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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning 12-01-2010 , and ending 11-30-2011

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

Name of foundation
JOHN R WOODS FOUNDATION

A Employer identification number
27-6155799

Number and street (or P O box number if mail is not delivered to street address)
C/O MI TR CO PO BOX 2977

Room/suite

B Telephone number (see page 10 of the instructions)
(414) 815-3755

City or town, state, and ZIP code
MILWAUKEE, WI 532012977

C If exemption application is pending, check here ☐
D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)
\$ 3,637,309

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

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	149,937	149,937		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	135,599			
	b Gross sales price for all assets on line 6a <u>1,772,047</u>				
	7 Capital gain net income (from Part IV , line 2)		135,599		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	285,536	285,536		
	13 Compensation of officers, directors, trustees, etc	19,989	19,989		
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	35,792	35,792		
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	8,523	2,839		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	64,304	58,620		0
	25 Contributions, gifts, grants paid	140,000			140,000
	26 Total expenses and disbursements. Add lines 24 and 25	204,304	58,620		140,000
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	81,232			
	b Net investment income (if negative, enter -0-)		226,916		
	c Adjusted net income (if negative, enter -0-)				

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

Cat No 11289X

Form **990-PF** (2010)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	100,016	114,829	114,829
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	1,963,861	2,210,970	2,325,504
	c	Investments—corporate bonds (attach schedule).	1,415,385	1,233,297	1,190,195
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)	4,511	6,781	6,781	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	3,483,773	3,565,877	3,637,309	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	3,483,773	3,565,877	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see page 17 of the instructions)	3,483,773	3,565,877	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	3,483,773	3,565,877		

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 3,483,773
2	Enter amount from Part I, line 27a	2 81,232
3	Other increases not included in line 2 (itemize) ▶ _____	3 3,865
4	Add lines 1, 2, and 3	4 3,568,870
5	Decreases not included in line 2 (itemize) ▶ _____	5 2,993
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6 3,565,877

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)
1 a	See Attached Schedules	P	2001-01-01	2011-11-30
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,772,047	0	1,636,448	135,599
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) 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 0	0	0	135,599
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	135,599
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009			
2008	178,916	4,247,904	0 042119
2007	249,607	5,036,519	0 049559
2006	234,824	4,582,283	0 051246
2005	108,642	4,298,274	0 025276

2 Total of line 1, column (d).	2	0 168200
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 042050
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5.	4	3,936,316
5 Multiply line 4 by line 3.	5	165,522
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	2,269
7 Add lines 5 and 6.	7	167,791
8 Enter qualifying distributions from Part XII, line 4.	8	140,000

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)		
1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		14,538
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-)		0
3 Add lines 1 and 2.		14,538
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		14,538
6 Credits/Payments		
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a5,400	
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.		5,400
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		862
11 Enter the amount of line 10 to be Credited to 2011 estimated tax 862 Refunded		11

Part VII-A Statements Regarding Activities			
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? 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.		1b	No
c Did the foundation file Form 1120-POL for this year?.		1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ (2) On foundation managers \$			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?.		4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?.		4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV		7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) _____			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .		8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		9	No
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		10	No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of PAM ROBERTS Telephone no (314) 543-3474 Located at 13205 MANCHESTER RD ST LOUIS MO ZIP+4 63131			
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	
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country.				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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).			
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 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b		
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		No
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 20 , 20 , 20 , 20			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions).	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 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?			
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions).

☐ Yes ☒ No

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

☐ Yes ☒ No

b

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

Organizations relying on a current notice regarding disaster assistance check here.

☒

c

If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

☐ Yes ☐ No

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

6a

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

☐ Yes ☒ No

b

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

☐ Yes ☒ No

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

7a

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

☐ Yes ☒ No

b

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

☐ Yes ☒ No

Part VIII

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

1

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MARSHALL & ILSLEY TR CO NA	Co-TTEE	19,989	0	0
PO BOX 2977	2 00			
MILWAUKEE, WI 53201				
CATHERINE W HILL	Co-TTee	0	0	0
1464 PERIWINKIE DR	1 00			
BOULDER, CO 80304				

2

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

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

Total

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

0

Part VIII

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	

Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	3,996,260
b	Average of monthly cash balances.	1b	0
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	3,996,260
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	3,996,260
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	59,944
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,936,316
6	Minimum investment return. Enter 5% of line 5.	6	196,816

Part XI

Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☒ and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	196,816
2a	Tax on investment income for 2010 from Part VI, line 5.	2a	4,538
b	Income tax for 2010 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	4,538
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	192,278
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	192,278
6	Deduction from distributable amount (see page 25 of the instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	192,278

Part XII

Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	140,000
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	140,000
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	140,000
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1	Distributable amount for 2010 from Part XI, line 7			
2	Undistributed income, if any, as of the end of 2010			
a	Enter amount for 2009 only. 131,910			
b	Total for prior years 20____, 20____, 20____			
3	Excess distributions carryover, if any, to 2010			
a	From 2005.			
b	From 2006.			
c	From 2007.			
d	From 2008.			
e	From 2009.			
f	Total of lines 3a through e.			
4	Qualifying distributions for 2010 from Part XII, line 4 ➤ \$ 140,000			
a	Applied to 2009, but not more than line 2a 131,910			
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)			
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .			
d	Applied to 2010 distributable amount. 8,090			
e	Remaining amount distributed out of corpus			
5	Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)			
6	Enter the net total of each column as indicated below:			
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5			
b	Prior years' undistributed income Subtract line 4b from line 2b.			
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.			
d	Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .			
e	Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			
f	Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011. 184,188			
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).			
8	Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions).			
9	Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a.			
10	Analysis of line 9			
a	Excess from 2006.			
b	Excess from 2007.			
c	Excess from 2008.			
d	Excess from 2009.			
e	Excess from 2010.			

Part XIV

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

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2010	(b) 2009	(c) 2008	(d) 2007	
b	85% of line 2a					
c	Qualifying distributions from Part XII, line 4 for each year listed.					
d	Amounts included in line 2c not used directly for active conduct of exempt activities.					
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c.					
3	Complete 3a, b, or c for the alternative test relied upon					
a	"Assets" alternative test—enter					
	(1) Value of all assets					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b	"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c	"Support" alternative test—enter					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
	(3) Largest amount of support from an exempt organization					
	(4) Gross investment income					

Part XV

Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of the instructions.)

1

Information Regarding Foundation Managers:

a

List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

NONE

b

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

NONE

2

Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

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

a

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

JOHN R WOODS FDN CO MARSHALL ILSLEY
13205 MANCHESTER RED
ST LOUIS, MO 63131
(314) 543-3474

b

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

COVER LETTER EXPLAINING THE PURPOSE OF THEIR ORGANIZATION MUST ALSO ENCLOSE A COPY OF THE DETERMINATION LETTER VERIFYING 501(C) (3) STATUS

c

Any submission deadlines

NONE

d

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

NONE

Part XV **Supplementary Information** (continued)

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

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i> SEE ATTACHED SCHEDULE C/O M I TRUST CO NA MILWAUKEE, WI 53224		p	Charitable	140,000
Total			3a	140,000
b <i>Approved for future payment</i>				
Total			3b	

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	149,937	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	135,599	
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). .				285,536	
13 Total. Add line 12, columns (b), (d), and (e).			13		285,536

[illegible]

Part XVII

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

1

Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a

Transfers from the reporting foundation to a noncharitable exempt organization of

1

Cash.

1a(1)

No

2

Other assets.

1a(2)

No

b

Other transactions

1

Sales of assets to a noncharitable exempt organization.

1b(1)

No

2

Purchases of assets from a noncharitable exempt organization.

1b(2)

No

3

Rental of facilities, equipment, or other assets.

1b(3)

No

4

Reimbursement arrangements.

1b(4)

No

5

Loans or loan guarantees.

1b(5)

No

6

Performance of services or membership or fundraising solicitations.

1b(6)

No

c

Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

1c

No

d

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

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

2a

Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐

Yes

☒

No

b

If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
--------------------------	--------------------------	---------------------------------

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

2012-04-03

Date

Title

Paid Preparer's Use Only

Preparer's Signature

LAURA LESPERANCE CPA

Date

2012-04-05

Check if self-employed

☐

PTIN

Firm's name

M & I TRUST CO NA

11270 WEST PARK PLACE SUITE 400

Firm's address

MILWAUKEE, WI 53224

Firm's EIN

Phone no

(414) 815-3500

Form 990-PF (2010)

TY 2010 Other Decreases Schedule

Name: JOHN R WOODS FOUNDATION

EIN: 27-6155799

Description	Amount
ROC adjustment to CV and sales	93
Wash Sale Loss	2,900

TY 2010 Other Increases Schedule**Name:** JOHN R WOODS FOUNDATION**EIN:** 27-6155799

Description	Amount
Return of Capital & non dividend distribution	466
Timing Difference & Accruals	3,399

TY 2010 Taxes Schedule**Name:** JOHN R WOODS FOUNDATION**EIN:** 27-6155799

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PRIOR YR EXCISE TAX PD	284			
ESTIMATED EXCISE TAX	5,400			
FOREIGN TAX PD	2,839	2,839		

TRAN RHTI INVESTMENT REVIEW ACCOUNT TOTALS 07:55 04/01/11

BANK 98

ACCOUNT NO : 44X016008 JOHN WOODS FDN - CONSOLIDATED

ASSETS FROZEN DATE: 11/30/2010

INCOME CASH : 123,313.72

PRINCIPAL CASH: 123,313.72-

UNITS	COST/ CARRYING VALUE	MARKET VALUE	ACCRUAL/ EST. ANN. INCOME
CASH EQUIVALENTS	100,016.38		0.81
100,016.380	100,016.38	100,016.38	10.00
FIXED INCOME	1,415,384.77		1,900.77
112,410.338	1,415,384.77	1,509,594.12	58,001.98
EQUITIES	1,963,861.30		2,609.49
88,846.000	1,963,861.30	2,170,468.42	32,968.42
OTHER	0.00		0.00
0.000	0.00	0.00	0.00
=====	=====	=====	=====
GRAND TOTAL	3,479,262.45		4,511.07
301,272.718	3,479,262.45	3,780,078.92	90,980.40

PRESS CLEAR FOR INVESTMT REVIEW MENU; ENTER 'TERM' TO SIGN OFF TRAN ==> RHTI

Part II Balance Sheet

TRAN RHTI INVESTMENT REVIEW ACCOUNT TOTALS 08 45 04/03/12

BANK 98

ACCOUNT NO . JOHN WOODS FDN - CONSOLIDATED

ASSETS FROZEN DATE: 11/30/2011

INCOME CASH 252,045.98

PRINCIPAL CASH: 252,045.98-

UNITS	COST/ CARRYING VALUE	MARKET VALUE	EST. ANN INCOME
CASH EQUIVALENTS	114,828.68		1 10
114,828.680	114,828.68	114,828.68	11 48
FIXED INCOME	1,233,296.68		2,466.96
95,535 868	1,233,296.68	1,190,194 79	93,660.81
EQUITIES	2,210,970.22		4,312.55
99,424 000	2,210,970 22	2,325,504.39	43,120.53
OTHER	0 00		0.00
0.000	0 00	0.00	0.00
=====	=====	=====	=====
GRAND TOTAL	3,559,095 58		6,780.61
309,788.548	3,559,095 58	3,630,527.86	136,792 82

PRESS CLEAR FOR INVESTMT REVIEW MENU; ENTER 'TERM' TO SIGN OFF TRAN ==> RHTI

Part IV Gains/Losses

ACCT :
FROM 12/31/2010
TO 11/30/2011

MARSHALL & ILSLEY TRUST COMPANY N A
STATEMENT OF CAPITAL GAINS AND LOSSES
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TRUST YEAR ENDING 11/30/2011

TAX PREPARER LL2
TRUST ADMINISTRATOR A4P
INVESTMENT OFFICER SAE

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
70 0000 ABBOTT LABS COM - 002824100 - MINOR = 482						
SOLD		08/31/2011	3652 78			
ACQ	70 0000	11/18/2010	3652 78	3308 65	SUB TRUST 44X016065 344 13	ST
60 0000 ABBOTT LABS COM - 002824100 - MINOR = 482						
SOLD		10/24/2011	3208 84			
ACQ	5 0000	11/18/2010	267 40	236 33	SUB TRUST 44X016065 31 07	ST
	55 0000	12/21/2010	2941 44	2639 51	301 93	ST
253 0000 ACACIA RESH CORP AR ACACIA TECHNOLOGIES COM - 003881307 - MINOR = 424						
SOLD		09/14/2011	11394 90			
ACQ	253 0000	05/09/2011	11394 90	9802 89	SUB TRUST 44X016057 1592 01	ST
240 0000 ADMIRAL GROUP ADR - 007192107 - MINOR = 472						
SOLD		11/07/2011	4544 33			
ACQ	240 0000	01/25/2011	4544 33	6338 57	SUB TRUST 44X016040 -1794 24	ST
259 0000 AECOM TECHNOLOGY CORP DELAWARE COM - 00766T100 - MINOR = 413						
SOLD		05/09/2011	7184 60			
ACQ	259 0000	03/01/2010	7184 60	6990 41	SUB TRUST 44X016057 194 19	LT15
125 0000 AGILENT TECHNOLOGIES INC COM - 00846U101 - MINOR = 477						
SOLD		12/21/2010	5108 11			
ACQ	125 0000	02/17/2010	5108 11	3819 81	SUB TRUST 44X016065 1288 30	ST
95 0000 AGILENT TECHNOLOGIES INC COM - 00846U101 - MINOR = 477						
SOLD		02/15/2011	4069 73			
ACQ	95 0000	02/17/2010	4069 73	2903 06	SUB TRUST 44X016065 1166 67	ST
110 0000 AIR LIQUIDE ADR - 009126202 - MINOR = 406						
SOLD		09/08/2011	2723 54			
ACQ	20 0000	06/30/2010	495 19	407 80	SUB TRUST 44X016040 87 39	LT15
	90 0000	06/29/2010	2228 35	1827 00	401 35	LT15
835 0000 ALCOA INC COM - 013817101 - MINOR = 400						
SOLD		10/24/2011	8742 36			
ACQ	685 0000	02/17/2010	7171 88	9294 42	SUB TRUST 44X016065 -2122 54	LT15
	150 0000	03/24/2011	1570 48	2557 20	-986 72	ST
1040 0000 ALCATEL ALSTHOM SPONSORED ADR REPSTG 1/5 SH - 013904305 - MINOR = 489						
SOLD		02/18/2011	5252 83			
ACQ	1040 0000	05/26/2010	5252 83	2494 65	2758 18	ST
207 0000 ALEXANDER & BALDWIN INC COM - 014482103 - MINOR = 418						
SOLD		03/24/2011	8681 12			
ACQ	207 0000	09/07/2010	8681 12	7054 56	SUB TRUST 44X016057 1626 56	ST
30 0000 ALEXANDER & BALDWIN INC COM - 014482103 - MINOR = 418						
SOLD		04/07/2011	1607 21			
ACQ	30 0000	05/26/2010	1607 21	965 10	642 11	ST
30 0000 ALEXANDER & BALDWIN INC COM - 014482103 - MINOR = 418						
SOLD		04/21/2011	1575 18			
ACQ	30 0000	05/26/2010	1575 18	965 10	610 08	ST
250 0000 ALLIANZ AG-ADR - 018805101 - MINOR = 472						
SOLD		03/09/2011	3608 48			
ACQ	250 0000	07/20/2010	3608 48	2743 85	SUB TRUST 44X016040 864 63	ST
170 0000 ALLIANZ AG-ADR - 018805101 - MINOR = 472						
SOLD		09/08/2011	1543 57			
ACQ	20 0000	07/20/2010	181 60	219 51	SUB TRUST 44X016040 -37 91	LT15
	150 0000	06/29/2010	1361 97	1485 00	-123 03	LT15
143 0000 ALPHA NAT RES INC COM - 02076X102 - MINOR = 464						
SOLD		05/09/2011	7350 05			
ACQ	143 0000	03/01/2010	7350 05	6856 85	SUB TRUST 44X016057 493 20	LT15
70 0000 AMERICA MOVIL-ADR SERIES L - 02364W105 - MINOR = 427						
SOLD		09/08/2011	1708 80			
ACQ	70 0000	06/29/2010	1708 80	1695 75	SUB TRUST 44X016040 13 05	LT15
162 0000 AMERICAN PUB ED INC COM - 02913V103 - MINOR = 430						
SOLD		04/29/2011	6804 99			
ACQ	162 0000	03/01/2010	6804 99	7017 03	SUB TRUST 44X016057 -212 04	LT15
45 0000 AMGEN INC COM - 031162100 - MINOR = 477						
SOLD		05/25/2011	2678 86			
ACQ	45 0000	02/17/2010	2678 86	2583 72	SUB TRUST 44X016065 95 14	LT15
45 0000 AMGEN INC COM - 031162100 - MINOR = 477						
SOLD		08/31/2011	2497 50			
ACQ	45 0000	02/17/2010	2497 50	2583 72	SUB TRUST 44X016065 -86 22	LT15
185 0000 APPLIED MATLS INC COM - 038222105 - MINOR = 490						
SOLD		01/31/2011	2890 86			
ACQ	185 0000	08/19/2010	2890 86	2094 20	SUB TRUST 44X016065 796 66	ST
80 0000 ARM HLDGS PLC SPONSORED ADR - 042068106 - MINOR = 490						
SOLD		09/08/2011	2238 60			
ACQ	80 0000	06/29/2010	2238 60	1003 84	SUB TRUST 44X016040 1234 76	LT15
70 0000 ATLAS COPCO AB SPONSORED ADR NEW REPSTG COM SER A - 049255706 - MINOR = 417						
SOLD		09/08/2011	1501 47			
ACQ	70 0000	06/29/2010	1501 47	1022 70	SUB TRUST 44X016040 478 77	LT15
140 0000 AVERY DENNISON CORP COM - 053611109 - MINOR = 419						
SOLD		07/21/2011	4677 47			
ACQ	20 0000	04/15/2010	668 21	761 14	SUB TRUST 44X016065 -92 93	LT15
	85 0000	04/16/2010	2839 89	3176 40	-336 51	LT15
	35 0000	08/19/2010	1169 37	1185 01	-15 64	ST
30 0000 AVERY DENNISON CORP COM - 053611109 - MINOR = 419						
SOLD		07/22/2011	1003 46			
ACQ	5 0000	08/19/2010	167 24	169 29	SUB TRUST 44X016065 -2 05	ST
	25 0000	03/24/2011	836 22	1031 00	-194 78	ST
20 0000 BG GROUP PLC SPON ADR - 055434203 - MINOR = 464						
SOLD		09/08/2011	2102 55			
ACQ	20 0000	06/29/2010	2102 55	1545 60	SUB TRUST 44X016040 556 95	LT15

ACCT E2
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TRUST YEAR ENDING 11/30/2011

TAX PREPARER LL2
TRUST ADMINISTRATOR A4P
INVESTMENT OFFICER SAE

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
1975 0000 BANK OF AMERICA CORP COM - 060505104 - MINOR = 471						
SOLD		08/31/2011	16205 16			SUB TRUST 44X016065
ACQ	910 0000	02/17/2010	7466 68	14103 18	-6636 50	LT15
	270 0000	12/21/2010	2215 39	3466 80	-1251 41	ST
	280 0000	01/07/2011	2297 44	4068 40	-1770 96	ST
	15 0000	01/31/2011	123 08	205 62	-82 54	ST
	310 0000	03/24/2011	2543 59	4175 08	-1631 49	ST
	190 0000	08/03/2011	1558 98	1795 50	-236 52	ST
CHANGED 03/29/12 LLL						
545 0000 BANK NEW YORK MELLON CORP COM - 064058100 - MINOR = 469						
SOLD		08/09/2011	11179 04			SUB TRUST 44X016065
ACQ	190 0000	02/17/2010	3897 28	5243 24	-1345 96	LT15
	115 0000	02/24/2010	2358 88	3288 41	-929 53	LT15
	100 0000	08/19/2010	2051 20	2471 38	-420 18	ST
	45 0000	12/01/2010	923 04	1232 39	-309 35	ST
	95 0000	03/24/2011	1948 64	2779 51	-830 87	ST
20 0000 CANADIAN NATL RY CO COM - 136375102 - MINOR = 420						
SOLD		09/08/2011	1412 77			SUB TRUST 44X016040
ACQ	20 0000	03/09/2011	1412 77	1492 13	-79 36	ST
80 0000 CANON INC ADR REPSTG 5 SHS - 138006309 - MINOR = 486						
SOLD		09/08/2011	3634 97			SUB TRUST 44X016040
ACQ	50 0000	06/30/2010	2271 86	1877 00	394 86	LT15
	30 0000	06/29/2010	1363 11	1125 17	237 94	LT15
8290 CAPITOL FED FINL INC COM - 14057J101 - MINOR = 469						
SOLD		01/26/2011	9 75			
ACQ	8290	10/15/2010	9 75	8 70	1 05	ST
FOUND UPDATE						
40 0000 COCHLEAR LTD ADR - 191459205 - MINOR = 479						
SOLD		09/08/2011	1549 97			SUB TRUST 44X016040
ACQ	40 0000	07/19/2010	1549 97	1266 83	283 14	LT15
110 0000 COMMUNITY HEALTH SYSTEMS INC COM - 203668108 - MINOR = 480						
SOLD		12/13/2010	3776 57			SUB TRUST 44X016065
ACQ	110 0000	02/17/2010	3776 57	3837 46	-60 89	ST
30 0000 COMPANHIA DE SANEAMENTO BASICO DO ESTADO DE SAO PAULO SABESP - 20441A102 - MINOR = 492						
SOLD		04/07/2011	1760 65			
ACQ	30 0000	05/26/2010	1760 65	1083 77	676 88	ST
30 0000 COMPANHIA DE SANEAMENTO BASICO DO ESTADO DE SAO PAULO SABESP - 20441A102 - MINOR = 492						
SOLD		07/28/2011	1774 62			
ACQ	30 0000	05/26/2010	1774 62	1083 77	690 85	LT15
50 0000 COMPANHIA DE SANEAMENTO BASICO DO ESTADO DE SAO PAULO SABESP - 20441A102 - MINOR = 492						
SOLD		11/10/2011	2767 33			
ACQ	50 0000	05/26/2010	2767 33	1806 27	961 06	LT15
110 0000 COMPUTER SCIENCES CORP COM - 205363104 - MINOR = 491						
SOLD		08/19/2011	2997 44			SUB TRUST 44X016065
ACQ	110 0000	04/19/2011	2997 44	5465 98	-2468 54	ST
200 0000 COMSTOCK RES INC COM NEW - 205768203 - MINOR = 467						
SOLD		09/30/2011	3221 93			SUB TRUST 44X016057
ACQ	200 0000	03/01/2010	3221 93	6991 00	-3769 07	LT15
60 0000 CONOCOPHILLIPS COM - 20825C104 - MINOR = 464						
SOLD		03/07/2011	4759 80			SUB TRUST 44X016065
ACQ	60 0000	02/17/2010	4759 80	2943 37	1816 43	LT15
70 0000 CONOCOPHILLIPS COM - 20825C104 - MINOR = 464						
SOLD		04/13/2011	5429 95			SUB TRUST 44X016065
ACQ	70 0000	02/17/2010	5429 95	3433 94	1996 01	LT15
40 0000 DBS GROUP HLDGS LTD SPONSORED ADR - 23304Y100 - MINOR = 469						
SOLD		09/08/2011	1709 96			SUB TRUST 44X016040
ACQ	40 0000	06/29/2010	1709 96	1554 00	155 96	LT15
40 0000 DST SYS INC DEL COM - 233326107 - MINOR = 491						
SOLD		03/24/2011	2028 81			
ACQ	40 0000	05/26/2010	2028 81	1520 70	508 11	ST
60 0000 DST SYS INC DEL COM - 233326107 - MINOR = 491						
SOLD		04/07/2011	3260 25			
ACQ	60 0000	05/26/2010	3260 25	2281 05	979 20	ST
20 0000 DASSAULT SYS S A SPONSORED ADR - 237545108 - MINOR = 483						
SOLD		09/08/2011	1519 97			SUB TRUST 44X016040
ACQ	20 0000	06/29/2010	1519 97	1215 00	304 97	LT15
127 0000 DOLBY LABORATORIES INC COM - 25659T107 - MINOR = 486						
SOLD		05/09/2011	6217 80			SUB TRUST 44X016057
ACQ	107 0000	03/01/2010	5238 62	5874 84	-636 22	LT15
	20 0000	03/01/2010	979 18	1098 10	-118 92	LT-W
85 0000 DU PONT E I DE NEMOURS & CO COM - 263534109 - MINOR = 401						
SOLD		01/07/2011	4245 64			SUB TRUST 44X016065
ACQ	85 0000	02/17/2010	4245 64	2787 66	1457 98	ST
50 0000 DU PONT E I DE NEMOURS & CO COM - 263534109 - MINOR = 401						
SOLD		02/15/2011	2709 09			SUB TRUST 44X016065
ACQ	50 0000	02/17/2010	2709 09	1639 80	1069 29	ST
133.0000 EMERGENCY MEDICAL SERVICES A - 29100P102 - MINOR = 478						
SOLD		05/09/2011	8483 90			SUB TRUST 44X016057
ACQ	133 0000	03/01/2010	8483 90	7044 69	1439 21	LT15
280 0000 ENCANA CORP COM - 292505104 - MINOR = 467						
SOLD		11/16/2011	5539 41			SUB TRUST 44X016040
ACQ	180 0000	06/29/2010	3561 05	5527 80	-1966 75	LT15
	100 0000	01/28/2011	1978 36	3196 35	-1217 99	ST

ACCT E23E
FROM 12/01/2010
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MARSHALL & ILSLEY TRUST COMPANY N A
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TRUST YEAR ENDING 11/30/2011

TAX PREPARER LL2
TRUST ADMINISTRATOR A4P
INVESTMENT OFFICER SAE

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
90 0000 ERSTE GROUP BANK AG SPARKASSEN A G SPONSORED ADR REPSTG - 296036304 - MINOR = 469						
SOLD		09/08/2011	1468 77			
ACQ	90 0000	06/29/2010	1468 77	1449 00	SUB TRUST 44X016040 19 77	LT15
70 0000 FANUC CORPORATION - 307305102 - MINOR = 417						
SOLD		09/08/2011	1735 26			
ACQ	70 0000	06/29/2010	1735 26	1339 33	SUB TRUST 44X016040 395 93	LT15
120 0000 FIDELITY NATL FINL INC NEW CL A - 31620R105 - MINOR = 472						
SOLD		09/01/2011	2053 20			
ACQ	120 0000	05/26/2010	2053 20	1705 02	348 18	LT15
300 0000 FIRST PAC LTD SPONSORED ADR - 335889200 - MINOR = 474						
SOLD		09/02/2011	1421 52			
ACQ	300 0000	05/26/2010	1421 52	921 00	500 52	LT15
290 0000 FIRST PAC LTD SPONSORED ADR - 335889200 - MINOR = 474						
SOLD		11/17/2011	1563 96			
ACQ	290 0000	05/26/2010	1563 96	890 30	673 66	LT15
310 0000 FIRST PAC LTD SPONSORED ADR - 335889200 - MINOR = 474						
SOLD		11/28/2011	1637 69			
ACQ	310 0000	05/26/2010	1637 69	951 70	685 99	LT15
119 0000 FOSSIL INC COM - 349882100 - MINOR = 432						
SOLD		09/14/2011	11737 93			
ACQ	119 0000	03/01/2010	11737 93	4404 48	SUB TRUST 44X016057 7333 45	LT15
30 0000 FRESenius MED CARE AKTIENGESellschaft SPONSORED ADR - 358029106 - MINOR = 478						
SOLD		09/08/2011	2045 96			
ACQ	30 0000	06/29/2010	2045 96	1617 60	SUB TRUST 44X016040 428 36	LT15
100 0000 GALLAGHER ARTHUR J & CO COM - 363576109 - MINOR = 473						
SOLD		10/26/2011	3097 17			
ACQ	100 0000	05/28/2010	3097 17	2482 63	614 54	LT15
180 0000 GAP INC COM - 364760108 - MINOR = 449						
SOLD		07/27/2011	3459 55			
ACQ	180 0000	02/17/2010	3459 55	3577 86	SUB TRUST 44X016065 -118 31	LT15
675 0000 GAP INC COM - 364760108 - MINOR = 449						
SOLD		08/19/2011	10702 86			
ACQ	135 0000	02/17/2010	2140 57	2683 40	SUB TRUST 44X016065 -542 83	LT15
	190 0000	03/07/2011	3012 66	4038 98	-1026 32	ST
	110 0000	03/24/2011	1744 17	2461 56	-717 39	ST
	240 0000	04/13/2011	3805 46	5370 65	-1565 19	ST
260 0000 GAZPROM O A O SPONSORED ADR REG S - 368287207 - MINOR = 464						
SOLD		01/31/2011	6869 74			
ACQ	260 0000	06/29/2010	6869 74	4973 80	SUB TRUST 44X016040 1895 94	ST
195 0000 GENERAL ELEC CO COM - 369604103 - MINOR = 416						
SOLD		01/31/2011	3939 31			
ACQ	195 0000	02/17/2010	3939 31	3133 46	SUB TRUST 44X016065 805 85	ST
270 0000 GENERAL ELEC CO COM - 369604103 - MINOR = 416						
SOLD		04/13/2011	5399 89			
ACQ	270 0000	02/17/2010	5399 89	4338 63	SUB TRUST 44X016065 1061 26	LT15
1345 0000 GENWORTH FINL INC COM CL A - 37247D106 - MINOR = 472						
SOLD		08/09/2011	8044 96			
ACQ	325 0000	02/04/2011	1943 95	4166 44	SUB TRUST 44X016065 -2222 49	ST
	300 0000	02/15/2011	1794 41	4058 88	-2264 47	ST
	325 0000	03/07/2011	1943 95	4119 28	-2175 33	ST
	200 0000	03/24/2011	1196 28	2579 26	-1382 98	ST
	195 0000	04/13/2011	1166 37	2450 57	-1284 20	ST
220 0000 GENZYME CORP COM - 372917104 - MINOR = 477						
SOLD		02/17/2011	16566 69			
ACQ	220 0000	03/11/2010	16566 69	12489 38	SUB TRUST 44X016032 4077 31	ST
85 0000 GENZYME CORP COM - 372917104 - MINOR = 477						
SOLD		04/08/2011	6490 09			
ACQ	19 6920	07/29/2005	1503 56	1469 54	SUB TRUST 44X016016 34 02	LT15
	16 4520	06/20/2006	1256 18	1029 46	226 72	LT15
	30 1610	07/17/2006	2302 91	1880 44	422 47	LT15
	18 6950	07/27/2006	1427 44	1250 16	177 28	LT15
FOUND UPDATE						
140 0000 GOODYEAR TIRE & RUBR CO COM - 382550101 - MINOR = 433						
SOLD		04/21/2011	2202 43			
ACQ	140 0000	05/26/2010	2202 43	1619 59	582 84	ST
410 0000 GOODYEAR TIRE & RUBR CO COM - 382550101 - MINOR = 433						
SOLD		05/04/2011	7238 41			
ACQ	180 0000	05/26/2010	3177 84	2082 33	1095 51	ST
	120 0000	07/14/2010	2118 56	1366 79	751 77	ST
	110 0000	11/01/2010	1942 01	1123 09	818 92	ST
120 0000 GREEN MTN COFFEE ROASTERS IN COM - 393122106 - MINOR = 459						
SOLD		09/14/2011	13302 94			
ACQ	120 0000	03/01/2010	13302 94	3353 40	SUB TRUST 44X016057 9949 54	LT15
120 0000 GREEN MTN COFFEE ROASTERS IN COM - 393122106 - MINOR = 459						
SOLD		10/20/2011	8159 84			
ACQ	120 0000	03/01/2010	8159 84	3353 40	SUB TRUST 44X016057 4806 44	LT15
168 0000 GUESS INC COM - 401617105 - MINOR = 449						
SOLD		03/17/2011	6447 71			
ACQ	168 0000	03/01/2010	6447 71	6998 53	SUB TRUST 44X016057 -550 82	LT15
190 0000 H LUNDBECK A S ADR - 40422M107 - MINOR = 402						
SOLD		03/24/2011	4360 64			
ACQ	190 0000	05/26/2010	4360 64	2669 50	1691 14	ST
110 0000 H LUNDBECK A S ADR - 40422M107 - MINOR = 402						
SOLD		07/15/2011	2838 97			
ACQ	110 0000	05/26/2010	2838 97	1545 50	1293 47	LT15

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PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
131 0000 HAEMONETICS CORP MASS COM - 405024100 - MINOR = 479						
SOLD		01/31/2011	7755 05			
ACQ	131 0000	03/01/2010	7755 05	7054 19	700 86	ST
155 0000 HEALTH NET INC COM - 42222G108 - MINOR = 481						
SOLD		12/01/2010	4201 89			
ACQ	155 0000	02/17/2010	4201 89	3606 62	595 27	ST
140 0000 HEALTH NET INC COM - 42222G108 - MINOR = 481						
SOLD		03/07/2011	4237 86			
ACQ	140 0000	02/17/2010	4237 86	3257 59	980 27	LT15
155 0000 HEALTH NET INC COM - 42222G108 - MINOR = 481						
SOLD		04/13/2011	4882 91			
ACQ	125 0000	02/17/2010	3937 83	2908 56	1029 27	LT15
	30 0000	03/24/2011	945 08	930 90	14 18	ST
80 0000 HEWLETT PACKARD CO COM - 428236103 - MINOR = 484						
SOLD		08/23/2011	1944 77			
ACQ	80 0000	08/17/2010	1944 77	3282 35	-1337 58	LT15
70 0000 HOYA CORP SPONSORED ADR - 443251103 - MINOR = 486						
SOLD		09/08/2011	1540 67			
ACQ	70 0000	06/29/2010	1540 67	1452 50	88 17	LT15
234 0000 HUMAN GENOME SCIENCES INC COM - 444903108 - MINOR = 477						
SOLD		05/09/2011	6377 87			
ACQ	234 0000	03/01/2010	6377 87	6986 07	-608 20	LT15
60 0000 ITV PLC ADR - 45069P107 - MINOR = 435						
SOLD		03/14/2011	838 00			
ACQ	60 0000	07/19/2010	838 00	464 34	373 66	ST
90 0000 ICICI BK LTD SPONSORED ADR - 45104G104 - MINOR = 469						
SOLD		09/08/2011	3538 19			
ACQ	60 0000	06/30/2010	2358 79	2186 88	171 91	LT15
	30 0000	06/29/2010	1179 40	1087 84	91 56	LT15
185 0000 ILLUMINA INC COM - 452327109 - MINOR = 477						
SOLD		10/25/2011	5912 65			
ACQ	185 0000	03/01/2010	5912 65	6988 38	-1075 73	LT15
40 0000 IMPERIAL OIL LTD NEW - 453038408 - MINOR = 464						
SOLD		09/08/2011	1587 56			
ACQ	40 0000	06/29/2010	1587 56	1476 40	111 16	LT15
60 0000 INTL FLAVORS & FRAGRANCES COM - 459506101 - MINOR = 402						
SOLD		03/23/2011	3624 83			
ACQ	60 0000	05/26/2010	3624 83	2623 36	1001 47	ST
30 0000 JGC CORP ADR - 466140100 - MINOR = 424						
SOLD		09/08/2011	1668 56			
ACQ	30 0000	05/11/2011	1668 56	1506 35	162 21	ST
172 0000 JO-ANN STORES INC COM - 47758P307 - MINOR = 449						
SOLD		01/06/2011	10349 06			
ACQ	172 0000	09/30/2010	10349 06	7452 76	2896 30	ST
550 0000 LI & FUNG LTD ADR - 501897102 - MINOR = 432						
SOLD		09/08/2011	2067 96			
ACQ	550 0000	06/29/2010	2067 96	2557 50	-489 54	LT-W
80 0000 L'OREAL-UNSPONSORED ADR - 502117203 - MINOR = 460						
SOLD		09/08/2011	1639 96			
ACQ	80 0000	06/29/2010	1639 96	1581 60	58 36	LT15
270 0000 LVMH MOET HENNESSY LOUIS VUITTON ADR - 502441306 - MINOR = 432						
SOLD		01/28/2011	8449 62			
ACQ	270 0000	06/29/2010	8449 62	5859 00	2590 62	ST
50 0000 LVMH MOET HENNESSY LOUIS VUITTON ADR - 502441306 - MINOR = 432						
SOLD		09/08/2011	1585 46			
ACQ	50 0000	06/29/2010	1585 46	1085 00	500 46	LT15
260 0000 LONZA GROUP AG ADR - 54338V101 - MINOR = 477						
SOLD		09/08/2011	1531 37			
ACQ	260 0000	08/06/2010	1531 37	2163 75	-632 38	LT-W
13523 6660 LOOMIS SAYLES BOND INSTITUTIONAL #1162 - 543495840 - MINOR = 495						
SOLD		03/16/2011	195687 45			
ACQ	13523 6660	02/10/2010	195687 45	180000 00	15687 45	LT15
90 0000 LOWES COS INC COM - 548661107 - MINOR = 452						
SOLD		03/07/2011	2334 53			
ACQ	90 0000	02/17/2010	2334 53	2078 82	255 71	LT15
285 0000 LOWES COS INC COM - 548661107 - MINOR = 452						
SOLD		10/24/2011	6245 68			
ACQ	235 0000	02/17/2010	5149 95	5428 03	-278 08	LT15
	50 0000	03/24/2011	1095 73	1357 39	-261 66	ST
245 0000 MACYS INC COM - 55616P104 - MINOR = 438						
SOLD		12/21/2010	6396 57			
ACQ	245 0000	02/17/2010	6396 57	4385 01	2011 56	ST
115 0000 MACYS INC COM - 55616P104 - MINOR = 438						
SOLD		05/11/2011	3248 68			
ACQ	115 0000	02/17/2010	3248 68	2058 27	1190 41	LT15
105 0000 MACYS INC COM - 55616P104 - MINOR = 438						
SOLD		05/19/2011	3106 22			
ACQ	100 0000	02/17/2010	2958 30	1789 80	1168 50	LT15
	5 0000	03/07/2011	147 92	116 10	31 82	ST
150 0000 MACYS INC COM - 55616P104 - MINOR = 438						
SOLD		07/27/2011	4438 98			
ACQ	150 0000	03/07/2011	4438 98	3483 11	955 87	ST
600 0000 MAKHTESHIM AGAN INDS LTD ADR - 56087N107 - MINOR = 402						
SOLD		05/11/2011	6486 41			
ACQ	600 0000	06/01/2010	6486 41	4089 48	2396 93	ST

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PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
290 0000 MAKHTESHIM AGAN INDS LTD ADR - 56087N107 - MINOR = 402						
SOLD		11/07/2011	3233 21			
ACQ	290 0000	06/01/2010	3233 21	1976 58	1256 63	LT15
125 0000 MARATHON OIL CORP COM - 565849106 - MINOR = 464						
SOLD		03/07/2011	6366 48			
ACQ	125 0000	02/17/2010	6366 48	3694 75	SUB TRUST 44X016065	2671 73 LT15
105 0000 MARATHON OIL CORP COM - 565849106 - MINOR = 464						
SOLD		04/13/2011	5274 60			
ACQ	105 0000	02/17/2010	5274 60	3103 59	SUB TRUST 44X016065	2171 01 LT15
180 0000 MARATHON OIL CORP COM - 565849106 - MINOR = 464						
SOLD		09/14/2011	4391 26			
ACQ	95 0000	02/17/2010	2317 61	1674 98	SUB TRUST 44X016065	642 63 LT15
	35 0000	01/07/2011	853 86	801 87		51 99 ST
	50 0000	03/24/2011	1219 79	1520 67		-300 88 ST
90 0000 MARATHON PETE CORP COM - 56585A102 - MINOR = 468						
SOLD		09/14/2011	3141 02			
ACQ	47 5000	02/17/2010	1657 76	1133 03	SUB TRUST 44X016065	524 73 LT15
	17 5000	01/07/2011	610 75	542 43		68 32 ST
	25 0000	03/24/2011	872 51	1028 65		-156 14 ST
240 0000 MARSHALL & ILSLEY CORP NEW COM - 571837103 - MINOR = 469						
SOLD		06/28/2011	1847 98			
ACQ	240 0000	05/26/2010	1847 98	1936 10		-88 12 LT15
333 0000 MATERION CORP COM - 576690101 - MINOR = 489						
SOLD		04/29/2011	13789 26			
ACQ	333 0000	03/01/2010	13789 26	7112 88	SUB TRUST 44X016057	6676 38 LT15
55 0000 MEDTRONIC INC COM - 585055106 - MINOR = 479						
SOLD		05/25/2011	2233 50			
ACQ	55 0000	02/17/2010	2233 50	2394 62	SUB TRUST 44X016065	-161 12 LT15
360 0000 MEDTRONIC INC COM - 585055106 - MINOR = 479						
SOLD		08/09/2011	11226 60			
ACQ	60 0000	02/17/2010	1871 10	2612 31	SUB TRUST 44X016065	-741 21 LT15
	150 0000	11/18/2010	4677 75	5202 96		-525 21 ST
	80 0000	01/07/2011	2494 80	2921 38		-426 58 ST
	70 0000	03/24/2011	2182 95	2642 35		-459 40 ST
185 0000 MICROSOFT CORP COM - 594918104 - MINOR = 487						
SOLD		07/27/2011	5115 93			
ACQ	135 0000	02/17/2010	3733 25	3832 11	SUB TRUST 44X016065	-98 86 LT15
	50 0000	08/24/2010	1382 68	1205 50		177 18 ST
45 0000 MICROSOFT CORP COM - 594918104 - MINOR = 487						
SOLD		10/24/2011	1227 30			
ACQ	45 0000	09/20/2010	1227 30	1143 45	SUB TRUST 44X016065	83 85 LT15
80 0000 MTN GROUP LTD SPONSORED ADR - 62474M108 - MINOR = 427						
SOLD		09/08/2011	1611 96			
ACQ	80 0000	06/29/2010	1611 96	1080 80	SUB TRUST 44X016040	531 16 LT15
70 0000 NESTLE S A SPONSORED ADR REPSTG REG SH - 641069406 - MINOR = 459						
SOLD		09/08/2011	3982 22			
ACQ	40 0000	06/30/2010	2275 55	1940 00	SUB TRUST 44X016040	335 55 LT15
	30 0000	06/29/2010	1706 67	1452 60		254 07 LT15
330 0000 NOKIA CORP SPONSORED ADR - 654902204 - MINOR = 489						
SOLD		04/07/2011	2943 61			
ACQ	180 0000	09/21/2010	1605 61	1767 60	SUB TRUST 44X016016	-161 99 ST
	150 0000	09/21/2010	1338 00	1473 00		-135 00 ST-W
860 0000 NOKIA CORP SPONSORED ADR - 654902204 - MINOR = 489						
SOLD		05/04/2011	7394 56			
ACQ	275 0000	02/17/2010	2364 54	3643 04	SUB TRUST 44X016065	-1278 50 LT15
	435 0000	12/21/2010	3740 27	4424 73		-684 46 ST
	150 0000	03/24/2011	1289 75	1263 95		25 80 ST
9120 NOVARTIS AG SPONSORED ADR - 66987V109 - MINOR = 482						
SOLD		04/08/2011	53 76			
ACQ	9120	04/08/2011	53 76	50 74	SUB TRUST 44X016040	3 02 ST
CHANGED 01/13/12 RLS						
60 0000 NOVO-NORDISK A S ADR - 670100205 - MINOR = 482						
SOLD		02/03/2011	6671 29			
ACQ	60 0000	06/29/2010	6671 29	4855 20	SUB TRUST 44X016040	1816 09 ST
50 0000 NOVO-NORDISK A S ADR - 670100205 - MINOR = 482						
SOLD		10/13/2011	4996 41			
ACQ	50 0000	06/29/2010	4996 41	4046 00	SUB TRUST 44X016040	950 41 LT15
75 0000 NUCOR CORP COM - 670346105 - MINOR = 409						
SOLD		01/07/2011	3313 70			
ACQ	75 0000	02/17/2010	3313 70	3169 69	SUB TRUST 44X016065	144 01 ST
80 0000 NUCOR CORP COM - 670346105 - MINOR = 409						
SOLD		10/24/2011	3000 90			
ACQ	65 0000	02/17/2010	2438 23	2747 07	SUB TRUST 44X016065	-308 84 LT15
	15 0000	03/24/2011	562 67	695 70		-133 03 ST
210 0000 NV ENERGY INC COM - 67073Y106 - MINOR = 492						
SOLD		05/02/2011	3217 13			
ACQ	210 0000	05/26/2010	3217 13	2490 29		726 84 ST
239 0000 ONYX PHARMACEUTICALS INC DEL COM - 683399109 - MINOR = 477						
SOLD		05/19/2011	10396 30			
ACQ	239 0000	03/01/2010	10396 30	7051 62	SUB TRUST 44X016057	3344 68 LT15
160 0000 OPEN TEXT CORP COM - 683715106 - MINOR = 487						
SOLD		01/31/2011	7896 85			
ACQ	160 0000	09/30/2010	7896 85	7411 20	SUB TRUST 44X016057	485 65 ST

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LEGEND F - FEDERAL S - STATE I - INHERITED
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PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
23041 4750 PIMCO FDS TOTAL RETURN		FD INSTL CL - 693390700 - MINOR = 592				
SOLD		03/03/2011	250000 00			
ACQ	23041 4750	02/10/2010	250000 00	251612 91	SUB TRUST 44X016073 -1612 91	LT15
9066 1830 PIMCO FDS TOTAL RETURN		FD INSTL CL - 693390700 - MINOR = 592				
SOLD		09/08/2011	100000 00			
ACQ	9066 1830	02/10/2010	100000 00	99002 72	SUB TRUST 44X016073 997 28	LT15
9199 6320 PIMCO FDS TOTAL RETURN		FD INSTL CL - 693390700 - MINOR = 592				
SOLD		11/14/2011	100000 00			
ACQ	9199 6320	02/10/2010	100000 00	100459 98	SUB TRUST 44X016073 -459 98	LT15
236 0000 PAR PHARMACEUTICAL COS		INC COM - 69888P106 - MINOR = 482				
SOLD		04/29/2011	8176 89			
ACQ	236 0000	07/21/2010	8176 89	6631 60	SUB TRUST 44X016057 1545 29	ST
225 0000 PATTERSON-UTI ENERGY		INC COM - 703481101 - MINOR = 465				
SOLD		12/21/2010	4905 18			
ACQ	225 0000	02/17/2010	4905 18	3698 55	SUB TRUST 44X016065 1206 63	ST
185 0000 PATTERSON-UTI ENERGY		INC COM - 703481101 - MINOR = 465				
SOLD		04/13/2011	5110 38			
ACQ	185 0000	02/17/2010	5110 38	3041 03	SUB TRUST 44X016065 2069 35	LT15
290 0000 PATTERSON-UTI ENERGY		INC COM - 703481101 - MINOR = 465				
SOLD		07/20/2011	9736 10			
ACQ	210 0000	02/17/2010	7050 28	3451 98	SUB TRUST 44X016065 3598 30	LT15
	80 0000	03/24/2011	2685 82	2186 88	498 94	ST
60 0000 PEUGEOT-CITROEN S A SPONSORED ADR		- 716825500 - MINOR = 434				
SOLD		12/09/2010	2479 12			
ACQ	60 0000	05/26/2010	2479 12	1362 00	1117 12	ST
180 0000 PFIZER INC COM		- 717081103 - MINOR = 482				
SOLD		07/27/2011	3520 96			
ACQ	180 0000	02/17/2010	3520 96	3187 26	SUB TRUST 44X016065 333 70	LT15
200 0000 PREMIER FOODS PLC ADR		- 74051J101 - MINOR = 459				
SOLD		05/12/2011	1139 51			
ACQ	200 0000	05/26/2010	1139 51	632 00	507 51	ST
372 0000 PROGRESS SOFTWARE CORP		COM - 743312100 - MINOR = 487				
SOLD		05/09/2011	10231 06			
ACQ	372 0000	03/01/2010	10231 06	7048 16	SUB TRUST 44X016057 3182 90	LT15
167 0000 PROSPERITY BANCSHARES		INC COM - 743606105 - MINOR = 469				
SOLD		01/06/2011	6727 63			
ACQ	167 0000	03/01/2010	6727 63	6968 08	SUB TRUST 44X016057 -240 45	ST
705 0000 QUIDEL CORP COM		- 74838J101 - MINOR = 479				
SOLD		09/14/2011	10442 46			
ACQ	705 0000	05/09/2011	10442 46	9978 71	SUB TRUST 44X016057 463 75	ST
40 0000 ROCHE HLDG LTD SPONSORED ADR		- 771195104 - MINOR = 482				
SOLD		09/08/2011	1624 76			
ACQ	10 0000	06/30/2010	406 19	346 50	SUB TRUST 44X016040 59 69	LT15
	30 0000	06/29/2010	1218 57	1037 10	181 47	LT15
161 0000 ROVI CORP COM		- 779376102 - MINOR = 487				
SOLD		05/09/2011	7802 41			
ACQ	161 0000	09/07/2010	7802 41	7050 19	SUB TRUST 44X016057 752 22	ST
30 0000 SAP AKTIENGESellschaft SPONSORED ADR		- 803054204 - MINOR = 483				
SOLD		09/08/2011	1539 87			
ACQ	30 0000	06/29/2010	1539 87	1336 50	SUB TRUST 44X016040 203 37	LT15
180 0000 SARA LEE CORP COM		- 803111103 - MINOR = 459				
SOLD		06/01/2011	3482 93			
ACQ	180 0000	05/28/2010	3482 93	2566 53	916 40	LT15
30 0000 SCHLUMBERGER LTD COM		- 806857108 - MINOR = 466				
SOLD		09/08/2011	2266 15			
ACQ	30 0000	07/20/2010	2266 15	1792 87	SUB TRUST 44X016040 473 28	LT15
130 0000 SCHNEIDER ELECTRIC SA ADR		- 80687P106 - MINOR = 414				
SOLD		09/16/2011	1504 07			
ACQ	130 0000	06/29/2010	1504 07	1326 47	SUB TRUST 44X016040 177 60	LT15
289 0000 SONOSIGHT INC COM		- 83568G104 - MINOR = 479				
SOLD		09/14/2011	8584 23			
ACQ	289 0000	05/09/2011	8584 23	9821 75	SUB TRUST 44X016057 -1237 52	ST
100 0000 SONOVA HLDG AG ADR		- 83569C102 - MINOR = 479				
SOLD		09/08/2011	1512 97			
ACQ	100 0000	03/25/2011	1512 97	1974 26	SUB TRUST 44X016040 -461 29	ST-W
70 0000 SWATCH GROUP AG ADR		- 870123106 - MINOR = 432				
SOLD		09/08/2011	1462 27			
ACQ	70 0000	09/21/2010	1462 27	1282 07	SUB TRUST 44X016040 180 20	ST
416 0000 SYNIVERSE HLDGS INC COM		- 87163F106 - MINOR = 427				
SOLD		01/14/2011	12896 00			
ACQ	416 0000	03/01/2010	12896 00	7057 44	SUB TRUST 44X016057 5838 56	ST
580 0000 TAIWAN SEMICONDUCTOR MFG CO SPONSORED ADR		- 874039100 - MINOR = 490				
SOLD		05/18/2011	7852 11			
ACQ	580 0000	06/29/2010	7852 11	5701 40	SUB TRUST 44X016040 2150 71	ST
130 0000 TAIWAN SEMICONDUCTOR MFG CO SPONSORED ADR		- 874039100 - MINOR = 490				
SOLD		09/08/2011	1565 16			
ACQ	130 0000	06/29/2010	1565 16	1277 90	SUB TRUST 44X016040 287 26	LT15
120 0000 TELECOM CORP NEW ZEALAND LTD SPONSORED ADR		- 879278208 - MINOR = 429				
SOLD		07/26/2011	1363 61			
ACQ	120 0000	05/26/2010	1363 61	771 54	592 07	LT15
170 0000 TELECOM CORP NEW ZEALAND LTD SPONSORED ADR		- 879278208 - MINOR = 429				
SOLD		08/15/2011	1806 45			
ACQ	170 0000	05/26/2010	1806 45	1093 02	713 43	LT15

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JOHN WOODS FDN - BRANDES

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TRUST YEAR ENDING 11/30/2011

TAX PREPARER LL2
TRUST ADMINISTRATOR A4P
INVESTMENT OFFICER SAE

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
140 0000 TELECOM CORP NEW ZEALAND LTD SPONSORED ADR - 879278208 - MINOR = 429						
SOLD		08/18/2011	1511 21			
ACQ	140 0000	05/26/2010	1511 21	900 13	611 08	LT15
360 0000 TELECOM CORP NEW ZEALAND LTD SPONSORED ADR - 879278208 - MINOR = 429						
SOLD		08/26/2011	4030 44			
ACQ	360 0000	05/26/2010	4030 44	2314 62	1715 82	LT15
155 0000 TELECOMUNICACOES DE S P - 87929A102 - MINOR = 520						
SOLD		08/18/2011	4426 35			
ACQ	155 0000	05/26/2010	4426 35	2644 80	1781 55	LT15
22573 3630 TEMPLETON GLOBAL BOND FUND-AD #616 - 880208400 - MINOR = 495						
SOLD		03/16/2011	300000 00			
ACQ	22573 3630	02/10/2010	300000 00	286907 44	13092 56	LT15
550 0000 TENET HEALTHCARE CORP COM - 88033G100 - MINOR = 480						
SOLD		12/10/2010	3597 04			
ACQ	550 0000	07/01/2010	3597 04	2331 07	1265 97	ST
180 0000 TESCO PLC-SPON ADR - 881575302 - MINOR = 461						
SOLD		03/28/2011	3341 00			
ACQ	180 0000	06/29/2010	3341 00	3180 60	160 40	ST
440 0000 TESORO PETE CORP COM - 881609101 - MINOR = 468						
SOLD		12/02/2010	7568 18			
ACQ	440 0000	05/26/2010	7568 18	5005 57	2562 61	ST
150 0000 TEVA PHARMACEUTICAL INDS LTD ADR - 881624209 - MINOR = 482						
SOLD		08/10/2011	5817 93			
ACQ	70 0000	06/29/2010	2715 03	3644 76	-929 73	LT15
	80 0000	06/29/2010	3102 90	4165 44	-1062 54	LT-W
65 0000 TEXAS INSTRS INC COM - 882508104 - MINOR = 490						
SOLD		03/07/2011	2301 08			
ACQ	65 0000	02/17/2010	2301 08	1589 64	711 44	LT15
1200 TIM PARTICIPACOES S A SPONSORED ADR - 88706P205 - MINOR = 427						
SOLD		08/24/2011	3 23			
ACQ	1200	05/26/2010	3 23	1 86	1 37	LT15
400 0000 TURKIYE GARANTI BANKASI A S SPONSORED ADR - 900148701 - MINOR = 469						
SOLD		09/08/2011	1499 97			
ACQ	400 0000	11/23/2010	1499 97	2343 84	-843 87	ST
40 0000 UNICHARM CORP ADR - 90460M105 - MINOR = 408						
SOLD		09/08/2011	1859 56			
ACQ	40 0000	08/18/2010	1859 56	1625 60	233 96	LT15
50 0000 UNILEVER PLC SPONSORED ADR NEW - 904767704 - MINOR = 459						
SOLD		09/08/2011	1613 96			
ACQ	50 0000	06/29/2010	1613 96	1346 00	267 96	LT15
60 0000 UNITEDHEALTH GROUP INC COM - 91324P102 - MINOR = 481						
SOLD		12/21/2010	2114 48			
ACQ	60 0000	02/17/2010	2114 48	1971 37	143 11	ST
70 0000 UNITEDHEALTH GROUP INC COM - 91324P102 - MINOR = 481						
SOLD		01/07/2011	2685 28			
ACQ	70 0000	02/17/2010	2685 28	2299 93	385 35	ST
65 0000 UNITEDHEALTH GROUP INC COM - 91324P102 - MINOR = 481						
SOLD		04/13/2011	2884 65			
ACQ	65 0000	02/17/2010	2884 65	2135 66	748 99	LT15
95 0000 UNITEDHEALTH GROUP INC COM - 91324P102 - MINOR = 481						
SOLD		07/19/2011	4878 32			
ACQ	65 0000	02/17/2010	3337 80	2135 65	1202 15	LT15
	30 0000	03/24/2011	1540 52	1305 00	235 52	ST
70 0000 VANGUARD INDEX FDS S&P 500 ETF SHS - 922908413 - MINOR = 541						
SOLD		04/07/2011	4267 12			
ACQ	70 0000	03/17/2011	4267 12	4098 44	168 68	ST
170 0000 VANGUARD INDEX FDS S&P 500 ETF SHS - 922908413 - MINOR = 541						
SOLD		06/24/2011	9866 78			
ACQ	170 0000	03/17/2011	9866 78	9953 36	-86 58	ST
110 0000 VEOLIA ENVIRONNEMENT SPONSORED ADR - 92334N103 - MINOR = 492						
SOLD		11/08/2011	1492 08			
ACQ	110 0000	12/23/2010	1492 08	3262 79	-1770 71	ST
196 0000 WD 40 CO COM - 929236107 - MINOR = 457						
SOLD		03/24/2011	8214 63			
ACQ	196 0000	09/07/2010	8214 63	7060 88	1153 75	ST
50 0000 WPP GROUP PLC AMERICAN DEPOSITARY SHARE - 92933H101 - MINOR = 431						
SOLD		03/10/2011	3162 97			
ACQ	10 0000	06/30/2010	632 59	474 80	157 79	ST
	40 0000	06/29/2010	2530 38	1896 20	634 18	ST
60 0000 WPP GROUP PLC AMERICAN DEPOSITARY SHARE - 92933H101 - MINOR = 431						
SOLD		09/01/2011	3107 94			
ACQ	60 0000	06/29/2010	3107 94	2844 30	263 64	LT15
30 0000 WPP GROUP PLC AMERICAN DEPOSITARY SHARE - 92933H101 - MINOR = 431						
SOLD		09/08/2011	1485 57			
ACQ	30 0000	06/29/2010	1485 57	1422 15	63 42	LT15
160 0000 WALMART DE MEXICO S A DE C V SPON ADR - 93114W107 - MINOR = 461						
SOLD		03/30/2011	4692 36			
ACQ	160 0000	06/29/2010	4692 36	3707 20	985 16	ST
60 0000 WALMART DE MEXICO S A DE C V SPON ADR - 93114W107 - MINOR = 461						
SOLD		09/08/2011	1493 97			
ACQ	60 0000	06/29/2010	1493 97	1390 20	103 77	LT15
165 0000 WELLS FARGO CO COM - 949746101 - MINOR = 469						
SOLD		10/24/2011	4385 87			
ACQ	165 0000	02/17/2010	4385 87	4474 47	-88 60	LT15

ACCT
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TRUST YEAR ENDING 11/30/2011

TAX PREPARER LL2
 TRUST ADMINISTRATOR A4P
 INVESTMENT OFFICER SAE

LEGEND F - FEDERAL S - STATE I - INHERITED
 E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
8330 WOLTERS KLUWER N V SPONSORED ADR - 977874205 - MINOR = 447						
SOLD		06/15/2011	18 34			
ACQ	8330	05/28/2010	18 34	15 42	2 92	LT15
99 0000 ZOLL MED CORP COM - 989922109 - MINOR = 479						
SOLD		09/14/2011	4036 15			
ACQ	99 0000	03/01/2010	4036 15	2605 68		SUB TRUST 44X016057
145 0000 INGERSOLL RAND PLC SHS - G47791101 - MINOR = 417						
SOLD		12/21/2010	6815 63			
ACQ	145 0000	02/17/2010	6815 63	4679 46		SUB TRUST 44X016065
CHANGED 03/29/12 LLL PREP NOTE EXISTS						
35 0000 INGERSOLL RAND PLC SHS - G47791101 - MINOR = 417						
SOLD		01/07/2011	1648 16			
ACQ	35 0000	02/17/2010	1648 16	1140 93		SUB TRUST 44X016065
CHANGED 03/29/12 LLL PREP NOTE EXISTS						
45 0000 INGERSOLL RAND PLC SHS - G47791101 - MINOR = 417						
SOLD		05/25/2011	2196 38			
ACQ	35 0000	02/17/2010	1708 29	1139 37		SUB TRUST 44X016065
10 0000		06/01/2010	488 08	373 09		568 92 LT15
CHANGED 03/29/12 LLL PREP NOTE EXISTS						
40 0000 ALCON INC COM - H01301102 - MINOR = 479						
SOLD		04/08/2011	6832 37			
ACQ	40 0000	06/29/2010	6832 37	5968 64		SUB TRUST 44X016040
340 0000 LOGITECH INTERNATIONAL-REG - H50430232 - MINOR = 485						
SOLD		06/14/2011	4085 77			
ACQ	340 0000	08/10/2010	4085 77	5555 36		SUB TRUST 44X016040
120 0000 TRANSOCEAN LTD ZUG NAMEN AKT - H8817H100 - MINOR = 465						
SOLD		05/03/2011	8423 20			
ACQ	60 0000	06/10/2009	4211 60	5039 40		SUB TRUST 44X016016
60 0000		06/18/2010	4211 60	3198 59		-827 80 LT15
205 0000 CHECKPOINT SOFTWARE - M22465104 - MINOR = 487						
SOLD		09/14/2011	10909 89			
ACQ	205 0000	09/30/2010	10909 89	7476 35		SUB TRUST 44X016057
392 0000 NXP SEMICONDUCTORS N V COM - N6596X109 - MINOR = 490						
SOLD		09/30/2011	5719 16			
ACQ	392 0000	01/06/2011	5719 16	8972 88		SUB TRUST 44X016057
TOTALS			1763056 35	1639347 23		

SUMMARY OF CAPITAL GAINS/LOSSES

FEDERAL	SHORT TERM	LONG TERM 28%	LONG TERM 15%	ST WASH SALE	LT WASH SALE	1250 GAIN
SUBTOTAL FROM ABOVE	37842 20	0 00	88766 58	-596 29	-2303 38	0 00*
COMMON TRUST FUND	0 00	0 00	0 00			0 00
CAPITAL GAIN DIVIDENDS	0 00	0 00	8990 25			0 00
	37842 20	0 00	97756 83	-596 29	-2303 38	0 00
STATE						
SUBTOTAL FROM ABOVE	37842 20	0 00	88766 58	-596 29	-2303 38	0 00*
COMMON TRUST FUND	0 00	0 00	0 00			0 00
CAPITAL GAIN DIVIDENDS	0 00	0 00	8990 25			0 00
	37842 20	0 00	97756 83	-596 29	-2303 38	0 00

* - 1250 GAIN DETAILED ON TRANS PAGES, NOT ABOVE

CAPITAL LOSS CARRYOVER

FEDERAL	0 00	0 00
MISSOURI	N/A	N/A

Part XV Grants

TRAN HALL HISTORY BY ACCOUNT LIST 08:46 04/03/12
BANK 98 ACCOUNT NO: ... JOHN WOODS FOUNDATION
SECURITY NO. FROM/TO DATE. 10/01/2011 TAX RANGE: 634
TAX GROUP. BACKDATE: STMT PRINT: UNSETTLED DATE:
REMIT: FROM DOLLAR:

REG CODE	POST DTE	SEC NO	PRT	SGN	TAX	REG REC	ENTRY #	REMIT	INCOME	PRINCIPAL
								UNITS		CARRYING VALUE
-	11/15/11			3	634		1111150057517		0 00	1,000 00-
	FAIRVIEW FRIENDS FOUNDATION								0.000	0.00
	CONTRIBUTION									
-	11/15/11			3	634		1111150057518		0.00	7,000.00-
	HOPE & RELIEF INTL FDN, INC.								0.000	0.00
	CONTRIBUTION									
-	11/15/11			3	634		1111150057519		0 00	2,000.00-
	PERIMETER CHURCH								0.000	0.00
	CONTRIBUTION									
-	11/15/11			3	634		1111150057520		0.00	13,500.00-
	RED WINDS COUNCIL, INC.								0.000	0 00
	CONTRIBUTION									

** PRESS ENTER FOR NEXT SCREEN; SELECT AN ITEM USING "I", "M", OR "R" **
PRESS CLEAR FOR HISTORY MENU OR ENTER TRAN CODE HALP TO PRINT TRAN ==> 001

TRAN HALL HISTORY BY ACCOUNT LIST 08.46 04/03/12
 BANK 98 ACCOUNT NO JOHN WOODS FOUNDATION
 SECURITY NO FROM/TO DATE: 10/01/2011 TAX RANGE: 634
 TAX GROUP BACKDATE: STMT PRINT. UNSETTLED DATE.
 REMIT: FROM DOLLAR
 REG CODE : INCOME PRINCIPAL
 POST DTE SEC NO PRT SGN TAX REG REC ENTRY # REMIT UNITS CARRYING VALUE
 - 11/15/11 3 634 1111150057521 0.00 2,000 00-
 STARFISH ONE BY ONE 0.000 0.00
 CONTRIBUTION
 - 11/15/11 3 634 1111150057522 0 00 8,000.00-
 STARFISH ONE BY ONE 0.000 0.00
 CONTRIBUTION
 - 11/15/11 3 634 1111150057523 0.00 10,500 00-
 SUMMIT FOUNDATION 0.000 0 00
 CONTRIBUTION
 - 11/15/11 3 634 1111150057524 0.00 1,000 00-
 SWAN CENTER OUTREACH, INC 0 000 0.00
 CONTRIBUTION
 ** PRESS ENTER FOR NEXT SCREEN; SELECT AN ITEM USING "I", "M", OR "R" **
 PRESS CLEAR FOR HISTORY MENU OR ENTER TRAN CODE HALP TO PRINT TRAN ==> 002

TRAN HALL HISTORY BY ACCOUNT LIST 08:46 04/03/12
BANK 98 ACCOUNT NO: JOHN WOODS FOUNDATION
SECURITY NO: DATE: 10/01/2011 TAX RANGE. 634
TAX GROUP: BACKDATE STMT PRINT: UNSETTLED DATE
REMIT: FROM DOLLAR:

REG CODE	POST DTE	SEC NO	PRT	SGN	TAX	REG REC	ENTRY #	REMIT UNITS	INCOME	PRINCIPAL CARRYING VALUE
-	11/15/11			3	634		1111150057525			
	WHITTIER INTERNATIONAL SCHOOL							0.00		16,000.00-
	CONTRIBUTION							0.000		0 00
-	11/15/11			3	634		1111150057526			
	WHITTIER INTERNATIONAL SCHOOL							0.00		15,000 00-
	CONTRIBUTION							0.000		0.00
-	11/15/11			3	634		1111150057527			
	ALPHARETTA HIGH SCHOOL FOUNDATION							0.00		24,000 00-
	CONTRIBUTION							0.000		0 00
-	11/15/11			3	634		1111150057528			
	THE NRA FOUNDATION, INC.							0.00		20,000.00-
	CONTRIBUTION							0 000		0.00

** PRESS ENTER FOR NEXT SCREEN; SELECT AN ITEM USING "I", "M", OR "R" **
PRESS CLEAR FOR HISTORY MENU OR ENTER TRAN CODE HALP TO PRINT TRAN ==> 003

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TRAN HALL                HISTORY BY ACCOUNT LIST                08 46 04/03/12
BANK 98 ACCOUNT NO:      JOHN WOODS FOUNDATION
SECURITY NO:             FROM/TO DATE: 10/01/2011             TAX RANGE: 634
TAX GROUP:               BACKDATE:                STMT PRINT:    UNSETTLED DATE:
                        REMIT:                   FROM DOLLAR:
REG CODE :               INCOME                   PRINCIPAL
      POST DTE  SEC NO PRT SGN TAX REG REC ENTRY #  REMIT UNITS  CARRYING VALUE
- 11/15/11      3   634   1111150057622
  THE WILD ANIMAL SANCTUARY          0.00          2,000.00-
  CONTRIBUTION                      0 000          0.00

- 11/15/11      3   634   1111150057623 00001
  AMERICAN CANCER SOCIETY          0.00          3,500.00-
  CONTRIBUTION                     0.000          0 00

- 11/15/11      3   634   1111150057624
  AMERICAN YOUTH FOUNDATION        0 00          2,000.00-
  CONTRIBUTION                     0.000          0 00

- 11/15/11      3   634   1111150057625
  AMERICAN YOUTH FOUNDATION        0 00          500.00-
  CONTRIBUTION                     0 000          0.00

** PRESS ENTER FOR NEXT SCREEN; SELECT AN ITEM USING "I", "M", OR "R" **
PRESS CLEAR FOR HISTORY MENU OR ENTER TRAN CODE HALP TO PRINT  TRAN ==> 004

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TRAN HALL                HISTORY BY ACCOUNT LIST                08 46 04/03/12
BANK 98 ACCOUNT #        JOHN WOODS FOUNDATION
SECURITY NO              FROM DATE 10/01/2011          TAX RANGE 634
TAX GROUP.               BACKDATE:          STMT PRINT  UNSETTLED DATE
                        REMIT  FROM DOLLAR
REG CODE .              INCOME              PRINCIPAL
  POST DTE  SEC NO PRT SGN TAX REG REC ENTRY #  REMIT UNITS  CARRYING VALUE
- 11/15/11          3  634    1111150057626
  BEYOND HOUSING, INC.              0.00          5,000.00-
  CONTRIBUTION                     0.000          0.00

- 11/15/11          3  634    1111150057627
  BOULDER COUNTY NATURE ASSN        0.00          500.00-
  CONTRIBUTION                     0.000          0.00

- 11/15/11          3  634    1111150057628
  COMMUNITY IN POWER & DEVELOPMENT  0.00          1,000.00-
  CONTRIBUTION                     0.000          0.00

- 11/15/11          3  634    1111150057629
  COLORADO REPTILE HUMANE SOCIETY   0.00          500.00-
  CONTRIBUTION                     0.000          0.00
** PRESS ENTER FOR NEXT SCREEN; SELECT AN ITEM USING "I", "M", OR "R" **
PRESS CLEAR FOR HISTORY MENU OR ENTER TRAN CODE HALP TO PRINT  TRAN ==> 005

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TRAN HALL HISTORY BY ACCOUNT LIST 09.05 04/03/12
BANK 98 ACCOUNT N: JOHN WOODS FDN - FIXED INCOME
SECURITY NO FROM/TO DATE: 12/01/2010 TAX RANGE: 634
TAX GROUP: BACKDATE: STMT PRINT. UNSETTLED DATE
REMIT: FROM DOLLAR.
REG CODE : INCOME PRINCIPAL
POST DTE SEC NO PRT SGN TAX REG REC ENTRY # REMIT UNITS CARRYING VALUE
11/15/11 3 634 1111150057529
EGO CARSHARE 0 00 5,000.00-
CONTRIBUTION 0.000 0.00

** END OF LIST **

PRESS CLEAR FOR HISTORY MENU OR ENTER TRAN CODE HALP TO PRINT TRAN ==> 001