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Form 990-PF

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 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  
ANDREAS FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)  
C/O ANDREAS OFFICE PO BOX 3584

Room/suite

City or town, state, and ZIP code  
MANKATO, MN 560023584

A Employer identification number  
41-6017057

B Telephone number (see page 10 of the instructions)  
(507) 345-1233

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ☐

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

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

H Check type of organization ☒ 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) \$ 81,098,822

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions) )		(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)	900,000			
	2 Check <input type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	3 Interest on savings and temporary cash investments	1,370	1,370		
	4 Dividends and interest from securities. . . . .	1,960,342	1,960,342		
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	-3,906,271			
	b Gross sales price for all assets on line 6a <u>17,577,680</u>				
	7 Capital gain net income (from Part IV , line 2) . . . .		0		
	8 Net short-term capital gain . . . . .				
	9 Income modifications . . . . .				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold . . . . .				
	c Gross profit or (loss) (attach schedule) . . . . .				
	11 Other income (attach schedule) . . . . .				
	12 <b>Total.</b> Add lines 1 through 11 . . . . .	-1,044,559	1,961,712		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages . . . . .				
	15 Pension plans, employee benefits . . . . .				
	16a Legal fees (attach schedule) . . . . .				
	b Accounting fees (attach schedule) . . . . .	312	312		0
	c Other professional fees (attach schedule) . . . . .				
	17 Interest . . . . .				
	18 Taxes (attach schedule) (see page 14 of the instructions)	39,214	0		0
	19 Depreciation (attach schedule) and depletion . . . .				
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .				
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule) . . . . .	707	707		0
	24 <b>Total operating and administrative expenses.</b>				
	Add lines 13 through 23 . . . . .	40,233	1,019		0
	25 Contributions, gifts, grants paid . . . . .	3,542,500			3,542,500
	26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	3,582,733	1,019		3,542,500
	27 Subtract line 26 from line 12				
	a <b>Excess of revenue over expenses and disbursements</b>	-4,627,292			
	b <b>Net investment income</b> (if negative, enter -0-)		1,960,693		
c <b>Adjusted net income</b> (if negative, enter -0-)					

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 . . . . .	16,952	-192,178	-192,178
	2	Savings and temporary cash investments . . . . .	5,451,275	6,996,531	6,996,531
	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) . . . . .	54,649,114	48,724,042	68,787,044
	c	Investments—corporate bonds (attach schedule). . . . .	5,069,439	5,031,847	5,507,425
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans . . . . .			
	13	Investments—other (attach schedule) . . . . .			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	65,186,780	60,560,242	81,098,822	
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 ▶ _____)	-3,540	-2,786	
	23	Total liabilities (add lines 17 through 22) . . . . .	-3,540	-2,786	
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 . . . . .	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	1,582,314	1,582,314	
	29	Retained earnings, accumulated income, endowment, or other funds	63,608,006	58,980,714	
	30	Total net assets or fund balances (see page 17 of the instructions) . . . . .	65,190,320	60,563,028	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions) . . . . .	65,186,780	60,560,242	

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	65,190,320
2	Enter amount from Part I, line 27a . . . . .	2	-4,627,292
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3 . . . . .	4	60,563,028
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	60,563,028

Part IV

Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
1a	See Additional Data Table			
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	See Additional Data Table		
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	See Additional Data Table		
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	-3,906,271
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	3,161,465	74,523,248	0 042423
2008	3,775,287	61,935,784	0 060955
2007	4,108,946	80,570,578	0 050998
2006	2,232,092	84,289,191	0 026481
2005	2,275,875	75,148,262	0 030285

2	Total of line 1, column (d). . . . .	2	0 211142
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 042228
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5. . . . .	4	84,099,004
5	Multiply line 4 by line 3. . . . .	5	3,551,333
6	Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	19,607
7	Add lines 5 and 6. . . . .	7	3,570,940
8	Enter qualifying distributions from Part XII, line 4. . . . .	8	3,542,500

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 . . . . .		1	39,214
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	39,214
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	39,214
6 Credits/Payments			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	42,000
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	42,000
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached		8	187
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	2,599
11 Enter the amount of line 10 to be Credited to 2011 estimated tax  2,599 Refunded		11	0

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? . . . . .			Yes 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.		1a	No
c Did the foundation file Form 1120-POL for this year?. . . . .		1b	No
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		1c	No
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers  \$ 0			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . If "Yes," attach a detailed description of the activities.		2	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)  IA, MN, MD			
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 DEAN WUEBKER Telephone no (507) 345-1233 Located at 40 GOOD COUNSEL DRIVE SUITE 10 MANKATO MN ZIP+4 56001			
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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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.	5b		
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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>	6b		No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
See Additional Data Table				
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 NONE	0
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
<b>1</b> NONE	0
<b>2</b>	
All other program-related investments See page 24 of the instructions	
<b>3</b>	
<b>Total.</b> Add lines 1 through 3.	0



Part X

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
<b>a</b>	Average monthly fair market value of securities. . . . .	<b>1a</b>	78,517,780
<b>b</b>	Average of monthly cash balances. . . . .	<b>1b</b>	6,861,919
<b>c</b>	Fair market value of all other assets (see page 24 of the instructions). . . . .	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c). . . . .	<b>1d</b>	85,379,699
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets. . . . .	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d. . . . .	<b>3</b>	85,379,699
<b>4</b>	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions). . . . .	<b>4</b>	1,280,695
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	<b>5</b>	84,099,004
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	<b>6</b>	4,204,950

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.)

<b>1</b>	Minimum investment return from Part X, line 6. . . . .	<b>1</b>	4,204,950
<b>2a</b>	Tax on investment income for 2010 from Part VI, line 5. . . . .	<b>2a</b>	39,214
<b>b</b>	Income tax for 2010 (This does not include the tax from Part VI ). . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b. . . . .	<b>2c</b>	39,214
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	<b>3</b>	4,165,736
<b>4</b>	Recoveries of amounts treated as qualifying distributions. . . . .	<b>4</b>	0
<b>5</b>	Add lines 3 and 4. . . . .	<b>5</b>	4,165,736
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions). . . . .	<b>6</b>	0
<b>7</b>	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	<b>7</b>	4,165,736

Part XII

Qualifying Distributions (see page 25 of the instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
<b>a</b>	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26. . . . .	<b>1a</b>	3,542,500
<b>b</b>	Program-related investments—total from Part IX-B. . . . .	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required). . . . .	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule). . . . .	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	3,542,500
<b>5</b>	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). . . . .	<b>5</b>	0
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .	<b>6</b>	3,542,500
<b>Note:</b> 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. . . . . 214,135			
b	Total for prior years 20____, 20____, 20____ 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 ▶ \$ 3,542,500			
a	Applied to 2009, but not more than line 2a 214,135			
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions) 0			
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions). . . 0			
d	Applied to 2010 distributable amount. . . . . 3,328,365			
e	Remaining amount distributed out of corpus 0			
5	Excess distributions carryover applied to 2010 0			
(If an amount appears in column (d), the same amount must be shown in column (a).)				
6	Enter the net total of each column as indicated below:			
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5 0			
b	Prior years' undistributed income Subtract line 4b from line 2b. . . . . 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 page 27 of the instructions . . . 0			
e	Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions . . . . . 0			
f	Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011 . . . . . 837,371			
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) . . . . . 0			
8	Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions) . . . . . 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. . . . .			

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) )

See Additional Data Table

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

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

b

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

c

Any submission deadlines

d

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

Part XV

Supplementary Information (continued)

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

Recipient	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 Paid during the year See Additional Data Table				
Total . . . . .			▶ 3a	3,542,500
b Approved for future payment				
Total . . . . .			▶ 3b	0

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	
<b>1</b> Program service revenue					
<b>a</b> _____					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>f</b> _____					
<b>g</b> Fees and contracts from government agencies					
<b>2</b> Membership dues and assessments. . . . .					
<b>3</b> Interest on savings and temporary cash investments			14	1,370	
<b>4</b> Dividends and interest from securities. . . . .			14	1,960,342	
<b>5</b> Net rental income or (loss) from real estate					
<b>a</b> Debt-financed property. . . . .					
<b>b</b> Not debt-financed property. . . . .					
<b>6</b> Net rental income or (loss) from personal property					
<b>7</b> Other investment income. . . . .					
<b>8</b> Gain or (loss) from sales of assets other than inventory			18	-3,906,271	
<b>9</b> Net income or (loss) from special events					
<b>10</b> Gross profit or (loss) from sales of inventory. . .					
<b>11</b> Other revenue <b>a</b> _____					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>12</b> Subtotal. Add columns (b), (d), and (e). . . . .		0		-1,944,559	0
<b>13 Total.</b> Add line 12, columns (b), (d), and (e). . . . .			<b>13</b>	-1,944,559	-1,944,559

[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

2011-12-22

Date

\*\*\*\*\*

Title

Paid Preparer's Use Only

Preparer's Signature

DEAN WUEBKER

Firm's name

Firm's address

Date

Check if self-employed

☐

PTIN

Firm's EIN

Phone no.

(507) 345-1233

Form 990-PF (2010)

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury  
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2010

<b>Name of organization</b> ANDREAS FOUNDATION	<b>Employer identification number</b> 41-6017057
---	---

Organization type (check one)

<b>Filers of:</b>	<b>Section:</b>
Form 990 or 990-EZ	<input type="checkbox"/> 501(c)( ) (enter number) organization
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust <b>not</b> treated as a private foundation
	<input type="checkbox"/> 527 political organization
Form 990-PF	<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation
	<input type="checkbox"/> 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.  
**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule—

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ, that met the 33<sup>1</sup>/<sub>3</sub>% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. . . . . ▶ \$ \_\_\_\_\_

**Caution.** An Organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer “No” on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

<b>Name of organization</b> ANDREAS FOUNDATION	<b>Employer identification number</b>  41-6017057
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Part I

Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	D O ANDREAS ANDREAS OFFICE PO BOX 3584  MANKATO, MN 560023584	\$ 900,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II if there is a noncash contribution )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II if there is a noncash contribution )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II if there is a noncash contribution )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II if there is a noncash contribution )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II if there is a noncash contribution )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II if there is a noncash contribution )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II if there is a noncash contribution )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II if there is a noncash contribution )



Name of organization ANDREAS FOUNDATION	Employer identification number 41-6017057
--	--

Part II Noncash Property (see Instructions)			
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____

<b>Name of organization</b> ANDREAS FOUNDATION	<b>Employer identification number</b>  41-6017057
---	---

Part III

**Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year.** (Complete columns (a) through (e) and the following line entry )

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **\$1,000 or less** for the year (Enter this information once See instructions ) ➤ \$

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	<div></div>	<div></div>	<div></div>
	<div>(e) Transfer of gift</div>		
	<div>Transferee's name, address, and ZIP + 4</div> <div>Relationship of transferor to transferee</div>		
—	<div></div>	<div></div>	<div></div>
	<div>(e) Transfer of gift</div>		
	<div>Transferee's name, address, and ZIP + 4</div> <div>Relationship of transferor to transferee</div>		
—	<div></div>	<div></div>	<div></div>
	<div>(e) Transfer of gift</div>		
	<div>Transferee's name, address, and ZIP + 4</div> <div>Relationship of transferor to transferee</div>		
—	<div></div>	<div></div>	<div></div>
	<div>(e) Transfer of gift</div>		
	<div>Transferee's name, address, and ZIP + 4</div> <div>Relationship of transferor to transferee</div>		
—	<div></div>	<div></div>	<div></div>
	<div>(e) Transfer of gift</div>		
	<div>Transferee's name, address, and ZIP + 4</div> <div>Relationship of transferor to transferee</div>		

Additional Data

Software ID:

Software Version:

EIN: 41-6017057

Name: ANDREAS FOUNDATION

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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 )
A	GENERAL COMMUNICATION		2008-01-30	2010-12-03
B	GENERAL COMMUNICATION		2008-01-30	2010-12-07
C	GENERAL COMMUNICATION		2008-01-30	2010-12-07
D	GENERAL COMMUNICATION		2008-01-30	2010-12-09
E	GENERAL COMMUNICATION		2008-01-30	2010-12-10
F	GENERAL COMMUNICATION		2008-01-30	2010-12-10
G	GENERAL COMMUNICATION		2008-01-31	2010-12-10
H	GENERAL COMMUNICATION		2008-01-31	2010-12-17
I	GENERAL COMMUNICATION		2008-02-08	2010-12-17
J	GENERAL COMMUNICATION		2008-02-12	2010-12-17
K	GENERAL COMMUNICATION		2008-02-22	2010-12-17
L	GENERAL COMMUNICATION		2008-03-03	2010-12-17
M	PFIZER INCORPORATED		2005-01-13	2010-12-13
N	PFIZER INCORPORATED		2005-01-19	2010-12-13
O	ASHLAND INCORPORATED NEW		2011-02-04	2011-02-11
P	BOEING COMPANY		2008-01-31	2011-02-09
Q	BOEING COMPANY		2008-02-07	2011-02-09
R	BOEING COMPANY		2008-03-07	2011-02-09
S	BOEING COMPANY		2008-03-07	2011-02-09
T	BOEING COMPANY		2008-03-19	2011-02-09
U	BOEING COMPANY		2008-03-19	2011-02-09
V	BOEING COMPANY		2008-09-18	2011-02-09
W	CAMPBELL SOUP COMPANY		2005-01-19	2011-02-09
X	CAMPBELL SOUP COMPANY		2010-03-08	2011-02-22
Y	CONAGRA FOODS INCORPORATED		2008-02-12	2011-02-09
Z	CONAGRA FOODS INCORPORATED		2008-02-13	2011-02-09
AA	CONAGRA FOODS INCORPORATED		2008-02-13	2011-02-09
AB	CONAGRA FOODS INCORPORATED		2008-02-13	2011-02-09
AC	CONAGRA FOODS INCORPORATED		2006-02-07	2011-02-10
AD	CONAGRA FOODS INCORPORATED		2006-02-07	2011-02-22

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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 )
AE	DEAN FOODS COMPANY NEW		2007-06-13	2011-02-09
AF	DEAN FOODS COMPANY NEW		2007-06-14	2011-02-09
AG	DEAN FOODS COMPANY NEW		2007-07-26	2011-02-16
AH	DEAN FOODS COMPANY NEW		2007-07-31	2011-02-16
AI	DEAN FOODS COMPANY NEW		2007-09-07	2011-02-16
AJ	DEAN FOODS COMPANY NEW		2009-05-28	2011-02-16
AK	DEAN FOODS COMPANY NEW		2009-05-28	2011-02-22
AL	DIAMOND OFFSHORE DRILLING		2010-02-25	2011-02-09
AM	DIAMOND OFFSHORE DRILLING		2008-02-06	2011-02-09
AN	DIAMOND OFFSHORE DRILLING		2010-02-11	2011-02-09
AO	DIAMOND OFFSHORE DRILLING		2006-09-12	2011-02-10
AP	DIAMOND OFFSHORE DRILLING		2010-02-25	2011-02-10
AQ	DIAMOND OFFSHORE DRILLING		2010-03-29	2011-02-10
AR	DIAMOND OFFSHORE DRILLING		2010-10-21	2011-02-10
AS	PFIZER INCORPORATED		2007-11-01	2011-02-09
AT	PFIZER INCORPORATED		2007-11-01	2011-02-09
AU	ITRON INCORPORATED		2011-02-04	2011-03-09
AV	NATIONAL PRESTO INDUSTRIES		2011-01-06	2011-04-27
AW	NATIONAL PRESTO INDUSTRIES		2011-01-06	2011-04-28
AX	NATIONAL PRESTO INDUSTRIES		2011-01-06	2011-04-29
AY	USEC INCORPORATED		2006-02-22	2011-04-27
AZ	TEVA PHARMACEUTICAL INDUSTRIES		2011-02-08	2011-04-28
BA	TEVA PHARMACEUTICAL INDUSTRIES		2011-02-10	2011-04-28
BB	USEC INCORPORATED		2006-02-22	2011-04-28
BC	TEVA PHARMACEUTICAL INDUSTRIES		2010-12-22	2011-04-27
BD	USEC INCORPORATED		2006-05-24	2011-04-28
BE	USEC INCORPORATED		2006-05-24	2011-04-28
BF	USEC INCORPORATED		2006-06-08	2011-04-28
BG	AIRTRAN HLDGS INCORPORATED		2006-08-10	2011-05-02
BH	AIRTRAN HLDGS INCORPORATED		2006-08-11	2011-05-02

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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 )
BI	AIRTRAN HLDGS INCORPORATED		2006-09-08	2011-05-02
BJ	AIRTRAN HLDGS INCORPORATED		2006-09-08	2011-05-02
BK	AIRTRAN HLDGS INCORPORATED		2006-09-08	2011-05-02
BL	USEC INCORPORATED		2006-06-08	2011-05-02
BM	USEC INCORPORATED		2006-06-08	2011-05-02
BN	USEC INCORPORATED		2006-06-14	2011-05-02
BO	MARSHALL & ILSLEY CORPORATION		2007-12-17	2011-05-04
BP	MARSHALL & ILSLEY CORPORATION		2007-12-17	2011-05-04
BQ	MARSHALL & ILSLEY CORPORATION		2007-12-17	2011-05-04
BR	MARSHALL & ILSLEY CORPORATION		2007-12-18	2011-05-04
BS	MARSHALL & ILSLEY CORPORATION		2007-12-18	2011-05-04
BT	MARSHALL & ILSLEY CORPORATION		2007-12-18	2011-05-04
BU	MARSHALL & ILSLEY CORPORATION		2008-01-04	2011-05-04
BV	MARSHALL & ILSLEY CORPORATION		2008-01-04	2011-05-04
BW	MARSHALL & ILSLEY CORPORATION		2008-03-28	2011-05-04
BX	SOUTHWEST AIRLS COMPANY		2006-08-10	2011-05-04
BY	SOUTHWEST AIRLS COMPANY		2006-08-11	2011-05-04
BZ	SOUTHWEST AIRLS COMPANY		2006-09-08	2011-05-04
CA	SOUTHWEST AIRLS COMPANY		2006-09-08	2011-05-04
CB	SOUTHWEST AIRLS COMPANY		2006-09-08	2011-05-04
CC	USEC INCORPORATED		2006-06-14	2011-05-04
CD	USEC INCORPORATED		2007-09-20	2011-05-04
CE	USEC INCORPORATED		2007-10-02	2011-05-04
CF	USEC INCORPORATED		2010-02-11	2011-05-04
CG	ITRON INCORPORATED		2011-02-22	2011-05-13
CH	ITRON INCORPORATED		2011-03-01	2011-05-13
CI	HEWLETT PACKARD COMPANY		2010-10-04	2011-05-17
CJ	HEWLETT PACKARD COMPANY		2011-03-17	2011-05-17
CK	FOSTER WHEELER AG		2011-02-04	2011-05-18
CL	FOSTER WHEELER AG		2011-02-11	2011-05-19

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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 )
CM	CLIFFS NATURAL RESOURCES		2011-04-14	2011-05-24
CN	FLUOR CORPORATION NEW		2011-02-11	2011-05-24
CO	PFIZER INCORPORATED		2007-11-01	2011-05-24
CP	BANK OF AMERICA CORPORATION		2011-05-06	2011-06-10
CQ	CHICAGO BRIDGE & IRON COMPANY		2011-03-16	2011-06-16
CR	CHICAGO BRIDGE & IRON COMPANY		2011-04-18	2011-06-16
CS	CLIFFS NATURAL RESOURCES		2011-04-12	2011-06-16
CT	FLUOR CORPORATION NEW		2011-02-04	2011-06-10
CU	FLUOR CORPORATION NEW		2011-03-10	2011-06-10
CV	FLUOR CORPORATION NEW		2011-03-16	2011-06-10
CW	FLOWSERVE CORPORATION		2011-02-04	2011-06-09
CX	FLOWSERVE CORPORATION		2011-03-10	2011-06-09
CY	GENERAL MTRS COMPANY		2011-05-06	2011-06-06
CZ	MUELLER WTR PRODUCTS		2011-05-20	2011-06-23
DA	MUELLER WTR PRODUCTS		2011-05-20	2011-06-23
DB	FOSTER WHEELER AG		2011-02-22	2011-05-26
DC	FOSTER WHEELER AG		2011-03-08	2011-06-09
DD	FOSTER WHEELER AG		2011-04-14	2011-06-09
DE	BAKER HUGHES INCORPORATED		2011-07-28	2011-08-05
DF	BANK MONTREAL QUE (CANADA)		2008-04-14	2011-08-04
DG	BANK MONTREAL QUE (CANADA)		2008-12-26	2011-08-04
DH	BANK MONTREAL QUE (CANADA)		2008-12-29	2011-08-04
DI	BANK MONTREAL QUE (CANADA)		2008-12-29	2011-08-04
DJ	CAMERON INTERNATIONAL		2011-07-28	2011-08-05
DK	MUELLER WTR PRODUCTS		2011-02-03	2011-07-29
DL	MUELLER WTR PRODUCTS		2011-02-04	2011-08-04
DM	MUELLER WTR PRODUCTS		2011-02-04	2011-08-04
DN	MUELLER WTR PRODUCTS		2011-02-04	2011-08-04
DO	MUELLER WTR PRODUCTS		2011-02-04	2011-08-04
DP	NAVISTAR INTERNATIONAL		2011-06-21	2011-08-04

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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 )
DQ	NAVISTAR INTERNATIONAL		2011-06-23	2011-08-04
DR	NAVISTAR INTERNATIONAL		2011-07-27	2011-08-04
DS	PALL CORPORATION		2011-02-04	2011-08-01
DT	PALL CORPORATION		2011-02-11	2011-08-01
DU	PALL CORPORATION		2011-03-11	2011-08-01
DV	PALL CORPORATION		2011-03-14	2011-08-01
DW	PFIZER INCORPORATED		2005-10-21	2011-08-04
DX	WEATHERFORD INTERNATIONAL		2011-07-28	2011-08-05
DY	CHICAGO BRIDGE & IRON COMPANY		2011-02-04	2011-09-23
DZ	CHICAGO BRIDGE & IRON COMPANY		2011-02-11	2011-09-23
EA	CHICAGO BRIDGE & IRON COMPANY		2011-02-23	2011-09-23
EB	CHICAGO BRIDGE & IRON COMPANY		2011-02-23	2011-09-23
EC	CHICAGO BRIDGE & IRON COMPANY		2011-08-04	2011-09-23
ED	GOLDMAN SACHS GROUP		2011-07-19	2011-09-22
EE	GOLDMAN SACHS GROUP		2011-07-19	2011-09-23
EF	GOLDMAN SACHS GROUP		2011-07-19	2011-09-23
EG	HALLIBURTON COMPANY		2011-07-28	2011-09-22
EH	HALLIBURTON COMPANY		2011-08-05	2011-09-22
EI	PENTAIR INCORPORATED		2011-02-04	2011-09-23
EJ	PENTAIR INCORPORATED		2011-02-11	2011-09-23
EK	PENTAIR INCORPORATED		2011-02-11	2011-09-23
EL	PENTAIR INCORPORATED		2011-02-11	2011-09-23
EM	PENTAIR INCORPORATED		2011-02-23	2011-09-23
EN	SCHLUMBERGER LIMITED		2011-07-28	2011-09-23
EO	SCHLUMBERGER LIMITED		2011-08-05	2011-09-23
EP	WHIRLPOOL CORPORATION		2005-04-26	2011-08-29
EQ	WHIRLPOOL CORPORATION		2005-04-27	2011-08-29
ER	WHIRLPOOL CORPORATION		2007-08-16	2011-08-29
ES	ENCANA CORPORATION (CANADA)		2011-02-22	2011-10-12
ET	ENCANA CORPORATION (CANADA)		2011-02-22	2011-10-12

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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 )
EU	ENCANA CORPORATION (CANADA)		2011-03-10	2011-10-14
EV	GOLDMAN SACHS GROUP		2011-07-19	2011-10-12
EW	GOLDMAN SACHS GROUP		2011-08-04	2011-10-12
EX	PARTNERRE LIMITED (BERMUDA)		2005-04-27	2011-10-21
EY	PARTNERRE LIMITED (BERMUDA)		2005-04-27	2011-10-21
EZ	PARTNERRE LIMITED (BERMUDA)		2005-04-29	2011-10-21
FA	PARTNERRE LIMITED (BERMUDA)		2006-02-09	2011-10-21
FB	PARTNERRE LIMITED (BERMUDA)		2006-02-09	2011-10-21
FC	PARTNERRE LIMITED (BERMUDA)		2006-04-13	2011-10-21
FD	PARTNERRE LIMITED (BERMUDA)		2006-05-22	2011-10-21
FE	PARTNERRE LIMITED (BERMUDA)		2007-08-16	2011-10-21
FF	PARTNERRE LIMITED (BERMUDA)		2010-02-24	2011-10-21
FG	PARTNERRE LIMITED (BERMUDA)		2010-02-24	2011-10-21
FH	SPON ADR ORD L (MEXICO)		2005-04-05	2011-11-23
FI	SPON ADR ORD L (MEXICO)		2005-04-05	2011-11-23
FJ	SPON ADR ORD L (MEXICO)		2005-04-18	2011-11-23
FK	SPON ADR ORD L (MEXICO)		2005-10-19	2011-11-23
FL	SPON ADR ORD L (MEXICO)		2005-10-19	2011-11-23
FM	SPON ADR ORD L (MEXICO)		2005-10-20	2011-11-23
FN	SPON ADR ORD L (MEXICO)		2005-10-20	2011-11-23
FO	SPON ADR ORD L (MEXICO)		2006-02-08	2011-11-23
FP	SPON ADR ORD L (MEXICO)		2006-04-12	2011-11-23
FQ	SPON ADR ORD L (MEXICO)		2007-09-20	2011-11-23



Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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	1,868		1,198	670
B	40,297		25,748	14,549
C	45,685		28,997	16,688
D	2,448		1,487	961
E	11,038		6,692	4,346
F	61,321		36,725	24,596
G	29,434		17,509	11,925
H	34,461		18,968	15,493
I	33,136		17,367	15,769
J	33,136		15,792	17,344
K	33,136		14,742	18,394
L	33,136		14,242	18,894
M	172,145		255,355	-83,210
N	344,291		502,705	-158,414
O	58,542		59,270	-728
P	180,319		203,842	-23,523
Q	180,319		198,592	-18,273
R	180,319		195,342	-15,023
S	360,639		383,175	-22,536
T	108,192		114,484	-6,292
U	72,128		76,339	-4,211
V	144,255		110,753	33,502
W	515,840		442,430	73,410
X	667,382		683,591	-16,209
Y	9,061		8,518	543
Z	104,206		97,915	6,291
AA	113,267		105,925	7,342
AB	113,267		105,675	7,592
AC	113,768		102,678	11,090
AD	112,368		102,678	9,690

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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 E	4,126		12,416	-8,290
A F	47,444		142,742	-95,298
A G	50,819		150,154	-99,335
A H	51,074		145,154	-94,080
A I	51,324		133,733	-82,409
A J	51,574		93,427	-41,853
A K	50,769		93,427	-42,658
A L	35,281		42,926	-7,645
A M	141,125		224,074	-82,949
A N	176,407		217,242	-40,835
A O	34,831		35,016	-185
A P	174,157		214,632	-40,475
A Q	139,325		172,475	-33,150
A R	348,818		352,653	-3,835
A S	189,802		241,804	-52,002
A T	94,901		120,150	-25,249
A U	53,668		63,258	-9,590
A V	3,852		4,516	-664
A W	10,135		11,872	-1,737
A X	96,211		112,652	-16,441
A Y	7,252		18,080	-10,828
A Z	231,818		257,680	-25,862
B A	231,818		254,080	-22,262
B B	38,440		95,775	-57,335
B C	462,636		514,250	-51,614
B D	45,696		114,354	-68,658
B E	45,999		113,350	-67,351
B F	45,999		112,350	-66,351
B G	75,000		75,000	0
B H	75,000		75,000	0

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
BI	75,000		75,000	0
BJ	75,000		75,000	0
BK	75,000		75,000	0
BL	46,297		111,324	-65,027
BM	46,297		110,350	-64,053
BN	93,198		203,603	-110,405
BO	39,560		138,979	-99,419
BP	39,560		138,975	-99,415
BQ	39,560		138,924	-99,364
BR	39,560		135,929	-96,369
BS	39,560		134,425	-94,865
BT	39,560		133,175	-93,615
BU	79,120		252,854	-173,734
BV	79,120		250,850	-171,730
BW	39,560		115,179	-75,619
BX	73,964		150,804	-76,840
BY	73,964		145,604	-71,640
BZ	73,964		126,604	-52,640
CA	73,964		125,600	-51,636
CB	73,964		115,600	-41,636
CC	21,326		50,901	-29,575
CD	21,326		49,177	-27,851
CE	21,326		47,679	-26,353
CF	21,326		21,180	146
CG	54,711		56,540	-1,829
CH	27,355		27,747	-392
CI	184,094		202,430	-18,336
CJ	184,094		206,880	-22,786
CK	32,689		37,887	-5,198
CL	33,689		37,698	-4,009

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
CM	87,088		94,760	-7,672
CN	33,408		36,367	-2,959
CO	102,723		120,150	-17,427
CP	525,985		618,000	-92,015
CQ	33,723		37,890	-4,167
CR	33,723		38,540	-4,817
CS	81,869		92,740	-10,871
CT	61,833		68,526	-6,693
CU	30,916		33,082	-2,166
CV	30,916		34,428	-3,512
CW	110,290		127,850	-17,560
CX	55,145		60,522	-5,377
CY	292,420		324,024	-31,604
CZ	17,791		21,530	-3,739
DA	17,791		21,525	-3,734
DB	33,088		38,040	-4,952
DC	32,257		34,540	-2,283
DD	32,257		33,890	-1,633
DE	95,262		118,337	-23,075
DF	37,535		110,179	-72,644
DG	37,535		62,680	-25,145
DH	37,535		62,180	-24,645
DI	37,535		61,675	-24,140
DJ	91,588		108,691	-17,103
DK	32,944		37,555	-4,611
DL	34,433		56,029	-21,596
DM	11,482		18,676	-7,194
DN	22,965		37,150	-14,185
DO	22,928		37,150	-14,222
DP	223,370		267,572	-44,202

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
DQ	111,685		130,317	-18,632
DR	111,685		128,217	-16,532
DS	49,041		54,001	-4,960
DT	49,041		54,638	-5,597
DU	49,041		56,590	-7,549
DV	24,520		27,522	-3,002
DW	177,042		213,055	-36,013
DX	87,915		110,129	-22,214
DY	28,923		34,713	-5,790
DZ	28,923		35,199	-6,276
EA	14,462		17,003	-2,541
EB	29,254		34,007	-4,753
EC	43,881		54,826	-10,945
ED	186,144		255,639	-69,495
EE	191,848		254,070	-62,222
EF	47,962		63,018	-15,056
EG	65,294		111,291	-45,997
EH	65,294		90,232	-24,938
EI	31,793		37,729	-5,936
EJ	31,793		38,138	-6,345
EK	31,793		38,142	-6,349
EL	15,896		19,057	-3,161
EM	47,689		55,707	-8,018
EN	67,973		101,443	-33,470
EO	86,511		108,772	-22,261
EP	309,817		315,180	-5,363
EQ	464,726		465,268	-542
ER	154,909		217,842	-62,933
ES	100,158		155,177	-55,019
ET	102,323		155,177	-52,854

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
EU	104,818		152,680	-47,862
EV	146,942		189,053	-42,111
EW	97,961		128,770	-30,809
EX	119,627		113,090	6,537
EY	119,627		113,095	6,532
EZ	239,253		224,145	15,108
FA	119,627		120,074	-447
FB	47,891		48,030	-139
FC	131,700		131,202	498
FD	359,183		360,184	-1,001
FE	35,918		41,485	-5,567
FF	23,946		31,427	-7,481
FG	599,138		785,671	-186,533
FH	306,793		204,338	102,455
FI	306,793		202,261	104,532
FJ	306,793		200,656	106,137
FK	76,698		59,738	16,960
FL	1,534		1,183	351
FM	75,164		57,816	17,348
FN	76,698		58,256	18,442
FO	153,397		133,921	19,476
FP	153,397		126,849	26,548
FQ	76,698		98,776	-22,078

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

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				670
B				14,549
C				16,688
D				961
E				4,346
F				24,596
G				11,925
H				15,493
I				15,769
J				17,344
K				18,394
L				18,894
M				-83,210
N				-158,414
O				-728
P				-23,523
Q				-18,273
R				-15,023
S				-22,536
T				-6,292
U				-4,211
V				33,502
W				73,410
X				-16,209
Y				543
Z				6,291
AA				7,342
AB				7,592
AC				11,090
AD				9,690

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
AE				-8,290
AF				-95,298
AG				-99,335
AH				-94,080
AI				-82,409
AJ				-41,853
AK				-42,658
AL				-7,645
AM				-82,949
AN				-40,835
AO				-185
AP				-40,475
AQ				-33,150
AR				-3,835
AS				-52,002
AT				-25,249
AU				-9,590
AV				-664
AW				-1,737
AX				-16,441
AY				-10,828
AZ				-25,862
BA				-22,262
BB				-57,335
BC				-51,614
BD				-68,658
BE				-67,351
BF				-66,351
BG				0
BH				0



Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

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	
BI				0
BJ				0
BK				0
BL				-65,027
BM				-64,053
BN				-110,405
BO				-99,419
BP				-99,415
BQ				-99,364
BR				-96,369
BS				-94,865
BT				-93,615
BU				-173,734
BV				-171,730
BW				-75,619
BX				-76,840
BY				-71,640
BZ				-52,640
CA				-51,636
CB				-41,636
CC				-29,575
CD				-27,851
CE				-26,353
CF				146
CG				-1,829
CH				-392
CI				-18,336
CJ				-22,786
CK				-5,198
CL				-4,009

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
CM				-7,672
CN				-2,959
CO				-17,427
CP				-92,015
CQ				-4,167
CR				-4,817
CS				-10,871
CT				-6,693
CU				-2,166
CV				-3,512
CW				-17,560
CX				-5,377
CY				-31,604
CZ				-3,739
DA				-3,734
DB				-4,952
DC				-2,283
DD				-1,633
DE				-23,075
DF				-72,644
DG				-25,145
DH				-24,645
DI				-24,140
DJ				-17,103
DK				-4,611
DL				-21,596
DM				-7,194
DN				-14,185
DO				-14,222
DP				-44,202

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
DQ				-18,632
DR				-16,532
DS				-4,960
DT				-5,597
DU				-7,549
DV				-3,002
DW				-36,013
DX				-22,214
DY				-5,790
DZ				-6,276
EA				-2,541
EB				-4,753
EC				-10,945
ED				-69,495
EE				-62,222
EF				-15,056
EG				-45,997
EH				-24,938
EI				-5,936
EJ				-6,345
EK				-6,349
EL				-3,161
EM				-8,018
EN				-33,470
EO				-22,261
EP				-5,363
EQ				-542
ER				-62,933
ES				-55,019
ET				-52,854

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
EU				-47,862
EV				-42,111
EW				-30,809
EX				6,537
EY				6,532
EZ				15,108
FA				-447
FB				-139
FC				498
FD				-1,001
FE				-5,567
FF				-7,481
FG				-186,533
FH				102,455
FI				104,532
FJ				106,137
FK				16,960
FL				351
FM				17,348
FN				18,442
FO				19,476
FP				26,548
FQ				-22,078

Form 990PF Part VIII Line 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
MICHAEL ANDREAS	PRS/TRS/TRSTEE 0 00	0	0	0
40 GOOD COUNSEL DRIVE SUITE 10 MANKATO, MN 56001				
SANDRA MCMURTRIE	VP/TRUSTEE 0 00	0	0	0
40 GOOD COUNSEL DRIVE SUITE 10 MANKATO, MN 56001				
D INEZ ANDREAS	VP/TRUSTEE 0 00	0	0	0
40 GOOD COUNSEL DRIVE SUITE 10 MANKATO, MN 56001				
TERRY ANDREAS	VP/TRUSTEE 0 00	0	0	0
40 GOOD COUNSEL DRIVE SUITE 10 MANKATO, MN 56001				
D O ANDREAS	TRUSTEE 0 00	0	0	0
40 GOOD COUNSEL DRIVE SUITE 10 MANKATO, MN 56001				
DEAN WUEBKER	SECRETARY 0 00	0	0	0
40 GOOD COUNSEL DRIVE SUITE 10 MANKATO, MN 56001				

**Form 990PF Part XV Line 1a - 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).**

MICHAEL ANDREAS
D O ANDREAS

Form 990PF Part XV Line 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)				
<b>a</b> Paid during the year				
564 PARK AVE PRESERVATIONS FNDT 564 PARK AVENUE NEW YORK, NY 10021	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	30,000
AMERICAN HEART ASSOCIATION 122 EAST 42ND NEW YORK, NY 10168	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	6,350
AMERICAN RED CROSS - MACON COUNTY 500 EAST LAKE SHORE DECATUR, IL 62521	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	100,100
ANIMAL MEDICAL CENTER 510 E 62ND STREET NEW YORK, NY 10065	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	10,000
ARCHDIOCESE OF WASHINGTON 5001 EASTERN AVENUE HYATTSVILLE, MD 20781	N/A	SEE GENERAL EXPLANAT	2011 YOUTH RALLY AND MASS	50,000
ARCHDIOCESE OF WASHINGTON 5001 EASTERN AVENUE HYATTSVILLE, MD 20781	N/A	SEE GENERAL EXPLANAT	ARCHDIOCEASE TUITION ASSITANCE FUND	60,000
ARCHDIOCESE OF WASHINGTON 5001 EASTERN AVENUE HYATTSVILLE, MD 20781	N/A	SEE GENERAL EXPLANAT	ARCHDIOCEASE MARCH OF LIFE FUND	50,000
ARCHDIOCESE OF WASHINGTON 5001 EASTERN AVENUE HYATTSVILLE, MD 20781	N/A	SEE GENERAL EXPLANAT	ARCHDIOCEASE CARDINALS APPEAL FUND	50,000
AVE MARIA UNIVERSITY INC 5050 AVE MARIA BLVD AVE MARIA, FL 34142	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	10,000
BABY TALK 500 EAST LAKE SHORE DR DECATUR, IL 62521	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	10,000
BAL HARBOUR ROTARY PO BOX 546461 SURFSIDE, FL 33154	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	5,000
BARRY UNIVERSITY 11300 NORTHEAST SECOND AVE MIAMI SHORES, FL 33161	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	250,000
BETHESDA COMMUNITY SCHOOL 7500 HONEYWELL LANE BETHESDA, MD 20814	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	5,000
BIG BROTHERS BIG SISTERS OF MACON COUNT 117 N MAIN STREET DECATUR, IL 62523	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	10,200
BOSTON COLLEGE TRUSTEES 140 COMMONWEALTH CHESTNUT HILL, MA 02167	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	10,000
<b>Total . . . . .</b>  <b>3a</b>				3,542,500

Form 990PF Part XV Line 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)				
<b>a</b> Paid during the year				
BOSTON UNIVERSITY 881 COMMONWEALTH AVE - 4TH FL BOSTON,MA 02215	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	200,000
BOY SCOUTS OF AMERICA 345 HUDSON STREET NEW YORK,NY 10014	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	500
BOY SCOUTS OF AMERICA COUNCIL 262 W PRAIRIE AVE DECATUR,IL 62523	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	20,000
BOYS AND GIRLS CLUB OF DECATUR 859 NORTH JASPER DECATUR,IL 62521	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	11,000
BREHM PREPARATORY SCHOOL 1245 E GRAND AVE CARBONDALE,IL 62901	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	1,000
BRIMMER AND MAY DAY SCHOOL 69 MIDDLESEX RD CHESTNUT HILL,MA 02467	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	15,000
BUCKINGHAM BROWNE & NICHOLS SCH 80 GERRYS LANDING ROAD CAMBRIDGE,MA 02138	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	5,000
BUCKLEY SCHOOL 113 E 73RD STREET NEW YORK,NY 10021	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	10,000
CARDINAL HAYES HIGH SCHOOL 650 GRAND CONCOURSE BRONX,NY 10451	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	9,440
CATHEDRAL OF ST MATTHEW 1725 RHODE ISLAND AVE NW WASHINGTON,DC 20036	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	6,300
CATHOLIC CHARITIES 924 G STREET NW WASHINGTON,DC 20001	N/A	SEE GENERAL EXPLANAT	NEW CHAPEL CAPITAL CAMPAIGN	50,000
CATHOLIC CHARITIES 924 G STREET NW WASHINGTON,DC 20001	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	3,000
CATHOLIC CHARITIES OF DECATUR 247 W PRAIRIE ST DECATUR,IL 62523	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	5,000
CATHOLIC CHARITIESDIOCESE OF SPRINGFIEL 1625 W WASHINGTON STREET SPRINGFIELD,IL 62702	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	30,000
CATHOLIC COALITION FOR SPECIAL EDUCATION PO BOX 673 KENSINGTON,MD 20895	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	2,500
<b>Total . . . . . ▶ 3a</b>				3,542,500



Form 990PF Part XV Line 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)				
<b>a</b> Paid during the year				
CATHOLIC DISTANCE UNIVERSITY 120 EAST COLONIAL HIGHWAY HAMILTON,VA 20158	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	5,000
CENTRAL CHRISTIAN CHURCH 650 W WILLIAMS STREET DECATUR,IL 62522	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	500
CHADDOCK CHILDREN'S FOUNDATION 205 S 24TH STREET QUINCY,IL 62301	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	3,000
CHILDREN'S MUSEUM OF ILLINOIS 55 S COUNTRY CLUB ROAD DECATUR,IL 62521	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	800
CHILDREN'S MUSEUM OF ILLINOIS 55 S COUNTRY CLUB ROAD DECATUR,IL 62521	N/A	SEE GENERAL EXPLANAT	PAVEMENT OF MEMORIES CAMPAIGN	5,000
CHRIST CHILD SOCIETY INC 5100 WISCONSIN AVE N W WASHINGTON,DC 20016	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	5,000
CHURCH BY THE SEA 501 96TH STREET BAL HARBOUR,FL 33154	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	20,000
CHURCH OF OUR SAVIOUR 21 MARATHON STREET ARLINGTON,MA 02467	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	10,000
COALITION FOR THE HOMELESS 129 FULTON ST NEW YORK,NY 10038	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	100,000
COMMUNITY FOUNDATION OF DECATUR 125 N WATER STREET SUITE 200 DECATUR,IL 62521	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	165,000
COMMUNITY FOUNDATION OF DECATUR 125 N WATER STREET SUITE 200 DECATUR,IL 62521	N/A	SEE GENERAL EXPLANAT	JUDITH MASON THANKSGIVING BASKETS FUND	15,000
CONSORTIUM OF CATHOLIC ACADEMY 145 TAYLOR ST NE WASHINGTON,DC 20017	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	50,000
DECATUR & MACON CO ANIMAL SHELTER FNDTN PO BOX 633 DECATUR,IL 62525	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	10,000
DECATUR AREA ARTS COUNCIL 125 N WATER STREET DECATUR,IL 62523	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	2,500
DECATUR AREA CRIMESTOPPERS PO BOX 34 DECATUR,IL 62525	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	3,000
<b>Total . . . . .</b>  <b>3a</b>				3,542,500


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

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Name and address (home or business)				
<b>a</b> Paid during the year				
DECATUR CARES RESCUE MINISTRIES PO BOX 1215 DECATUR,IL 62525	N/A	SEE GENERAL EXPLANAT	THE GRACE HOUSE AND WATER STREET MISSION FUNDS	10,000
DECATUR CHRISTIAN SCHOOLS 137 SOUTH GRANT STREET FORSYTH,IL 62535	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	2,000
DECATUR DAY CARE CENTER 2075 E LAKESHORE DR DECATUR,IL 62525	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	10,000
DECATUR MACON COUNTY OPPORTUNITIES 1122 E MARIETTA STREET DECATUR,IL 62521	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	2,500
DECATUR MACON COUNTY OPPORTUNITIES 1122 E MARIETTA STREET DECATUR,IL 62521	N/A	SEE GENERAL EXPLANAT	ANNA WATERS HEAD START PROGRAM	2,000
DECATUR MEMORIAL HOSPITAL 2300 NORTH EDWARD ST DECATUR,IL 62529	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	100,000
DECATUR PARKS FOUNDATION 620 E RIVERSIDE AVE DECATUR,IL 62521	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	7,000
DECATUR PARKS FOUNDATION 620 E RIVERSIDE AVE DECATUR,IL 62521	N/A	SEE GENERAL EXPLANAT	SCOVILL CHILDREN'S ZOO FUND	11,000
DON BOSCO CRISTO HIGH SCHOOL 1010 LARCH AVE TAKOMA PARK,MD 20912	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	73,000
DOVE INC 788 E CLAY STREET DECATUR,IL 62521	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	7,500
DUKE UNIVERSITY 2127 CAMPUS DRIVE DURHAM,NC 27708	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	1,000
EASTER SEALS OF CENTRAL ILLINOIS 2715 N 27TH ST DECATUR,IL 62526	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	2,000
EPARCHY OF SAINT MARON 109 REMSEN STREET BROOKLYN,NY 11207	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	1,000
EXTENDED HANDS 321 E LEAFLAND AVE DECATUR,IL 62521	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	2,000
FIRST CHRISTIAN CHURCH 3350 N MCARTHUR ROAD DECATUR,IL 62526	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	2,500
<b>Total . . . . .</b>  <b>3a</b>				3,542,500


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

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Name and address (home or business)				
<b>a</b> Paid during the year				
FRIENDS OF WLRN INC 169 E FLAGLER STREET STE 1400 MAIMI,FL 33121	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	5,000
FUTURES UNLIMITED 210 E TORRANCE AVE PONTIAC,IL 61764	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	2,000
GEORGETOWN UNIVERSITY 37TH AND O STREETS NW WASHINGTON,DC 20007	N/A	SEE GENERAL EXPLANAT	BEST BUDDIES PROGRAM	2,500
GEORGETOWN VISITATION SCHOOL 1524 35TH ST NW WASHINGTON,DC 20007	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	20,000
GIRL SCOUTS OF CENTRAL IL 3020 BAKER DRIVE SPRINGFIELD,IL 62703	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	3,000
GLOBAL KIDS 561 BROADWAY 6TH FLOOR NEW YORK,NY 10012	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	25,000
GOD'S SHELTER OF LOVE INC 925 N UNION STREET DECATUR,IL 62522	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	5,000
GONZAGA COLLEGE HIGH SCHOOL 19 I STREET NW WASHINGTON,DC 20001	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	31,000
GOOD SAMARITAN INN 543 N WATER DECATUR,IL 62523	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	10,000
GOVERNOR OGLESBY MANSION INC 421 WEST WILLIAM ST DECATUR,IL 62522	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	1,500
GRACE UNITED METHODIST CHURCH 901 N MAIN ST DECATUR,IL 62522	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	12,500
GREEK ORTHODOX METROPOLIS OF CHICAGO 40 EAST BURTON PLACE CHICAGO,IL 60610	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	5,000
GREEK ORTHODOX OF THE ANNUNCIATION 570 N UNION ST DECATUR,IL 62522	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	32,000
GROVES ACADEMY 3200 HWY 100 SOUTH ST LOUIS PARK,MN 55416	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	5,000
GROWING STRONG SEXUAL ASSAULT CENTER 240 W PRAIRIE STREET DECATUR,IL 62522	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	4,000
<b>Total . . . . .</b>			<b>▶ 3a</b>	3,542,500


Form 990PF Part XV Line 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)				
<b>a</b> Paid during the year				
HABITAT FOR HUMANITY INTL PO BOX 832 DECATUR,IL 62525	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	2,500
HANDS OF JESUS 244 WLEAFLAND AVE DECATUR,IL 62521	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	3,500
HEIFER INT'L FOUNDATION PO BOX 727 LITTLE ROCK,AR 72203	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	5,000
HERITAGE BEHAVIORAL HEALTH CENTER PO BOX 710 DECATUR,IL 62525	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	5,000
HERITAGE BEHAVIORAL HEALTH CENTER PO BOX 710 DECATUR,IL 62525	N/A	SEE GENERAL EXPLANAT	OASIS DAY CARE FUND	4,000
IMMACULATE CONCEPTION SCHOOL 1315 EIGHTH STREET NW WASHINGTON,DC 20001	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	1,000
JAMES MILLIKIN HOMESTEAD INC 125 N PINE DECATUR,IL 62521	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	1,000
JUNIOR ACHIEVEMENT OF DECATUR 1314 N MAIN ST DECATUR,IL 62526	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	10,000
KENNEDY CENTER NEW HAMPSHIRE AVE F STREET WASHINGTON,DC 20011	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	3,000
KNIGHTS OF COLUMBUS 400 N WHITETAIL CIRCLE MOUNT ZION,IL 62549	N/A	SEE GENERAL EXPLANAT	DECATUR FAMILY REFUGE FUND	250
LANDMARK WEST 45 W 67TH ST NEW YORK,NY 10023	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	10,000
L'ARCHE USA 2474 ONTARIO ROAD NW WASHINGTON,DC 20009	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	1,500
LOWER DEPTH THEATRE EMSEMBLE 137 N LARCHMONT BLVD LOS ANGELES,CA 90004	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	5,000
LUTHERAN SCHOOL ASSOCIATION 2001 EAST MOUND ROAD DECATUR,IL 62523	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	2,000
LYNN UNIVERSITY 3601 NORTH MILITARY TRAIL BOCA RATON,FL 33431	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	500
<b>Total . . . . .</b>  <b>3a</b>				3,542,500


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

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Name and address (home or business)				
<b>a</b> Paid during the year				
MACON COUNTY CASA 140 S WATER STREET SUITE 100 DECATUR,IL 62521	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	3,000
MACON CTY COMMUNITY HEALTH FNDT 1221 CONDIT STREET DECATUR,IL 62521	N/A	SEE GENERAL EXPLANAT	TEDDY BEAR DENTAL CARE FUND	2,000
MACON RESOURCES INC 2121 HUBBARD AVE DECATUR,IL 62524	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	7,000
MALTA HOUSE 5430 GROSVENOR LANE SUITE 210 BETHESDA,MN 20814	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	5,000
MATER DEI SCHOOL 9600 SEVEN LOCKS RD BETHESDA,MD 20817	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	20,000
MATER DEI SCHOOL 9600 SEVEN LOCKS RD BETHESDA,MD 20817	N/A	SEE GENERAL EXPLANAT	2011 CAPITAL CAMPAIGN	20,000
MERCY HEALTH CLINIC 7-1 METROPOLITAN COURT GATHERSBURG,MD 20878	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	5,000
MILLIKIN UNIVERSITY 1184 W MAIN ST DECATUR,IL 62522	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	108,500
MILLIKIN UNIVERSITY - SCORE 1184 W MAIN STREET DECATUR,IL 62522	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	100
MISSIONARIES OF CHARITY 2800 OTTIS ST NE WASHINGTON,DC 20018	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	30,000
MOUNDFORD FREE METHODIST CHURCH 183 E MOUND RD DECATUR,IL 62524	N/A	SEE GENERAL EXPLANAT	FOOD PANTRY FUND	2,500
MOUNT ST MARY'S SEMINARY 16300 OLD EMMITSBURG RD EMMITSBURG,MD 21727	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	60,000
MT SINAI MEDICAL CENTER FNDT 4300 ALTON ROAD MIAMI BEACH,FL 33140	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	15,000
MT ZION FOUNDATION QUALITY EDUCATION PO BOX 31 MT ZION,IL 62549	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	5,000
MT ZION KNIGHTS OF COLUMBUS 400 N WHITETAIL CIRCLE MT ZION,IL 62549	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	1,000
<b>Total . . . . .</b>  <b>3a</b>				3,542,500

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Name and address (home or business)				
<b>a</b> Paid during the year				
NATL SHRINE IMMACULATE CONCEPT 400 MICHIGAN AVENUE NE WASHINGTON,DC 20017	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	85,000
NEW DAY COMMUNITY CHURCH 4191 N GREENSWITCH ROAD DECATUR,IL 62526	N/A	SEE GENERAL EXPLANAT	SHED MINISTRIES FUND	1,000
NEWMAN CATHOLIC STUDENT CENTER 2210 F STREET NW WASHINGTON,DC 20037	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	5,000
NORTHEAST COMMUNITY FUND 825 N WATER ST DECATUR,IL 62523	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	10,000
NOTRE DAME UNIVERSITY 203 LAW SCHOOL SOUTH BEND,IN 46556	N/A	SEE GENERAL EXPLANAT	ANDREAS FAMILY LAW SCHOOL FELLOWSHIP ENDOWMENT	10,000
ORDER OF MALTA 1730 M STREET NW 403 WASHINGTON,DC 20036	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	20,000
OUR LADY OF MERCY SCHOOL 9222 KENTSDALE DRIVE POTOMAC,MD 20854	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	42,500
POTOMAC COMMUNITY RESOURCES 920 KENTSDALE ROAD POTOMAC,MD 20854	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	100,000
PRISON OUTREACH MINISTRY INC 735 TWELFTH STREET NW WASHINGTON,DC 20005	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	10,000
PURDUE UNIVERSITY 850 BEERING DR WEST LAFAYETTE,IN 47907	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	1,000
QUINCY NOTRE DAME HIGH SCHOOL PO BOX 1014 QUINCY,IL 62301	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	250
RARE CENTER 1840 WILSON BLVD ARLINGTON,VA 22201	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	10,000
RICHLAND COMMUNITY COLLEGE ONE COLLEGE PARK DECATUR,IL 62521	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	100,000
SACRED HEART SCHOOL 1625 PARK ROAD NE WASHINGTON,DC 20010	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	2,860
SACRED HEART SCHOOLS 424 W MELROSE CHICAGO,IL 60657	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	250
<b>Total . . . . .</b>  <b>3a</b>				3,542,500

Form 990PF Part XV Line 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)				
<b>a</b> Paid during the year				
SAN MIGUEL SCHOOL 2607 MILITARY ROAD NW WASHINGTON,DC 20015	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	20,000
SCHOOL FOR FIELD STUDIES 10 FEDERAL STREET SUITE 24 SALEM,MA 01970	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	521,000
SHEPHERD FOUNDATION 11200 ROCKVILLE PIKE STE 410-A ROCKVILLE,MD 20852	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	2,000
SHRINE MOST BLESSED SACRAMENT 6001 WESTERN AVE - PARISH CTR WASHINGTON,DC 20015	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	10,000
SIU FOUNDATION - CAMP COCO 1235 DOUGLAS DRIVE CARBONDALE,IL 62901	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	3,000
SMITH COLLEGE 10 ELM ST COLLEGE HALL NORTHAMPTON,MA 01063	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	10,000
SPECIAL OLYMPICS ILLINOIS 605 E WILLOW ST NORMAL,IL 61761	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	2,000
SPECIAL OLYMPICS ILLINOIS 605 E WILLOW ST NORMAL,IL 61761	N/A	SEE GENERAL EXPLANAT	DREAM CATCHERS FUND	2,000
ST ANN'S HOME 100A HAVERBILL ST METHUEN,MA 01844	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	5,000
ST LOUIS UNIVERSITY 221 N GRAND BLVD ST LOUIS,MO 63103	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	1,000
ST LUKE INSTITUTE INC 8901 NEW HAMPSHIRE AVE SILVER SPRING,MD 20903	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	10,000
ST MARY'S HOSPITAL 1800 EAST LAKE SHORE DRIVE DECATUR,IL 62521	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	200,100
ST TERESA EDUCATIONAL FNDT 2700 N WATER DECATUR,IL 62526	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	55,500
SUSAN B KOMEN BREAST CANCER 4700 N UNIVERSITY ST PEORIA,IL 61614	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	2,000
SYMPHONY ORCHESTRA GUILD OF DECATUR PO BOX 1541 DECATUR,IL 62525	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	2,000
<b>Total . . . . .</b>  <b>3a</b>				3,542,500

Form 990PF Part XV Line 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)				
<b>a</b> Paid during the year				
TEEN CHALLENGE OF ILLINOIS 151 W PRAIRIE AVE DECATUR,IL 62523	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	7,000
TEEN EMPOWERMENT INC 48 RUTLAND STREET BOSTON,MA 02118	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	5,000
THE BLESSING FOUNDATION INC PO BOX 7005 QUINCY,IL 62305	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	25,000
THE BROWNING SCHOOL 52 EAST 62ND STREET NEW YORK,NY 10021	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	10,000
THE GABRIEL NETWORK PO BOX 2116 BOWIE,MD 20718	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	1,000
THEATRE 7 111 NORTH MAIN DECATUR,IL 62523	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	2,000
TREES FOREVER 770 7TH AVENUE MARION,IA 52302	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	1,000
TSNESAFE HAVEN 89 SOUTH STREET STE 700 BOSTON,MA 02111	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	25,000
TUG MCGRAW FOUNDATION 1303 JEFFERSON STREET NO 100B NAPA,CA 94559	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	2,000
UNITED CEREBAL PALSY LAND OF LINCOLN 101 N 16TH ST SPRINGFIELD,IL 62703	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	2,500
VIRTUE HOUSE 2225 S FRANKLIN ROAD DECATUR,IL 62521	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	2,000
WASHINGTON MIDDLE SCHOOL FOR GIRLS 1901 MISSISSIPPI AVENUE WASHINGTON,DC 20020	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	25,000
WEBSTER-CANTRELL HALL 1942 EAST CANTRELL DECATUR,IL 62521	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	10,000
YELLOW RIBBON FUND INC 7200 WISCONSIN AVE SUITE 310 BETHESDA,MD 20814	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	10,000
YMCA 220 W MCKINLEY AVE DECATUR,IL 62525	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	4,000
<b>Total . . . . .</b>  <b>3a</b>				3,542,500



Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
YOUNG PEOPLE'S LEADERSHIP FOUNDATION 59 EAST 54TH STREET NEW YORK, NY 10022	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	5,000
YOUTH ADVOCATE PROGRAM INC 202 EAST ELDORADO DECATUR, IL 62523	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	2,000
ZENO MOUNTAIN CAMP 950 ZENO ROAD LINCOLN, VT 05443	N/A	SEE GENERAL EXPLANAT	GRANT IS FOR RECIPIENTS GENERAL FUND	5,000
<b>Total</b> . . . . .			<b>3a</b>	3,542,500

TY 2010 Accounting Fees Schedule

Name: ANDREAS FOUNDATION

EIN: 41-6017057

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	312	312		0

## TY 2010 General Explanation Attachment

**Name:** ANDREAS FOUNDATION

**EIN:** 41-6017057

Identifier	Return Reference	Explanation
GRANTS AND CONTRIBUTIONS FOUNDATION STATUS	FORM 990 PF PART XV ITEM 3	990 PF PART XV ITEM 3 GRANTS AND CONTRIBUTIONS FOUNDATION STATUS ALL RECIPIENTS OF GRANTS ARE PUBLIC CHARITIES, ORGANIZATIONS AS DESCRIBED IN SECTION 509 (A) (1), (2) OR (3) NONE ARE TYPE III ORGANIZATIONS ALL DISTRIBUTIONS ARE QUALIFIED

TY 2010 Investments Corporate

Bonds Schedule

Name: ANDREAS FOUNDATION

EIN: 41-6017057

Name of Bond	End of Year Book Value	End of Year Fair Market Value
FEDERAL HOME LOAN BANKS DEBENTURE 5.2500% DUE 06/18/2014	995,457	1,116,540
FEDERAL HOME LOAN BANKS DEBENTURE 5.3750% DUE 05/18/2016	999,034	1,183,310
FEDERAL HOME LOAN BANKS DEBENTURE 5.5000% DUE 08/15/2016	1,003,424	1,190,660
FHLMC REMIC SERIES 3143 ME 5.7500% DUE 07/15/2021 FACTOR: .01081182	5,405	5,628
GENERAL ELECTRIC CAPITAL CORPORATION MTN ISIN US36962GK864 4.7500% DUE 09/15	156,641	160,928
GENERAL ELECTRIC CAPITAL CORPORATION MTN STEPPED CPN ISIN US36962GF740 6.000	264,343	265,334
JPMORGAN CHASE & CO. NTS ISIN US46625HHN35 4.6500% DUE 06/01/2014	159,755	158,673
JPMORGAN CHASE & CO. NTS ISIN US46625HHP82 3.7000% DUE 01/20/2015	151,998	152,023
NOVARTIS CAPITAL CORPORATION NTS ISIN US66989HAC25 2.9000% DUE 04/24/2015	99,536	104,975
PRINCIPAL LIFE INCOME FUNDINGS TRUST MTN ISIN US74254PYE68 5.3000% DUE 04/24	90,849	89,589
PROTECTIVE LIFE INSURANCE COMPANY MTN ISIN US74367CFN02 5.0000% DUE 05/15/20	211,005	207,528
THE BEAR STEARNS COMPANIES INC. MTN ISIN US07387EBT38 4.7500% DUE 10/15/2013	26,381	26,177
THE BEAR STEARNS COMPANIES INC. MTN ISIN US07387EAJ64 4.3500% DUE 07/15/2013	231,146	217,844
THE GOLDMAN SACHS GROUP, INC. NTS ISIN US38141GEA85 5.1250% DUE 01/15/2015	211,737	202,688
WACHOVIA BANK, NATIONAL ASSOCIATION MTN ISIN US92976GAB77 4.8000% DUE 11/01/	260,665	264,945
WACHOVIA CORPORATION MTN ISIN US92976WBA36 5.7000% DUE 08/01/2013	164,471	160,583

TY 2010 Investments Corporate  
Stock Schedule

Name: ANDREAS FOUNDATION  
EIN: 41-6017057

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3M COMPANY	2,030,740	2,107,040
AFLAC INCORPORATED	954,908	1,086,000
AIRTRAN HLDGS INCORPORATED AAI	0	0
AMERICA MOVIL SAB DE CV SPON ADR L SHS	780,935	1,776,972
APACHE CORPORATION	1,265,789	1,988,800
ARCH COAL INCORPORATED	699,847	409,750
ARCHER DANIELS MIDLAND COMPANY	2,397,891	3,614,400
BLACKROCK GLOBAL OPP EQTY TR	1,226,864	693,409
BP PLC SPONSORED ADR	1,104,875	1,088,750
BRISTOL MYERS SQUIBB COMPANY	194,214	229,040
BOEING COMPANY BA	0	0
BUNGE LIMITED	1,201,925	1,562,500
CAMPBELL SOUP COMPANY	1,591,325	1,793,000
CANADIAN NATL RY COMPANY	1,326,860	2,708,685
CATERPILLAR INCORPORATED DEL	3,421,022	4,600,360
CHESAPEAKE ENERGY CORPORATION	1,508,445	1,393,700
CLIFFS NATURAL RESOURCES INCORPORATED	316,419	271,240
COMCAST CORPORATION NEW CLASS A	1,010,105	1,360,200
CONAGRA FOODS INCORPORATED	381,705	505,200
CORN PRODUCTS INTERNATIONAL INCORPORATED	1,068,121	1,975,620
CSX CORPORATION	1,517,992	4,233,450
CUMMINS INCORPORATED	1,322,624	1,348,620
CVS CAREMARK CORPORATION	975,063	1,165,200
DEAN FOODS COMPANY NEW DF	0	0
DEERE & COMPANY	1,726,193	4,121,000
DIAMOND OFFSHORE DRILLING INCORPORATED	527,731	451,125
DISNEY WALT COMPANY COM DISNEY	1,418,915	1,792,500
DUKE ENERGY CORPORATION NEW	457,808	625,500
ENCANA CORPORATION	545,571	441,100
ENERGY TRANSFER EQUITY L P COM UT LTD PTN	279,255	352,900

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ENSCO PLC SPONSORED ADR	465,183	519,700
EXELON CORPORATION	399,023	443,100
EXXON MOBIL CORPORATION	1,875,506	2,574,080
FIDELITY NATL INFORMATION SVCS	907,470	842,861
GENERAL DYNAMICS CORPORATION	1,049,320	990,900
HEINZ H J COMPANY	1,114,519	1,579,500
HEWLETT PACKARD COMPANY HPQ	0	0
HONEYWELL INTERNATIONAL INCORPORATED	1,295,966	2,031,600
INTERNATIONAL BUSINESS MACHINES	770,283	1,880,000
LOCKHEED MARTIN CORPORATION	1,051,485	1,172,250
MARSHALL & ILSLEY CORPORATION NEW MI	0	0
MERCK & COMPANY INCORPORATED NEW	301,650	618,511
MICROSOFT CORPORATION	1,654,376	1,790,600
NAVISTAR INTERNATIONAL CORPORATION NEW	553,080	595,680
OLIN CORPORATION COM PAR \$1	952,955	1,065,900
ORACLE CORPORATION	613,066	1,567,500
PARTNERRE LIMITED (BERMUDA) PRE	0	0
PFIZER INCORPORATED PFE	0	0
POLARIS INDUSTRIES INCORPORATED	697,944	2,404,000
RAYMOND JAMES FINANCIAL INCORPORATED	451,825	596,200
SANDERSON FARMS INCORPORATED	615,716	1,029,400
SPECTRA ENERGY CORPORATION	1,479,258	2,059,400
STERLING BANCORP	358,445	416,587
TATE & LYLE PLC ORD PAR 25P	14,555	21,114
TELEFONOS DE MEXICO S A B SPON ADR ORD L (MEXICO) TMX	0	0
USEC INCORPORATED USU	0	0
WHIRLPOOL CORPORATION	257,753	245,300
WINDSTREAM CORPORATION	591,522	646,800

TY 2010 Other Expenses Schedule

**Name:** ANDREAS FOUNDATION

**EIN:** 41-6017057

Description	Revenue and Expenses per Books	Net Invest ment Income	Adjusted Net Income	Disbursements for Charit able Purposes
INVESTMENT EXPENSE	707	707		0

TY 2010 Other Liabilities Schedule

**Name:** ANDREAS FOUNDATION

**EIN:** 41-6017057

Description	Beginning of Year - Book Value	End of Year - Book Value
EXCISE TAX PAYABLE	-3,540	-2,786



TY 2010 Taxes Schedule

Name: ANDREAS FOUNDATION

EIN: 41-6017057

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	39,214	0		0