New Ballas Ct., Ste 380 St. Louis, MO 63141		HEA	4,500.00	1 of 1	6/2/2011
Gillis Center Inc 8150 Wornall Rd. Kansas City, MO 64114-5898		HUM	25,000.00	1 of 1	1/19/2011
Girl Scouts of Eastern Missouri 2300 Ball Dr St. Louis, MO 63146		HUM	10,000.00	1 of 1	5/3/2011
Glen-Ed Pantry 125 5th Ave. P.O. Box 756 Edwardsville, IL 62025		HUM	7,500.00	1 of 1	10/12/2011
GO St. Louis 300 Hunter Ave., Ste. 107 St. Louis, MO 63124		HUM	4,500.00	1 of 1	8/23/2011
Good Samaritan Boys Ranch P.O. Box 617 Brighton, MO 65617		HUM	10,000.00	2 of 2	10/4/2011
Gordon Parks Elementary School 3715 Wyoming Kansas City, MO 64111		EDU	25,000.00	1 of 1	5/10/2011

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Grace and Holy Trinity Cathedral 415 W. 13th St. P.O. Box 412048 Kansas City, MO 64141		CIV	200,000.00	1 of 1	6/8/2011
Grace Hill Settlement House 2600 Hadley St. St. Louis, MO 63106		HUM	50,000.00	1 of 1	10/12/2011
Grace United Community Ministries Inc. 801-811 Benton Blvd. Kansas City, MO 64124		HUM	10,000.00	1 of 1	10/12/2011
Grandview Assistance Program 1121 Main St. Grandview, MO 64030		HUM	5,000.00	1 of 1	10/12/2011
Nonprofit Connect: Network. Learn. Grow P.O. Box 5813 Kansas City, MO 64171-0813		CIV	25,000.00	1 of 1	2/2/2011
Guadalupe Center Inc. 1015 Avenida Cesar E. Chavez Kansas City, MO 64108		HUM	20,000.00	1 of 1	6/28/2011
Guadalupe Center Inc. 1015 Avenida Cesar E. Chavez Kansas City, MO 64108		HUM	25,000.00	1 of 1	10/12/2011
Guardian Angel Settlement Association P.O. Box 2055 St Louis, MO 63158		HUM	10,000.00	1 of 1	10/12/2011
Habitat for Humanity International Inc. (Heartland Affiliate) 1401 Fairfax Tfwy., Ste 323D Kansas City, KS 66115		HUM	60,000.00	1 of 1	8/9/2011
Habitat for Humanity International Inc (Joplin Area Affiliate) 315 S. Blackcat Rd. Joplin, MO 64801		HUM	19,000.00	1 of 1	10/12/2011

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Harry S Truman Library Institute for National & International Affairs 500 W U.S. Hwy. 24 Independence, MO 64050-1798		CIV	50,000.00	1 of 3	11/2/2010
Harvesters-The Community Food Network 3801 Topping Ave. Kansas City, MO 64129		HUM	150,000.00	1 of 2	12/22/2010
Harvesters-The Community Food Network 3801 Topping Ave. Kansas City, MO 64129		HUM	75,000.00	1 of 1	10/12/2011
Healing House Inc. 4400 St. John Ave Kansas City, MO 64123-1738		HUM	20,000.00	1 of 1	8/2/2011
Health Partnership of Johnson County 7171 W. 95th St., Ste 100 Overland Park, KS 66212		HEA	20,000.00	1 of 1	10/12/2011
Heart of America Community AIDS Partnership c/o Heart of America United Way 1080 Washington Kansas City, MO 64105-2249	United Way of Greater Kansas City Inc.	HEA	7,500.00	1 of 1	4/19/2011
Heart of America Shakespeare Festival 3619 Broadway, Ste. 2 Kansas City, MO 64111		ART	3,000.00	1 of 1	6/2/2011
Heartland Foundation 518 S. 6th St. St. Joseph, MO 64501-2225		HUM	42,500.00	1 of 2	8/2/2011
Heartland Men's Chorus P O. Box 32374 Kansas City, MO 64171-5374		ART	2,000.00	1 of 1	6/28/2011

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Helping Hand Of Goodwill Industries Extended Employment Sheltered Work 1817 Campbell St. Kansas City, MO 64108-1794		HUM	10,000.00	1 of 1	10/12/2011
Hillcrest Ministries 216 S. Jewell St. P.O. Box 17 Liberty, MO 64069		HUM	10,000.00	1 of 1	11/30/2010
Hillcrest Ministries 216 S. Jewell St P.O. Box 17 Liberty, MO 64069		HUM	20,000.00	1 of 1	10/12/2011
Hope Faith Ministries Inc. 705 Virginia Kansas City, MO 64106		HUM	25,000.00	1 of 1	10/4/2011
Hope Network of Raytown 10500 E. 350 Hwy. Raytown, MO 64138		HUM	5,000.00	1 of 1	10/12/2011
Illinois Central College Foundation 1 College Dr. East Peoria, IL 61635-0001		EDU	2,500.00	3 of 3	1/4/2011
Illinois Valley Central School District 321 1300 W. Sycamore Chillicothe, IL 61523		EDU	2,000.00	1 of 1	8/23/2011
Illinois Wesleyan University P.O. Box 2900 Bloomington, IL 61702-2900		EDU	10,000.00	2 of 2	1/4/2011
Interfaith Food Pantry 205 W "B" St Belleville, IL 62220		HUM	5,000.00	1 of 1	10/12/2011

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Interfaith Residence DBA Doorways 4385 Maryland Ave. St Louis, MO 63108		HUM	7,500.00	1 of 1	10/12/2011
International Council of the Museum of Modern Art 11 W 53rd St New York, NY 10019-5498		ART	7,500.00	1 of 1	11/30/2010
International Institute of Metropolitan St. Louis 3654 S. Grand Blvd St. Louis, MO 63118		HUM	25,000.00	1 of 1	10/12/2011
International Relations Council 2226 Commerce Tower 911 Main St. Kansas City, MO 64105-2049		EDU	6,000.00	1 of 1	1/19/2011
JA Worldwide - Junior Achievement of Middle America Inc 4049 Pennsylvania Ave , Ste 150 Kansas City, MO 64111		EDU	17,250.00	1 of 1	7/12/2011
Jackson County Casa Family Justice Center 625 E. 26th St Kansas City, MO 64108		HUM	7,500.00	1 of 1	12/21/2010
JayDoc Free Clinic 300 Southwest Blvd. Kansas City, KS 66103	Kansas University Endowment Assoc.	HEA	10,000.00	1 of 1	10/12/2011
Jefferson County Community Partnership Inc. 1671 Marriott Ln. Barnhart, MO 63012		HUM	5,000 00	1 of 1	11/30/2010
Jefferson County Rescue Mission 8943 Commercial Blvd. P.O. Box 211 Pevely, MO 63070-0211		HUM	15,000 00	1 of 1	10/12/2011

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Jefferson Franklin Community Action Corporation 725 Maple, Ste. 201 P.O. Box 920 Hillsboro, MO 63050-0920		HUM	10,000.00	1 of 1	10/12/2011
Jewish Family Services 5801 W. 115th St., Ste. 103 Overland Park, KS 66211-1824		HUM	15,000.00	1 of 1	10/12/2011
Jewish Family Services 5801 W. 115th St., Ste. 103 Overland Park, KS 66211-1824		HUM	14,872.00	1 of 1	10/12/2011
John Burroughs School 755 S. Price Rd. St. Louis, MO 63124-1899		EDU	2,500.00	1 of 1	11/30/2010
John Burroughs School 755 S. Price Rd. St. Louis, MO 63124-1899		EDU	147,333.00	1 of 3	10/6/2011
John Wornall House Museum Inc. DBA Wornall/Majors Houses 6115 Wornall Rd. Kansas City, MO 64113		CIV	25,000.00	1 of 1	7/19/2011
Kansas City Art Institute 4415 Warwick Blvd. Kansas City, MO 64111-1874		ART	1,000.00	1 of 1	2/15/2011
Kansas City Art Institute 4415 Warwick Blvd. Kansas City, MO 64111-1874		ART	250,000.00	1 of 1	6/8/2011
Kansas City Art Institute 4415 Warwick Blvd. Kansas City, MO 64111-1874		ART	100,000.00	1 of 2	10/6/2011
Kansas City Ballet Association 1616 Broadway Kansas City, MO 64108		ART	50,000.00	1 of 1	4/7/2011

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Kansas City Chamber Orchestra Incorporated 11 E. 40th St Kansas City, MO 64111		ART	5,000.00	1 of 1	6/28/2011
Kansas City Chapter of Young Audiences Inc. DBA Kansas City Young Audiences 5601 Wyandotte Kansas City, MO 64113		ART	25,000.00	1 of 1	9/7/2011
Kansas City Chorale 5601 Wyandotte St., Ste. 412 Kansas City, MO 64113		ART	10,000.00	1 of 1	12/7/2010
Kansas City Community Gardens Inc. 6917 Kensington Kansas City, MO 64132		HUM	15,000.00	1 of 1	9/20/2011
Kansas City Design Center Inc. 1018 Baltimore Ave Kansas City, MO 64105		CIV	25,000.00	2 of 2	11/2/2010
Kansas City Free Health Clinic 3515 Broadway Kansas City, MO 64111		HEA	100,000.00	1 of 1	10/6/2011
Kansas City Free Health Clinic 3515 Broadway Kansas City, MO 64111		HEA	25,000.00	1 of 1	10/12/2011
Kansas City Public Library 14 W. 10th St. Kansas City, MO 64105	University of Missouri-Kansas City	CIV	10,000.00	1 of 1	11/17/2010
Kansas City Public Library 14 W. 10th St. Kansas City, MO 64105		EDU	14,500.00	1 of 1	9/20/2011
Kansas City Public Library 14 W. 10th St Kansas City, MO 64105		EDU	150,000.00	1 of 1	10/6/2011

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Kansas City Repertory Theatre Inc. 4949 Cherry St. Kansas City, MO 64110-2499		ART	20,000.00	1 of 1	4/12/2011
Kansas City Rescue Mission 1520 Cherry St. Kansas City, MO 64108-1530		HUM	20,000.00	1 of 1	10/12/2011
Kansas City String Quartet Program 3965 W. 83rd St., Ste. 154 Prairie Village, KS 66208		ART	2,500.00	1 of 1	7/12/2011
Kansas City Symphony 1703 Wyandotte St., Ste. 200 Kansas City, MO 64108		ART	185,000.00	1 of 2	12/22/2010
Kansas State University Foundation Foundation Office 2323 Anderson Ave., Ste. 500 Manhattan, KS 66502-2911		EDU	10,000.00	1 of 1	12/21/2010
Kansas State University Foundation Foundation Office 2323 Anderson Ave., Ste. 500 Manhattan, KS 66502-2911		EDU	13,500.00	1 of 1	1/4/2011
Kansas State University Foundation <i>Friends of McCain</i> Foundation Office 2323 Anderson Ave., Ste. 500 Manhattan, KS 66502-2911		ART	1,500.00	1 of 1	3/15/2011
Kansas University Endowment Assoc. P.O. Box 928 Lawrence, KS 66044-0928		EDU	37,500.00	1 of 1	8/2/2011
Kansas University Endowment Assoc. - Spencer Museum of Art 1301 Mississippi St. Lawrence, KS 66045-7500		ART	22,500.00	3 of 3	2/2/2011

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Kemper Museum of Contemporary Art Milestone Fund 4420 Warwick Blvd Kansas City, MO 64111-1821	Greater Kansas City Community Foundation	ART	10,000.00	1 of 1	10/25/2011
Kidsmart 12175 Bridgeton Sq. Dr. Bridgeton, MO 63044		EDU	12,500.00	1 of 1	3/8/2011
Lawrence Arts Center Inc. 940 New Hampshire Lawrence, KS 66044		ART	20,000.00	1 of 1	4/14/2011
Lee's Summit Social Services 108 S.E. 4th St. Lee's Summit, MO 64063		HUM	5,000.00	1 of 1	10/12/2011
Legal Services of Eastern Mo Inc. 4232 Forest Park Ave. St. Louis, MO 63108		HUM	15,000.00	1 of 1	9/13/2011
Liberty Memorial Association DBA National World War I Museum 100 W. 26th St. Kansas City, MO 64108-4616		CIV	50,000.00	1 of 2	8/2/2011
Library Foundation for the Benefit of St. Louis Public Library DBA St. Louis Public Library Foundation 1301 Olive Blvd. St. Louis, MO 63103		EDU	7,500.00	1 of 1	11/2/2010
Linda Hall Library Fund 5109 Cherry St. Kansas City, MO 64110-2498	Greater Kansas City Community Foundation	EDU	20,000.00	1 of 1	1/11/2011
Literacy Kansas City 211 W. Armour Blvd., 3rd fl Kansas City, MO 64111		EDU	15,000.00	1 of 1	4/12/2011
Lyric Opera of Kansas City Inc. 1616 Broadway Street Kansas City, MO 64108		ART	75,000.00	1 of 1	12/22/2010

Recipient Name & Address	Fiscal Agent	Purpose	Payment Amount	Payment Number	Payment Date
Madison County Urban League Inc 408 E. Broadway Alton, IL 62002		HUM	15,000.00	1 of 1	10/12/2011
Magic House 516 S. Kirkwood Rd. St. Louis, MO 63122		EDU	30,000 00	1 of 1	8/2/2011
Manhattan - Ogden Unified School District #383 2031 Poyntz Ave. Manhattan, KS 66502		EDU	1,000.00	1 of 1	3/15/2011
Marcfirst 1606 Hunt Dr. Normal, IL 61761		HUM	2,500.00	1 of 1	1/19/2011
Marine Corps Scholarship Foundation Inc. 121 S. Saint Asaph St Alexandria, VA 22314		EDU	20,000.00	1 of 1	5/17/2011
Mary Institute and Saint Louis Country Day School 101 N. Watson Rd. St. Louis, MO 63124		EDU	10,000.00	1 of 1	10/6/2011
Mattie Rhodes Center 1740 Jefferson St. Kansas City, MO 64108		HUM	20,000.00	1 of 1	9/7/2011
Meds & Food For Kids 4488 Forest Park Blvd St. Louis, MO 63108-2215		HUM	25,000 00	1 of 1	1/11/2011
Mercy & Truth Medical Missions Inc. 5817 Nieman Rd. Shawnee, KS 66203		HUM	10,000.00	1 of 1	1/19/2011
Metamora Community Nursing Home DBA Snyder Village 1200 E Partridge R.R. 1 Metamora, IL 61548		HEA	5,000.00	2 of 2	7/6/2011

Recipient Name & Address	Fiscal Agent	Purpose	Payment Amount	Payment Number	Payment Date
Metropolitan Ensemble Theatre 3614 Main St Kansas City, MO 64111		ART	12,500.00	1 of 1	7/12/2011
Metropolitan Lutheran Ministry 3031 Holmes St. Kansas City, MO 64109-1435		HUM	25,000.00	1 of 1	4/5/2011
Metropolitan Lutheran Ministry 3031 Holmes St. Kansas City, MO 64109-1435		HUM	30,000.00	1 of 1	10/12/2011
Metropolitan Organization to Counter Sexual Assault DBA MOCSA 3100 Broadway, Ste. 400 Kansas City, MO 64111		HUM	25,000.00	1 of 1	12/21/2010
Mexico Area Family YMCA Inc. 1127 Adams St. Mexico, MO 65265		HUM	25,000.00	2 of 2	8/16/2011
Mid-America Arts Alliance 2018 Baltimore Ave Kansas City, MO 64108		ART	25,000.00	1 of 1	6/28/2011
Mid-America Regional Council Community Services Corporation 300 Rivergate Center 600 Broadway Kansas City, MO 64105-1554		EDU	25,000.00	1 of 1	3/30/2011
Mid-America Regional Council Community Services Corporation 300 Rivergate Center 600 Broadway Kansas City, MO 64105-1554		CIV	10,000.00	1 of 1	8/30/2011
Midwest Center for Holocaust Education Inc 5801 W. 115th St., Ste. 106 Overland Park, KS 66211-1800		EDU	5,000.00	1 of 1	2/8/2011

Recipient Name & Address	Fiscal Agent	Purpose	Payment Amount	Payment Number	Payment Date
Midwest Foster Care and Adoption Association 3210 S. Lee's Summit Rd. Independence, MO 64055		HUM	12,000.00	1 of 1	3/8/2011
Midwest Foster Care and Adoption Association 3210 S. Lee's Summit Rd. Independence, MO 64055		HUM	10,000.00	1 of 1	10/12/2011
Ministers United Against Human Suffering 240 N. 6th St. East St. Louis, IL 62201		HUM	10,000.00	1 of 1	10/12/2011
Missouri 4-H Foundation 819 Clark Hall Columbia, MO 65211		HUM	10,000.00	2 of 2	10/4/2011
Missouri Botanical Garden Board of Trustees P.O. Box 299 4344 Shaw St. Louis, MO 63166-0299		CIV	5,000.00	2 of 2	11/2/2010
Missouri Botanical Garden Board of Trustees P.O. Box 299 4344 Shaw St. Louis, MO 63166-0299		CIV	125,000.00	3 of 3	10/4/2011
Missouri Botanical Garden Board of Trustees P.O. Box 299 4344 Shaw St. Louis, MO 63166-0299		CIV	83,333.00	4 of 5	10/4/2011
Missouri Community Improvement Industries Inc. 1687 S. Westmount Dr. Farmington, MO 63640		HUM	6,000.00	1 of 1	8/2/2011
Missouri EnergyCare Inc 2758 Wyoming St St. Louis, MO 63118-2313	.	HUM	10,000.00	1 of 1	10/12/2011

Recipient Name & Address	Fiscal Agent	Purpose	Payment Amount	Payment Number	Payment Date
Missouri Military Academy 204 Grand Ave. Mexico, MO 65265		EDU	30,000.00	3 of 3	1/4/2011
Missouri State University Foundation <i>College of Education</i> 901 S. National Ave. Springfield, MO 65897		EDU	25,000.00	2 of 2	7/19/2011
Missourians Who Kare For Injured And Disabled Students P O Box 727 St Peters, MO 63376		HUM	3,500.00	1 of 1	12/7/2010
Municipal Theatre Association of St Louis DBA Muniy Forest Park St Louis, MO 63112-1098		ART	12,500.00	1 of 2	2/8/2011
N2N P.O. Box 32913 Kansas City, MO 64171		HUM	9,100.00	1 of 1	3/8/2011
N2N P.O. Box 32913 Kansas City, MO 64171		HUM	7,500.00	1 of 1	10/12/2011
National Trust for Historic Preservation in the United States 1785 Massachusetts Ave., N.W. Washington, DC 20036		CIV	125,000.00	4 of 4	1/4/2011
National Trust for Historic Preservation in the United States 1785 Massachusetts Ave., N.W. Washington, DC 20036		CIV	25,000.00	1 of 1	9/13/2011
Neighborhood Self Help Fund % United Way of Greater Kansas City 1080 Washington Kansas City, MO 64105	United Way of Greater Kansas City Inc	CIV	5,000.00	1 of 1	11/17/2010

Recipient Name & Address	Fiscal Agent	Purpose	Payment Amount	Payment Number	Payment Date
Neighborhood Self Help Fund % United Way of Greater Kansas City 1080 Washington Kansas City, MO 64105	United Way of Greater Kansas City Inc.	CIV	5,000.00	1 of 1	9/14/2011
Nelson Gallery Foundation <i>Society of Fellows</i> 4525 Oak St Kansas City, MO 64111-1873		ART	9,000.00	1 of 1	2/15/2011
Nelson Gallery Foundation 4525 Oak St. Kansas City, MO 64111-1873		ART	50,000.00	1 of 1	6/8/2011
Northland Assistance Center 2018 Gentry North Kansas City, MO 64116		HUM	5,000.00	1 of 1	4/19/2011
Northland Assistance Center 2018 Gentry North Kansas City, MO 64116		HUM	10,000.00	1 of 1	10/12/2011
Northside Community Center Inc. 4120 Maffitt Ave. St. Louis, MO 63113		HUM	5,000.00	1 of 1	10/12/2011
Office for Catholic Charities 1625 W. Washington Springfield, IL 62702		HUM	7,500.00	1 of 1	10/12/2011
Olathe Medical Center Inc. 20333 W. 151st St. Olathe, KS 66061		HEA	7,500.00	1 of 1	11/15/2010
Opera Theatre of Saint Louis P.O Box 191910 St Louis, MO 63119-7910		ART	9,000.00	1 of 1	4/21/2011

Recipient Name & Address	Fiscal Agent	Purpose	Payment Amount	Payment Number	Payment Date
Opera Theatre of Saint Louis P.O. Box 191910 St. Louis, MO 63119-7910		ART	40,000.00	2 of 3	5/3/2011
Operation Breakthrough Inc. St. Vincent's Family Services Center 3039 Troost Kansas City, MO 64109		HUM	50,000.00	1 of 1	10/12/2011
Operation Food Search Inc. 6282 Olive Blvd. St. Louis, MO 63130		HUM	85,000.00	1 of 1	10/12/2011
Ozark Counseling Center 1550 E. Battlefield, Ste. A Springfield, MO 65804		HUM	6,500.00	1 of 1	7/12/2011
Ozarks Regional YMCA Monett Area 417 S. Jefferson Springfield, MO 65806		HUM	22,500.00	1 of 1	12/7/2010
Ozarks Technical Community College Foundation 1001 E. Chestnut Expy Springfield, MO 65802		EDU	11,250.00	1 of 2	2/15/2011
Partnership for Regional Educational Preparation-Kansas City 700 W. 47th, 6th Fl. Kansas City, MO 64112		EDU	15,000.00	1 of 1	9/20/2011
Paul Mesner Puppets Inc 1006 Linwood Blvd. Kansas City, MO 64109		ART	5,000.00	1 of 1	10/25/2011
Pembroke Hill School Wornall Campus 400 W. 51st St. Kansas City, MO 64112		EDU	500,000.00	3 of 3	10/4/2011

Recipient Name & Address	Fiscal Agent	Purpose	Payment Amount	Payment Number	Payment Date
Peter and Paul Community Services Inc. 1025 Park Ave, Ste. 1023 St. Louis, MO 63104		HUM	7,500.00	1 of 1	10/12/2011
Phoenix Family Housing Corporation 2838 Warwick Tfwy. Kansas City, MO 64108		HUM	20,000.00	1 of 1	10/12/2011
Planned Parenthood of Kansas and Mid-Missouri 4401 W. 109th, Ste. 200 Overland Park, KS 66211		HEA	50,000.00	1 of 2	12/22/2010
Pony Express Historical Association Inc. <i>Patee House Museum</i> 1202 Penn St. P.O. Box 1022 St. Joseph, MO 64503		CIV	10,000.00	1 of 2	5/17/2011
Presser Hall Restoration Society DBA Presser Performing Arts Society 900 S Jefferson St. P.O. Box 845 Mexico, MO 65265		ART	10,000.00	1 of 1	11/30/2010
Pro Musica 211 S. Main St, Ste. 312 Joplin, MO 64801		ART	7,500.00	1 of 1	11/17/2010
Raytown Emergency Assistance Program Inc. 9300 East 75th Street Raytown, MO 64138-6536		HUM	25,000.00	1 of 1	10/12/2011
Redemptorist Social Services Center Inc. 207 W Linwood Blvd. Kansas City, MO 64111-1327		HUM	11,000.00	1 of 1	9/7/2011
Redemptorist Social Services Center Inc 207 W. Linwood Blvd. Kansas City, MO 64111-1327		HUM	25,000.00	1 of 1	10/12/2011

Recipient Name & Address	Fiscal Agent	Purpose	Payment Amount	Payment Number	Payment Date
Repertory Theatre of St. Louis P.O. Box 191730 St. Louis, MO 63119		ART	10,000.00	1 of 1	11/17/2010
Restart Inc. 918 E. 9th St. Kansas City, MO 64106-3072		HUM	20,000.00	1 of 1	10/12/2011
Riverview Health Services Inc 722 Reynolds Ave. Kansas City, KS 66101		HEA	10,000.00	1 of 1	10/12/2011
Ronald McDonald House Charities of Metro St. Louis Inc. 3450 Park Ave. St. Louis, MO 63104		HUM	12,500.00	2 of 2	1/4/2011
Rose Brooks Center Inc. P.O. Box 320599 Kansas City, MO 64132-0599		HUM	20,000.00	1 of 1	10/4/2011
Russell Child Development Center Inc. 714 Ballinger Garden City, KS 67846		EDU	10,000.00	1 of 1	2/2/2011
S.A.V.E. Foundation Inc. P.O. Box 45301 Kansas City, MO 64171-8301		HUM	10,000.00	1 of 1	10/12/2011
Safehome Inc. P.O. Box 4563 Overland Park, KS 66204-0563		HUM	25,000.00	1 of 1	7/12/2011
Saint Louis Symphony Orchestra 718 N Grand Blvd. St Louis, MO 63103		ART	22,500.00	1 of 1	5/10/2011
Saint Lukes Health System Home Care and Hospice 3100 Broadway, Ste. 1000 Kansas City, MO 64111		HEA	200,000.00	1 of 1	10/6/2011

Recipient Name & Address	Fiscal Agent	Purpose	Payment Amount	Payment Number	Payment Date
Saint Vincent Clinic 818 N. 7th St. Leavenworth, KS 66048		HEA	5,000.00	1 of 1	4/26/2011
Salvation Army of Garden City, KS 216 N. 9th St. Garden City, KS 67846		HUM	6,000.00	1 of 1	3/8/2011
Salvation Army of Kansas City, KS 6723 State Ave. Kansas City, KS 66102		HUM	10,000.00	1 of 1	10/12/2011
Salvation Army of Kansas City, MO Olathe Corps 3637 Broadway P.O. Box 412577 Kansas City, MO 64141-2503		HUM	25,000.00	1 of 3	8/2/2011
Salvation Army of Kansas City, MO 3637 Broadway P.O. Box 412577 Kansas City, MO 64141-2503		HUM	25,000.00	1 of 1	10/12/2011
Samuel U. Rodgers Health Center Inc. 825 Euclid Ave. Kansas City, MO 64124		HEA	20,000.00	1 of 1	10/12/2011
Science Pioneers Inc 30 W. Pershing Rd., Ste. 410 Kansas City, MO 64108		EDU	10,000.00	1 of 1	4/26/2011
Senior Home Security Inc DBA Home Services 3755 Forest Park Ave. St. Louis, MO 63108-3311		HUM	5,000.00	1 of 1	10/12/2011
Seton Center Inc. 2816 E. 23rd St. Kansas City, MO 64127		HUM	15,000.00	1 of 1	10/12/2011

Recipient Name & Address	Fiscal Agent	Purpose	Payment Amount	Payment Number	Payment Date
Shakespeare Festival of St. Louis 5715 Elizabeth Ave. St. Louis, MO 63110		ART	7,500.00	1 of 1	4/5/2011
Sheffield Place 6604 E. 12th St. Kansas City, MO 64126-2208		HUM	25,000.00	1 of 1	4/26/2011
Sheffield Place 6604 E. 12th St. Kansas City, MO 64126-2208		HUM	10,000.00	1 of 1	10/12/2011
Sheldon Arts Foundation 3648 Washington Blvd. St. Louis, MO 63108		ART	10,000.00	1 of 1	12/7/2010
Shepherd's Center of the Northland Inc. 4805 N.E. Antioch Rd , Ste. 9 Kansas City, MO 64119		HUM	10,000.00	1 of 1	10/25/2011
Skowhegan School of Painting and Sculpture Inc. 200 Park Ave S., Ste. 1116 New York, NY 10003-1503		ART	1,000.00	1 of 1	2/15/2011
Society of St. Vincent de Paul, Council of St. Louis 100 N. Jefferson St Louis, MO 63103		HUM	100,000.00	1 of 1	10/12/2011
Sojourner Health Clinic <i>Lazarus Ministries</i> UMKC-School of Medicine M1-110 Medical School Bldg 2411 Holmes St. Kansas City, MO 64108-2792	University of Missouri-Kansas City - Schools of Dentistry and Medicine	HEA	10,000.00	1 of 1	10/12/2011
Southwest Baptist University 1600 University Ave Bolivar, MO 65613-2496		EDU	11,500.00	1 of 2	4/19/2011

Recipient Name & Address	Fiscal Agent	Purpose	Payment Amount	Payment Number	Payment Date
Southwest Boulevard Family Health Care Inc DBA Family Health Care 340 Southwest Blvd. Kansas City, KS 66103		HEA	50,000.00	1 of 1	4/7/2011
Southwest Boulevard Family Health Care Inc DBA Family Health Care 340 Southwest Blvd. Kansas City, KS 66103		HEA	20,000.00	1 of 1	10/12/2011
Spanish Lake Community Association P.O. Box 372082 Spanish Lake, MO 63138		CIV	8,500.00	1 of 1	10/12/2011
Speaking of Women's Health - Shawnee Mission, KS 7315 Frontage Rd., Ste. 221 Shawnee Mission, KS 66204	Shawnee Mission Medical Center Inc.	HEA	10,000.00	1 of 1	8/23/2011
Springboard to Learning Inc. Centene Center for the Arts 3547 Olive Blvd. St. Louis, MO 63103		ART	7,500.00	1 of 1	6/2/2011
St. Louis Area Food Bank Inc. 70 Corporate Woods Dr. St. Louis, MO 63044		HUM	125,000.00	1 of 1	10/12/2011
St. Louis Art Museum Foundation 1 Fine Arts Dr. Forest Park St. Louis, MO 63110-5130		ART	2,500.00	1 of 1	1/4/2011
St. Louis Children's Hospital Foundation 1 Children's Pl. St. Louis, MO 63110		HEA	25,000.00	1 of 1	8/9/2011
St. Louis Crisis Nursery 11710 Administration Dr., Ste. 18 St. Louis, MO 63146		HUM	10,000.00	1 of 1	10/12/2011

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St. Luke's Hospital of Kansas City <i>Brain and Stroke Institute</i> P.O. Box 119000 Kansas City, MO 64171-9000		HEA	500,000.00	1 of 1	10/12/2011
St. Margaret of Scotland School 3964 Castleman Ave. St Louis, MO 63110		EDU	5,000.00	2 of 2	6/2/2011
St. Mary's Episcopal Church 1307 Holmes St. Kansas City, MO 64106		CIV	5,488.00	1 of 1	11/2/2010
St. Patrick Center 800 N. Tucker Blvd. St. Louis, MO 63101		HUM	14,500.00	1 of 1	3/30/2011
St. Patrick Center 800 N. Tucker Blvd. St. Louis, MO 63101		HUM	15,000.00	1 of 1	10/12/2011
St. Paul's Episcopal Day School 4041 Main St. Kansas City, MO 64111-2312	Diocese of West Missouri the Protestant Episcopal Church and in	EDU	50,000.00	3 of 3	10/4/2011
St. Teresa's Academy 5600 Main St. Kansas City, MO 64113-1298		EDU	100,000.00	1 of 1	10/6/2011
Stanford University Board of Trustees of the Leland Stanford Junior College <i>Graduate School of Business</i> Office of Development 326 Galvez St. Stanford, CA 94305-6015		EDU	25,000.00	1 of 1	4/5/2011
Strong City School Fund P.O. Box 419037 300 E. 36th St. Kansas City, MO 64111	Greater Kansas City Community Foundation	EDU	5,000.00	1 of 1	5/10/2011

Recipient Name & Address	Fiscal Agent	Purpose	Payment Amount	Payment Number	Payment Date
Sis. Joachim and Ann Care Service 4116 McClay Rd. St. Charles, MO 63304		HUM	100,000.00	1 of 1	10/12/2011
Summerfest Concerts and/or Recordings Inc. P.O. Box 22697 Kansas City, MO 64113-0697		ART	6,000.00	1 of 1	5/17/2011
Sunflower House 15440 W. 65th St. Shawnee, KS 66217		HUM	6,500.00	1 of 1	2/15/2011
Swope Health Services 3801 Blue Pkwy. Kansas City, MO 64130-2807		HEA	20,000.00	1 of 1	10/12/2011
Synergy Services Inc. 400 E. 6th St. Parkville, MO 64152-3703		HUM	10,000.00	1 of 1	10/12/2011
Teach for America Inc. (Kansas City Affiliate) 3100 Broadway, Ste. 1114 Kansas City, MO 64111		EDU	30,000.00	1 of 1	8/2/2011
Teach for America Inc (St. Louis Affiliate) 815 Olive St., Ste. 14 St. Louis, MO 63101		EDU	35,730.00	2 of 3	11/2/2010
Teach for America Inc. (St. Louis Affiliate) 815 Olive St., Ste. 14 St. Louis, MO 63101		EDU	30,000.00	3 of 3	8/2/2011
Territorial Kansas Heritage Alliance DBA Freedom's Frontier National Heritage Area P.O. Box 526 Lawrence, KS 66044		CIV	25,000.00	1 of 1	7/12/2011
The Bridge Outreach 1610 Olive St St Louis, MO 63103		HUM	5,000.00	1 of 1	10/12/2011

Recipient Name & Address	Fiscal Agent	Purpose	Payment Amount	Payment Number	Payment Date
The Salvation Army of St. Louis, MO 1130 Hampton Ave. St Louis, MO 63139		HUM	100,000.00	1 of 1	10/12/2011
The Society of Saint Andrew Inc. West Headquarters 3801 Topping Ave. Kansas City, MO 64129		HUM	10,000.00	1 of 1	10/12/2011
Town of Normal Childrens Discovery Museum Foundation DBA Children's Discovery Museum 101 E. Beaufort St Normal, IL 61761		EDU	7,500.00	1 of 2	7/12/2011
Trustees of Princeton University P O. Box 5357 Princeton, NJ 08543		EDU	2,500.00	1 of 1	3/8/2011
Trustees of Princeton University P O. Box 5357 Princeton, NJ 08543		EDU	3,000.00	1 of 1	5/24/2011
Trustees of the Home for Little Wanderers DBA Noyes Home For Children 801 N. Noyes Blvd St. Joseph, MO 64506		HUM	15,000.00	1 of 1	8/16/2011
Turner House Clinic Inc. 21 N. 12th St., Ste. 300 Kansas City, KS 66102		HEA	25,000.00	1 of 1	7/26/2011
Turner House Clinic Inc. 21 N. 12th St., Ste. 300 Kansas City, KS 66102		HEA	10,000.00	1 of 1	10/12/2011
UMKC Trustees 311 Administrative Ctr. 5115 Oak St. Kansas City, MO 64110		EDU	3,150.00	1 of 1	11/9/2010

Recipient Name & Address	Fiscal Agent	Purpose	Payment Amount	Payment Number	Payment Date
United Inner City Services 2008 E. 12th St Kansas City, MO 64127		HUM	10,000.00	1 of 1	10/12/2011
United Methodist Open Door Inc. P.O. Box 2756 Wichita, KS 67201-2756		HUM	14,167.00	1 of 3	8/2/2011
United Way of Greater St. Joseph Inc. P.O. Box 188 118 S 5th St St Joseph, MO 64502		EDU	25,000.00	1 of 1	9/7/2011
United Way of Greater St. Louis Inc. 910 N 11th St. St. Louis, MO 63101-1018		HUM	25,000 00	1 of 1	5/3/2011
United Way of Greater St. Louis Inc. 910 N. 11th St. St. Louis, MO 63101-1018		HUM	12,500.00	1 of 1	9/13/2011
University of Kansas Medical Center DBA Kansas University Medical Center 3901 Rainbow Blvd. Kansas City, KS 66160	Kansas University Endowment Assoc.	HEA	66,666.00	3 of 3	1/11/2011
University of Missouri-Columbia - Office of the Chancellor 105 Jesse Hall Columbia, MO 65211		EDU	50,000 00	1 of 1	6/8/2011
University of Missouri-Kansas City - Henry W. Bloch School of Management 5100 Rockhill Rd Kansas City, MO 64110-2499		EDU	50,000.00	1 of 1	6/8/2011
University of Missouri-Kansas City - KCUR Radio 4825 Troost, Ste. 202 Kansas City, MO 64110		EDU	10,000 00	1 of 1	10/25/2011

Recipient Name & Address	Fiscal Agent	Purpose	Payment Amount	Payment Number	Payment Date
University of Saint Mary 4100 S. 4th St. Leavenworth, KS 66048-5082		EDU	12,500.00	1 of 2	4/12/2011
Uplift Organization Inc. P.O. Box 270175 1516 Prospect Ave. Kansas City, MO 64127-0175		HUM	7,500.00	1 of 1	10/12/2011
Urban League of Kansas Inc. 2418 E. 9th Wichita, KS 67214		HUM	5,000.00	1 of 1	11/23/2010
Urban League of Metropolitan St. Louis 3701 Grandel Sq. St Louis, MO 63108		HUM	75,000.00	1 of 1	10/12/2011
Vaughn-Trent Community Services Inc. 246 Shadyside St. P O. Box 75 Bonner Springs, KS 66012		HUM	10,000.00	1 of 1	10/12/2011
Village Shalom Inc. 5500 W. 123rd St. Overland Park, KS 66209		HUM	25,000.00	1 of 1	4/12/2011
Washington University William Greenleaf Eliot Society 1 Brookings Dr., Campus Box 1192 St. Louis, MO 63130		EDU	25,000.00	2 of 2	6/2/2011
Washington University School of Medicine 1 Brookings Dr., Campus Box 1192 St. Louis, MO 63130		EDU	300,000.00	3 of 4	10/4/2011
Washington University Mildred Lane Kemper Art Museum 1 Brookings Dr., Campus Box 1192 St. Louis, MO 63130		ART	150,000.00	4 of 5	10/4/2011

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Watkins Mill Association Inc. 2660 N. Park Rd Lawson, MO 64062		CIV	10,000.00	1 of 1	9/13/2011
Webster University 470 E Lockwood Ave St. Louis, MO 63119-3194		EDU	30,000.00	3 of 3	8/2/2011
William Jewell College Trustees of 500 College Hill Liberty, MO 64068-1896		EDU	200,000.00	2 of 5	10/25/2011
William Jewell College Trustees of (Harriman-Jewell Series) 500 College Hill Campus Box 1015 Liberty, MO 64068-1896		ART	75,000 00	1 of 1	11/2/2010
William Jewell College Trustees of (Harriman-Jewell Series) 500 College Hill Campus Box 1015 Liberty, MO 64068-1896		ART	5,000 00	1 of 1	6/8/2011
Williams Henry Dance Theatre DBA Wyllyams/Henry Contemporary Dance Company 209 S. Olive Kansas City, MO 64124		ART	5,000 00	1 of 1	6/28/2011
Young Men's Christian Association of Champaign, Ill 500 W. Church St. Champaign, IL 61820		HUM	5,000.00	3 of 3	3/30/2011
Young Men's Christian Association of Wichita 3330 N. Woodlawn Wichita, KS 67220		HUM	100,000.00	1 of 3	10/4/2011
Youth Entrepreneurs of Kansas Inc. 4111 E. 37th St. N., Ste. D101 Wichita, KS 67220		EDU	18,000.00	1 of 1	9/13/2011

Recipient Name & Address	Fiscal Agent	Purpose	Payment Amount	Payment Number	Payment Date
Youth Symphony Association of Kansas City Inc 5960 Dearborn, Ste. 206 Mission, KS 66202		ART	10,000.00	1 of 1	3/15/2011
Total Contributions for the Year:			10,711,416.00		

Legis Notes		Organization	FY11/12	FY12/13	FY13/14	FY14/15	FY15/16
EC		Baby Fold	4,000	01/12			
EC		Children's Discovery Museum	7,500	07/12			
		Sub-Total: Paid & Outstanding	0	11,500	0	0	0
CMT		Barstow School	10,000	08/12			
CMT	Contingency	Big Brothers/Big Sisters of Greater Kansas City	75,000	10/12	75,000		
CMT	Contingency	Butterfield Youth Services	20,000	12/11			
CMT		DeLaSalle Education Center	30,000	11/11			
CMT		Friends of Chamber Music	80,000	11/11			
CMT		Harriman-Jewell Series	80,000	11/11			
CMT		Harry S Truman Library Institute	50,000	11/11	50,000		
CMT		Harvesters	150,000	12/11			
CMT	up to \$250,000	Kansas City Art Institute	150,000	10/12			
CMT		Kansas City Design Center	100,000	11/11			
CMT		Kansas City Repertory Theatre	21,310	11/11			
CMT		Kansas City Symphony	185,000	12/11			
CMT		Kansas City Symphony	70,000	01/12			
CMT		Kansas University Medical Center	66,667	01/12	66,667		
CMT		Lync Opera of Kansas City	150,000	11/11			
CMT	Contingency	Music-Arts Institute	22,500	07/12			
CMT		National World War I Museum	50,000	08/12			
CMT	Contingency	Olathe Medical Center	25,000	10/12			
CMT		Planned Parenthood of Kansas City	50,000	12/11			
CMT		Salvation Army - Kansas and Western Missouri Division	25,000	08/12	25,000		
CMT	Contingency	TLC for Children and Families	125,000	10/12	125,000		
CMT	Contingency	Truman Medical Center	100,000	10/12	100,000		
CMT	Contingency	Unity Temple on the Plaza	12,500	10/12			
KCMT		University of Missouri Kansas City Trustees	5,000	11/11			
KCMT		University of Saint Mary	12,500	04/12			
KCMT	Contingency	Urban Ranger Corps	20,000	10/12			
KCMT	Contingency	Wayside Waifs	50,000	09/12			
KCMT		William Jewell College	200,000	10/12	200,000		
		Sub-Total: Paid & Outstanding	0	1,935,477	641,667	0	0
KSNE	Contingency	Communities in Schools of Kansas	10,000	10/12			
		Sub-Total: Paid & Outstanding	0	10,000	0	0	0
KSSC		United Methodist Open Door	14,167	08/12	14,166		
KSSC		YMCA, Wichita	100,000	10/12	100,000		
		Sub-Total: Paid & Outstanding	0	114,167	114,166	0	0
MONC		Phoenix Programs	20,000	10/12			
MONC	Contingency	William Woods University	50,000	01/12	50,000		
MONC		YMCA, Mexico	25,000	08/12			
		Sub-Total: Paid & Outstanding	0	95,000	50,000	0	0
							50,000

William T. Kemper Foundation

Legic Notes	Organization	FY 11/12	FY 12/13	FY 13/14	FY 14/15	FY 15/16
10NW	Heartland Foundation	42,500	08/12			
10NW	Pony Express Historical Association	10,000	05/12			
10N Contingency	YMCA, St Joseph	42,500	10/12	42,500		
		0	95,000	0	0	0
	Sub-Total: Paid & Outstanding			50,000		
.LMT	Cardinal Ritter College Prep High School	50,000	11/11			
.LMT	Gateway Greening	12,500	12/11	42,500		
.LMT	John Burroughs School	147,333	10/12	50,000		
.LMT	John Burroughs School	2,500	11/11	147,334		
.LMT Contingency	Maryville University	46,666	06/12	2,500		
.LMT	Missouri Botanical Garden - Endowment	183,334	10/12	46,667		
.LMT	MUNY	12,500	02/12			
.LMT	Opera Theatre of St Louis	40,000	05/12			
.LMT	Teach for America - Alumni Program	35,730	11/11			
.LMT	Washington University - Art Museum	300,000	10/12			
.LMT	Washington University - School of Medicine	300,000	10/12			
	Sub-Total: Paid & Outstanding	0	1,130,563	246,501	96,667	0
.PMT	Ozarks Technical Community College	11,250	02/12			
.PMT	Southwest Baptist University	11,500	04/12			
	Sub-Total: Paid & Outstanding	0	22,750	0	0	0
ISA	International Council of the Museum of Modern Art	10,000	11/11			
	Sub-Total: Paid & Outstanding	0	10,000	0	0	0
	Total: Outstanding	3,424,457	1,094,834	363,333	0	0

4,882,624