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

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.

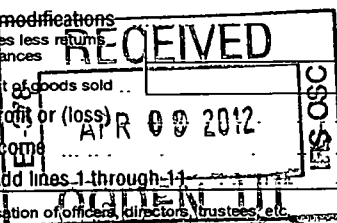
For calendar year 2010, or tax year beginning **DEC 1, 2010**, and ending **NOV 30, 2011**

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 THE PRENTICE FOUNDATION		A Employer identification number 76-0455526
Number and street (or P O box number if mail is not delivered to street address) 52 ARNOLD PALMER	Room/suite	B Telephone number (210) 698-9773
City or town, state, and ZIP code SAN ANTONIO, TX 78257-1723		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 1,681,707.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received			N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	51,761.	51,761.		STATEMENT I
4 Dividends and interest from securities				
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	67,106.			
b Gross sales price for all assets on line 6a 423,697.				
7 Capital gain net income (from Part IV, line 2)		67,106.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income				
12 Total. Add lines 1 through 11	118,867.	118,867.		
13 Compensation of officers, directors, trustees, etc.	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees STMT 2	470.	0.		0.
c Other professional fees STMT 3	17,338.	0.		0.
17 Interest				
18 Taxes				
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses				
24 Total operating and administrative expenses. Add lines 13 through 23	17,808.	0.		0.
25 Contributions, gifts, grants paid	37,000.			37,000.
26 Total expenses and disbursements. Add lines 24 and 25	54,808.	0.		37,000.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	64,059.			
b Net investment income (if negative, enter -0-)		118,867.		
c Adjusted net income (if negative, enter -0-)			N/A	

SCANNED APR 12 2012 Revenue



CAF

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	18,345.	6,583.	6,583.
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 4	1,004,725.	1,097,764.	1,167,168.
	c Investments - corporate bonds			
11 Investments - land, buildings, and equipment basis				
Less: accumulated depreciation				
12 Investments - mortgage loans				
13 Investments - other STMT 5	493,743.	475,908.	507,956.	
14 Land, buildings, and equipment: basis				
Less: accumulated depreciation				
15 Other assets (describe)				
16 Total assets (to be completed by all filers)	1,516,813.	1,580,255.	1,681,707.	
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			
	22 Other liabilities (describe)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	1,101,113.	1,101,113.	
29 Retained earnings, accumulated income, endowment, or other funds	415,700.	479,142.		
30 Total net assets or fund balances	1,516,813.	1,580,255.		
31 Total liabilities and net assets/fund balances	1,516,813.	1,580,255.		

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	1,516,813.
2 Enter amount from Part I, line 27a	2	64,059.
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	1,580,872.
5 Decreases not included in line 2 (itemize) FEDERAL INCOME TAX	5	617.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,580,255.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES		VARIOUS	VARIOUS
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 423,697.		356,591.	67,106.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			67,106.
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	67,106.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col. (c))
2009	15,000.	1,557,966.	.009628
2008	23,010.	1,303,858.	.017648
2007	160,725.	1,511,379.	.106343
2006	153,743.	1,859,879.	.082663
2005	136,367.	1,790,631.	.076156

2 Total of line 1, column (d)	2	.292438
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	.058488
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	1,737,939.
5 Multiply line 4 by line 3	5	101,649.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,189.
7 Add lines 5 and 6	7	102,838.
8 Enter qualifying distributions from Part XII, line 4	8	37,000.

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

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

Table with 11 rows for excise tax calculations. Includes sub-sections 1a through 11. Values include 2,377, 0, 2,377, 0, 2,377, 0, 15, 2,392.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes sub-sections 1a through 10. Columns for Yes/No. Values include X, N/A, and TX.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
14 The books are in care of ROBERT J. FUMAGALLI, CPA Telephone no. (281) 477-9100
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here
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?

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.

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?
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?
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?
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?
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?
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
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?
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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?

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? Yes No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870.

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

5b		
6b		X
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.

(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
F. DAVID PRENTICE 52 ARNOLD PALMER SAN ANTONIO, TX 782571723	PRES. / TRES. 2.00	0.	0.	0.
CYNTHIA R. PRENTICE 52 ARNOLD PALMER SAN ANTONIO, TX 782571723	V.P. / SECY. 2.00	0.	0.	0.
ROBERT J. FUMAGALLI 9977 W SAM HOUSTON PKWY N 150 HOUSTON, TX 77064	DIRECTOR 0.00	0.	0.	0.

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

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

Total number of other employees paid over \$50,000 0

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

3 Five highest-paid independent contractors for professional services. 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 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
3 All other program-related investments. See instructions	

Total. Add lines 1 through 3 0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	1,742,587.
b	Average of monthly cash balances	1b	21,818.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,764,405.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,764,405.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	26,466.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,737,939.
6	Minimum investment return. Enter 5% of line 5	6	86,897.

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

1	Minimum investment return from Part X, line 6	1	86,897.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	2,377.
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	2,377.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	84,520.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	84,520.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	84,520.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	37,000.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	37,000.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	37,000.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				84,520.
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	25,495.			
b From 2006	67,583.			
c From 2007	86,166.			
d From 2008				
e From 2009				
f Total of lines 3a through e	179,244.			
4 Qualifying distributions for 2010 from Part XII, line 4. ▶ \$	37,000.			
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				37,000.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	47,520.			47,520.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5.	131,724.			
b Prior years' undistributed income. Subtract line 4b from line 2b.		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions.		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011.				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	131,724.			
10 Analysis of line 9:				
a Excess from 2006	45,558.			
b Excess from 2007	86,166.			
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

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

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

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see the instructions.)

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

NONE

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

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:
 Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see 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
MRS. CYNTHIA R. PRENTICE, (210)698-9773
52 ARNOLD PALMER, SAN ANTONIO, TX 782571723

b The form in which applications should be submitted and information and materials they should include:
DETAILED DESCRIPTION OF ORGANIZATION AND ITS PURPOSE

c Any submission deadlines:
 NONE

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors.
LIMITED TO PURPOSE OF PROVIDING CARE TO ANIMALS

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)				
<i>a Paid during the year</i> WILDLIFE RESCUE AND REHABILITATION PO BOX 369 KENDALIA, TX 78027	NONE	501 (C) 3	ANIMAL CARE	10,000.
GRATEFUL PAWS 31820 ROLLING ACRES TRAIL BOERNE, TX 78015	NONE	501 (C) 3	ANIMAL CARE	1,000.
ETOSHA RESCUE AND ADOPTION P.O. BOX 1688 SEGUIN, TX 78155	NONE	501 (C) 3	ANIMAL CARE	17,000.
HILL COUNTRY ANIMAL LEAGUE 115 W BANDERA RD BOERNE, TX 78006	NONE	501 (C) 3	ANIMAL CARE	9,000.
Total			▶ 3a	37,000.
<i>b Approved for future payment</i>				
NONE				
Total			▶ 3b	0.

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

SOURCE	AMOUNT
CHARLES SCHWAB MONEY FUNDS	51,761.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	51,761.

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ROBERT J FUMAGALLI, PC-GENERAL ACCOUNTING & TAX RETURN PREPARATION	470.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	470.	0.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FISHER INVESTMENTS-INVESTMENT MANAGEMENT FEES	17,338.	0.		0.
TO FORM 990-PF, PG 1, LN 16C	17,338.	0.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 4

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE SCHEDULE #1	1,097,764.	1,167,168.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,097,764.	1,167,168.

FORM 990-PF OTHER INVESTMENTS STATEMENT 5

<u>DESCRIPTION</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
SEE SCHEDULE #2	COST	475,908.	507,956.
TOTAL TO FORM 990-PF, PART II, LINE 13		475,908.	507,956.

DUPLICATE STATEMENT

Charles SCHWAB
INSTITUTIONAL

Schwab One® Account of
THE PRENTICE FOUNDATION

Account Number
8768-5275

Statement Period
November 1-30, 2011

76-0455526

Schedule # 1

Accounting Method
Equities: First In First Out (FIFO)

Investment Detail - Equities

Equities	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income	Holding Days	Holding Period
A X A SPONSORED ADR F	450.0000	14.4307	6,493.82	<1%	(6,714.40)	0.00%	0.00	1213	Long-Term
SPONSORED ADR	450.0000	29.3516	13,208.22	08/04/08	(6,714.40)	0.00%	0.00	1213	Long-Term
1 ADR REP 1 ORD									
SYMBOL: AXAHY									
ABB LTD ADR F (M)	1,155.0000	18.9700	21,910.35	1%	(4,646.21)	0.00%	0.00		Long-Term
SPONSORED ADR	650.0000	26.6277	17,308.02	07/31/08	(4,977.52)	1217	Long-Term		Long-Term
1 ADR REP 1 REG SH	300.0000	13.0881	3,926.44	03/12/09	1,764.56	993	Long-Term		Long-Term
SYMBOL: ABB	205.0000	25.9614	5,322.10	06/30/11	(1,433.25)	153	Short-Term		Short-Term
Cost Basis			26,556.56						
ABBOTT LABORATORIES (M)	430.0000	54.5500	23,456.50	1%	3,020.65	3.51%	825.60		Short-Term
SYMBOL: ABT	430.0000	47.5252	20,435.85	02/25/11	3,020.65	278	Short-Term		Short-Term
ALLERGAN INC (M)	205.0000	83.7200	17,162.60	1%	29.29	0.23%	41.00		Short-Term
SYMBOL: AGN	205.0000	83.5771	17,133.31	05/19/11	29.29	195	Short-Term		Short-Term
AMAZON COM INC (M)	115.0000	192.2900	22,113.35	1%	1,020.47	0.00%	0.00		Short-Term
SYMBOL: AMZN	115.0000	183.4163	21,092.88	02/09/11	1,020.47	294	Short-Term		Short-Term
MERICA MOVIL SAB L ADRF (M)	450.0000	23.8200	10,719.00	<1%	(648.60)	0.00%	0.00		Long-Term
SPONSORED ADR	450.0000	25.2613	11,367.60	07/30/08	(648.60)	1218	Long-Term		Long-Term
1 ADR REP 20 L SHS									
SYMBOL: AMX									
ANADARKO PETROLEUM CORP (M)	270.0000	81.2700	21,942.90	1%	13,158.43	0.44%	97.20		Long-Term
SYMBOL: APC	210.0000	21.3575	4,485.08	10/06/03	12,581.62	2977	Long-Term		Long-Term
	60.0000	71.6565	4,299.39	08/05/11	576.81	117	Short-Term		Short-Term
Cost Basis			8,784.47						

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76-0455526

Accounting Method
Equities: First In First Out [FIFO]

Schedule # 1

Investment Detail - Equities (continued)

Equities (continued)	Quantity	Market Price	Market Value	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
	Units Purchased	Cost Per Share	Cost Basis			Holding Days	Holding Period
ANGLO AMERN PLC ADS F	575.0000	19.0308	10,942.71	<1%	5,422.65	0.00%	0.00
'NSPONSORED ADR	575.0000	9.6001	5,520.06	01/29/09	5,422.65	1035	Long-Term
ADR REP 1/2 ORD							
SYMBOL: AAUKY							
APPLIED MATERIALS INC (M)	1,945.0000	10.7800	20,967.10	1%	(686.83)	2.96%	622.40
SYMBOL: AMAT	1,050.0000	9.1373	9,594.25	02/25/09	1,724.75	1008	Long-Term
	895.0000	13.4745	12,059.68	05/11/10	(2,411.58)	568	Long-Term
Cost Basis			21,653.93				
BAIDU INC ADR F (M)	190.0000	130.9900	24,888.10	1%	14,469.79	0.00%	0.00
SPONSORED ADR	160.0000	39.2470	6,279.52	10/29/09	14,678.88	762	Long-Term
1 ADR REPS 10 CL A ORD	30.0000	137.9596	4,138.79	08/09/11	(209.09)	113	Short-Term
SYMBOL: BIDU			10,418.31				
Cost Basis							
BANCO BRADESCO NEW ADR F (M)	725.0000	16.5000	11,962.50	<1%	(3,627.85)	0.05%	6.63
SPONSORED ADR	725.0000	21.5039	15,590.35	11/01/10	(3,627.85)	394	Long-Term
1 ADR REP 1 PFD SH							
SYMBOL: BBD							
BANCO SANTANDER SA ADR F (M)	1,228.0000	7.4800	9,185.44	<1%	(13,536.02)	9.23%	848.16
SPONSORED ADR	1,199.8131	18.5976	22,313.69	08/04/08	(13,339.09)	1213	Long-Term
1 ADR REPS 1 ORD	13.1868	16.1274	212.67	10/13/09	(114.03)	778	Long-Term
SYMBOL: STD	15.0000	13.0066	195.10	10/12/10	(82.90)	414	Long-Term
Cost Basis			22,721.46				
BANK OF NOVA SCOTIA F (M)	385.0000	50.3700	19,392.45	1%	3,144.96	4.14%	802.89
SYMBOL: BNS	385.0000	42.2012	16,247.49	09/11/09	3,144.96	810	Long-Term

G000012050310

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Charles SCHWAB
INSTITUTIONAL

Schwab One® Account of
THE PRENTICE FOUNDATION

Account Number
8768-5275

Statement Period
November 1-30, 2011

76-0455526

Schedule # 1

Accounting Method
Equities: First In First Out (FIFO)

Investment Detail - Equities (continued)

Equities (continued)	Quantity	Market Price	Market Value	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
	Units Purchased	Cost Per Share	Cost Basis			Holding Days	Holding Period
BASF SE ADR F	425.0000	72.7459	30,917.01	2%	7,570.86	0.00%	0.00
SPONSORED ADR	225.0000	63.9318	14,384.67	07/31/08	1,983.16	1217	Long-Term
1 ADR REPS 1 ORD	125.0000	31.7260	3,965.76	03/13/09	5,127.48	992	Long-Term
SYMBOL: BASFY	75.0000	66.6096	4,995.72	10/12/10	460.22	414	Long-Term
Cost Basis			23,346.15				
BHP BILLITON LTD ADR F (M)	325.0000	75.1700	24,430.25	1%	3,618.31	0.00%	0.00
SPONSORED ADR	250.0000	71.1624	17,790.60	08/01/08	1,001.90	1216	Long-Term
1 ADR REP 2 ORD	75.0000	40.2845	3,021.34	01/16/09	2,616.41	1048	Long-Term
SYMBOL: BHP			20,811.94				
Cost Basis							
BOEING CO (M)	245.0000	68.6900	16,829.05	1%	330.51	2.44%	411.60
SYMBOL: BA	245.0000	67.3409	16,498.54	06/23/10	330.51	525	Long-Term
CATERPILLAR INC (M)	165.0000	97.8800	16,150.20	<1%	4,386.65	1.87%	303.60
SYMBOL: CAT	165.0000	71.2942	11,763.55	07/30/08	4,386.65	1218	Long-Term
CENOVUS ENERGY INC F (M)	225.0000	33.3900	7,512.75	<1%	1,284.54	2.42%	182.39
SYMBOL: CVE	125.0000	35.1712	4,396.40	07/30/08	(222.65)	1218	Long-Term
Cost Basis	100.0000	18.3181	1,831.81	03/12/09	1,507.19	993	Long-Term
			6,228.21				
CHEUNG KONG HLDG ADR F	675.0000	11.0025	7,426.69	<1%	(1,995.81)	0.00%	0.00
1 ADR REP 1 ORD	675.0000	13.9592	9,422.50	08/01/08	(1,995.81)	1216	Long-Term
SYMBOL: CHEUY							
CNOOC LIMITED ADR F (M)	83.0000	193.3200	16,045.56	<1%	(2,054.37)	0.00%	0.00
SPONSORED ADR	83.0000	218.0714	18,099.93	11/16/10	(2,054.37)	379	Long-Term
1 ADR REP 100 CL H ORD							
SYMBOL: CEO							

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Charles SCHWAB
INSTITUTIONAL

Schwab One® Account of
THE PRENTICE FOUNDATION

Account Number
8768-5275

Statement Period
November 1-30, 2011

76-0455526

Schedule # 1

Investment Detail - Equities (continued)

Accounting Method
Equities: First In First Out [FIFO]

Equities (continued)	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income	Holding Days	Holding Period
COACH INC (M) SYMBOL: COH	400.0000 400.0000	62.5900 60.5003	25,036.00 24,200.12	1% 05/25/11	835.88 835.88	1.43% 189	360.00 Short-Term		
DEERE & CO (M) SYMBOL: DE	225.0000 225.0000	79.2500 80.2400	17,831.25 18,054.02	1% 06/08/11	(222.77) (222.77)	2.06% 175	369.00 Short-Term		
DOVER CORPORATION (M) SYMBOL: DOV	295.0000 295.0000	54.9700 28.8252	16,216.15 8,503.46	<1% 04/02/09	7,712.69 7,712.69	2.29% 972	371.70 Long-Term		
E M C CORP MASS (M) SYMBOL: EMC	975.0000 625.0000 350.0000	23.0100 14.0511 10.7968	22,434.75 8,781.96 3,778.91	1% 07/29/08 03/12/09	9,873.88 5,599.29 4,274.59	0.00% 1219 993	0.00 Long-Term Long-Term		
<i>Cost Basis</i>			12,560.87						
EMERSON ELECTRIC CO (M) SYMBOL: EMR	240.0000 240.0000	52.2500 48.3266	12,540.00 11,598.40	<1% 05/06/10	941.60 941.60	2.64% 573	331.20 Long-Term		
EXXON MOBIL CORPORATION (M) SYMBOL: XOM	325.0000 325.0000	80.4400 83.7215	26,143.00 27,209.50	2% 02/14/11	(1,066.50) (1,066.50)	2.33% 289	611.00 Short-Term		
REEPORT MCMORAN COPPER (M) SYMBOL: FCX	275.0000 25.0000 250.0000	39.6000 41.7668 18.0728	10,890.00 1,044.17 4,518.21	<1% 08/04/08 03/12/09	5,327.62 (54.17) 5,381.79	2.52% 1213 993	275.00 Long-Term Long-Term		
<i>Cost Basis</i>			5,562.38						
GENERAL ELECTRIC COMPANY (M) SYMBOL: GE	1,455.0000 675.0000 780.0000	15.9100 28.3476 20.2727	23,149.05 19,134.67 15,812.76	1% 08/01/08 04/27/11	(11,798.38) (8,395.42) (3,402.96)	3.77% 1216 217	873.00 Long-Term Short-Term		
<i>Cost Basis</i>			34,947.43						

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CTBL2802-001205 90301

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DUPLICATE STATEMENT

Charles SCHWAB
INSTITUTIONAL

Schwab One® Account of
THE PRENTICE FOUNDATION

Account Number
8768-5275

Statement Period
November 1-30, 2011

76-0455526

Schedule # 7

Accounting Method
Equities: First In First Out [FIFO]

Investment Detail - Equities (continued)

Equities (continued)	Quantity	Market Price	Market Value	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
	Units Purchased	Cost Per Share	Cost Basis			Holding Days	Holding Period
GLAXOSMITHKLINE PLC ADRF (M)	550.0000	44.4800	24,464.00	1%	(146.71)	4.68%	1,146.39
SPONSORED ADR	200.0000	48.4945	9,698.91	08/05/08	(802.91)	1212	Long-Term
1 ADR REP 2 ORD	350.0000	42.6051	14,911.80	04/27/11	656.20	217	Short-Term
SYMBOL: GSK							
Cost Basis			24,610.71				
GOOGLE INC CLASS A (M)	32.0000	599.3900	19,180.48	1%	2,371.61	0.00%	0.00
SYMBOL: GOOG	32.0000	525.2771	16,808.87	05/17/11	2,371.61	197	Short-Term
HALLIBURTON CO HLDG CO (M)	275.0000	36.8000	10,120.00	<1%	(2,508.26)	0.97%	99.00
SYMBOL: HAL	275.0000	45.9209	12,628.26	06/17/11	(2,508.26)	166	Short-Term
HITACHI LTD ADR NEW F (M)	220.0000	55.8100	12,278.20	<1%	945.10	0.00%	0.00
SPONSORED ADR	220.0000	51.5140	11,333.10	03/16/11	945.10	259	Short-Term
1 ADR REP 10 ORD							
SYMBOL: HIT							
HONDA MOTOR CO LTD ADR F (M)	500.0000	31.6500	15,825.00	<1%	5,303.98	0.00%	0.00
SPONSORED ADR	300.0000	20.5755	6,172.67	12/22/08	3,322.33	1073	Long-Term
1 ADR REP 1 ORD	200.0000	21.7417	4,348.35	03/12/09	1,981.65	993	Long-Term
SYMBOL: HMC							
Cost Basis			10,521.02				
HONEYWELL INTERNATIONAL (M)	320.0000	54.1500	17,328.00	1%	(61.90)	2.75%	476.80
SYMBOL: HON	200.0000	51.1403	10,228.07	08/01/08	601.93	1216	Long-Term
	120.0000	59.6819	7,161.83	06/30/11	(663.83)	153	Short-Term
Cost Basis			17,389.90				
INTEL CORP (M)	800.0000	24.9100	19,928.00	1%	4,333.27	3.37%	672.00
SYMBOL: INTC	600.0000	19.8814	11,928.85	01/16/08	3,017.15	1414	Long-Term
	200.0000	18.3294	3,665.88	01/23/08	1,316.12	1407	Long-Term
Cost Basis			15,594.73				

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CTBL2802-001205 90302

This statement is furnished solely for your account at Schwab



DUPLICATE STATEMENT

Charles SCHWAB
INSTITUTIONAL

Schwab One® Account of
THE PRENTICE FOUNDATION

Account Number
8768-5275

Statement Period
November 1-30, 2011

76-04555 26

Schedule # 1

Accounting Method
Equities: First In First Out (FIFO)

Investment Detail - Equities (continued)

Equities (continued)	Quantity	Market Price	Market Value	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income	Holding Period
	Units Purchased	Cost Per Share	Cost Basis			Holding Days		
INTL BUSINESS MACHINES (M)	100.0000	188.0000	18,800.00	1%	2,009.83	1.59%	300.00	Short-Term
SYMBOL: IBM	100.0000	167.9017	16,790.17	05/17/11	2,009.83	197		
JOHNSON & JOHNSON (M)	490.0000	64.7200	31,712.80	2%	(73.49)	3.52%	1,117.20	Long-Term
SYMBOL: JNJ	155.0000	68.7309	10,653.29	07/31/08	(621.69)	1217		Long-Term
	75.0000	57.8934	4,342.01	01/30/09	511.99	1034		Long-Term
	260.0000	64.5807	16,790.99	04/27/11	36.21	217		Short-Term
Cost Basis			31,786.29					
MEDTRONIC INC (M)	395.0000	36.4300	14,389.85	<1%	(2,535.79)	2.66%	383.15	Short-Term
SYMBOL: MDT	395.0000	42.8497	16,925.64	05/19/11	(2,535.79)	195		Short-Term
MICROSOFT CORP (M)	875.0000	25.5800	22,382.50	1%	551.56	3.12%	700.00	Long-Term
SYMBOL: MSFT	725.0000	26.0632	18,895.85	07/29/08	(350.35)	1219		Long-Term
	150.0000	19.5672	2,935.09	01/16/09	901.91	1048		Long-Term
Cost Basis			21,830.94					
MITSUBISHI UFJ FINL ADRF (M)	2,025.0000	4.3400	8,788.50	<1%	(4,330.75)	0.00%	0.00	Long-Term
SPONSORED ADR	1,050.0000	7.8992	8,294.19	08/07/08	(3,737.19)	1210		Long-Term
1 ADR REP 1 ORD	975.0000	4.9487	4,825.06	10/12/10	(593.56)	414		Long-Term
SYMBOL: MTU			13,119.25					
Cost Basis								
MOSAIC CO NEW (M)	180.0000	52.7600	9,496.80	<1%	(2,311.40)	0.37%	36.00	Long-Term
SYMBOL: MOS	180.0000	65.6011	11,808.20	11/16/10	(2,311.40)	379		Long-Term
NATIONAL OILWELL VARCO (M)	320.0000	71.7000	22,944.00	1%	4,639.51	0.61%	140.80	Long-Term
SYMBOL: NOV	320.0000	57.2015	18,304.49	11/16/10	4,639.51	379		Long-Term
NESTLE S A REG B ADR F	400.0000	56.1995	22,479.80	1%				
1 ADR REPS 1 ORD								

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CTBL2802-001205 90303

Charles SCHWAB
INSTITUTIONAL

Schwab One® Account of
THE PRENTICE FOUNDATION

Account Number
8768-5275

Statement Period
November 1-30, 2011

76-0455526

Schedule #1

Accounting Method
Equities: First In First Out (FIFO)

Investment Detail - Equities (continued)

Equities (continued)	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
NESTLE S A REG B ADR F	130.0000	56.1995	7,305.94	<1%	5,143.11	0.00%	0.00
1 ADR REPS 1 ORD	275.0000	44.5034	12,238.46	07/30/08	3,216.40	1218	Long-Term
SYMBOL: NSRGY	125.0000	34.5659	4,320.74	01/30/09	2,704.20	1034	Long-Term
	130.0000	62.1802	8,083.43	06/30/11	(777.49)	153	Short-Term
<i>Cost Basis</i>			24,642.63				
NETAPP INC (M)	280.0000	36.8300	10,312.40	<1%	(2,703.35)	0.00%	0.00
SYMBOL: NTAP	280.0000	46.4848	13,015.75	03/15/11	(2,703.35)	260	Short-Term
NORFOLK SOUTHERN CORP (M)	325.0000	75.5400	24,550.50	1%	11,766.92	2.27%	559.00
SYMBOL: NSC	325.0000	39.3340	12,783.58	06/01/09	11,766.92	912	Long-Term
OCCIDENTAL PETE CORP (M)	215.0000	98.9000	21,263.50	1%	5,457.71	1.86%	395.60
SYMBOL: OXY	165.0000	79.3995	13,100.92	07/31/08	3,217.58	1217	Long-Term
	50.0000	54.0974	2,704.87	01/16/09	2,240.13	1048	Long-Term
<i>Cost Basis</i>			15,805.79				
ORACLE CORPORATION (M)	975.0000	31.3500	30,566.25	2%	10,532.21	0.76%	234.00
SYMBOL: ORCL	825.0000	21.2284	17,513.47	07/30/08	8,350.28	1218	Long-Term
	150.0000	16.8038	2,520.57	01/16/09	2,181.93	1048	Long-Term
<i>Cost Basis</i>			20,034.04				
P P G INDUSTRIES INC (M)	285.0000	87.7500	25,008.75	1%	9,670.88	2.59%	649.80
SYMBOL: PPG	215.0000	41.8452	8,996.73	04/02/09	9,869.52	972	Long-Term
	70.0000	90.5877	6,341.14	06/30/11	(198.64)	153	Short-Term
<i>Cost Basis</i>			15,337.87				
PFIZER INCORPORATED (M)	1,000.0000	20.0700	20,070.00	1%	(112.05)	3.98%	800.00
SYMBOL: PFE	1,000.0000	20.1820	20,182.05	03/14/11	(112.05)	261	Short-Term
PNC FINL SERVICES GP INC (M)	290.0000	54.2100	15,720.90	<1%	(2,796.36)	2.58%	406.00
SYMBOL: PNC	290.0000	63.8526	18,517.26	04/08/10	(2,796.36)	601	Long-Term

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Charles SCHWAB
INSTITUTIONAL

Schwab One® Account of
THE PRENTICE FOUNDATION

76-0455526

Account Number
8768-5275

Statement Period
November 1-30, 2011

Investment Detail - Equities (continued)

Accounting Method
Equities: First In First Out [FIFO]

Schedule # 1

Equities (continued)	Quantity	Market Price	Market Value	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income	Holding Days	Holding Period
PROCTER & GAMBLE (M)	175.0000	64.5700	11,299.75	<1%	(251.10)	3.25%	367.50	1213	Long-Term
YMBOL: PG	175.0000	66.0048	11,550.85	08/04/08	(251.10)				
QUALCOMM INC (M)	250.0000	54.8000	13,700.00	<1%	503.60	1.56%	215.00	260	Short-Term
YMBOL: QCOM	250.0000	52.7856	13,196.40	03/15/11	503.60				
RIO TINTO PLC SPON ADR F (M)	240.0000	53.0700	12,736.80	<1%	(12,711.75)	0.00%	0.00	1218	Long-Term
SPONSORED ADR	240.0000	106.0356	25,448.55	07/30/08	(12,711.75)				
1 ADR REPS 1 ORD									
YMBOL: RIO									
ROCHE HLDG LTD SPON ADR F (M)	575.0000	39.8286	22,901.45	1%	(1,866.46)	0.00%	0.00	274	Short-Term
1 ADR REPS 1/4	450.0000	45.2829	20,377.33	07/30/08	(2,454.46)				
GENUSSHEIN ORD	125.0000	35.1246	4,390.58	01/30/09	588.00				
YMBOL: RHHBY									
Cost Basis			24,767.91						
SANOFI ADR F (M)	670.0000	35.0100	23,456.70	1%	(145.12)	0.00%	0.00	274	Short-Term
SPONSORED ADR	670.0000	35.2265	23,601.82	03/01/11	(145.12)				
1 ADR REP 1 ORD									
YMBOL: SNY									
SCHLUMBERGER LTD F (M)	365.0000	75.3300	27,495.45	2%	(3,774.02)	1.32%	365.00	1216	Long-Term
YMBOL: SLB	230.0000	100.6585	23,151.47	08/01/08	(5,825.57)				
1 ADR REP 1 ORD	75.0000	39.7860	2,983.95	01/16/09	2,665.80				
1 ADR REP 1 ORD	60.0000	85.5675	5,134.05	06/29/11	(614.25)				
YMBOL: SI									
Cost Basis			31,269.47						
SIEMENS A G ADR F (M)	295.0000	101.4100	29,915.95	2%	(2,641.89)	0.00%	0.00	1048	Long-Term
1 ADR REP 1 ORD	245.0000	121.1013	29,669.83	08/05/08	(4,824.38)				
YMBOL: SI	50.0000	57.7602	2,888.01	01/16/09	2,182.49				
Cost Basis			32,557.84						

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G000012050610

Charles SCHWAB
INSTITUTIONAL

Schwab One® Account of
THE PRENTICE FOUNDATION

Account Number
8768-5275

Statement Period
November 1-30, 2011

76-0455526

Schedule # 7

Investment Detail - Equities (continued)

Accounting Method
Equities: First In First Out [FIFO]

Equities (continued)	Quantity	Market Price	Market Value	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
	Units Purchased	Cost Per Share	Cost Basis			Holding Days	Holding Period
TIME WARNER INC NEW (M)	486.0000	34.8200	16,922.52	1%	5,168.29	2.69%	456.84
SYMBOL: TWX	291.0000	19.8829	5,785.94	12/22/08	4,346.68	1073	Long-Term
	195.0000	30.6066	5,968.29	06/04/10	821.61	544	Long-Term
Cost Basis			11,754.23				
UNILEVER N V NY SHS NEWF (M)	675.0000	34.1100	23,024.25	1%	4,193.99	0.00%	0.00
N Y REGISTRY SHARES	500.0000	29.8912	14,945.64	07/29/08	2,109.36	1219	Long-Term
1 NEW YORK SH REP 1 ORD	175.0000	22.1978	3,884.62	01/30/09	2,084.63	1034	Long-Term
SYMBOL: UN							
Cost Basis			18,830.26				
UNITED TECHNOLOGIES CORP (M)	300.0000	76.6000	22,980.00	1%	4,178.79	2.50%	576.00
SYMBOL: UTX	250.0000	65.0751	16,268.78	07/31/08	2,881.22	1217	Long-Term
	50.0000	50.6486	2,532.43	01/16/09	1,297.57	1048	Long-Term
Cost Basis			18,801.21				
VALE SA ADR F (M)	500.0000	23.2500	11,625.00	<1%	(3,538.20)	0.00%	0.00
SPONSORED ADR	500.0000	30.3264	15,163.20	07/30/08	(3,538.20)	1218	Long-Term
1 ADR REP 1 ORD							
SYMBOL: VALE							
WAL-MART STORES INC (M)	300.0000	58.9000	17,670.00	1%	1,089.68	2.47%	438.00
SYMBOL: WMT	225.0000	57.8120	13,007.72	08/01/08	244.78	1216	Long-Term
	75.0000	47.6346	3,572.60	01/30/09	844.90	1034	Long-Term
Cost Basis			16,580.32				
WELLS FARGO & CO NEW (M)	535.0000	25.8600	13,835.10	<1%	(1,099.17)	1.85%	256.80
SYMBOL: WFC	535.0000	27.9145	14,934.27	08/09/10	(1,099.17)	478	Long-Term
Total Equities	30,804.0000		1,167,167.67	69%	69,403.31		18,123.25
			Total Cost Basis:				
			1,097,764.36				

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The Prentice Foundation

76-0455526

Schedule #2

Accounting Method
Other Assets: First In First Out [FIFO]

Investment Detail - Other Assets

Other Assets	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Holding Days	Holding Period
ISHARES IBXX INVESTOP (M)	2,810,000	110.6900	311,038.90	18%	19,530.18		
IBXX \$ INVESTOP CORP	1,205,000	101.1325	121,864.70	07/31/08	11,516.75	1217	Long-Term
BOND FUND	235,000	101.1834	23,778.10	01/16/09	2,234.05	1048	Long-Term
SYMBOL: LQD	215,000	98.5419	21,186.52	06/19/09	2,611.83	894	Long-Term
	500,000	103.3016	51,650.80	08/14/09	3,694.20	838	Long-Term
	655,000	111.4940	73,028.60	09/17/10	(526.65)	439	Long-Term
<i>Cost Basis</i>			<i>291,508.72</i>				
ISHARES MSCI ALL COUNTRY (M)	460,000	52.4700	24,136.20	1%	499.21		
ALL CTRY ASIA EX JAPAN	460,000	51.3847	23,636.99	10/19/11	499.21	42	Short-Term
SYMBOL: AAXJ							
ISHARES TR BARCLAYS TIPS (M)	650,000	116.7400	75,881.00	5%	11,043.84		
BOND FUND	550,000	99.6144	54,787.97	01/15/09	9,419.03	1049	Long-Term
SYMBOL: TIP	100,000	100.4919	10,049.19	08/14/09	1,624.81	838	Long-Term
<i>Cost Basis</i>			<i>64,837.16</i>				
ISHARES TRUST (M)	565,000	86.6000	48,929.00	3%	557.93		
IBXX \$ HIGH YIELD CORP	250,000	93.4632	23,365.80	07/31/08	(1,715.80)	1217	Long-Term
BOND FUND	230,000	75.4594	17,355.67	01/15/09	2,562.33	1049	Long-Term
SYMBOL: HYG	85,000	89.9952	7,649.60	10/12/10	(288.60)	414	Long-Term
<i>Cost Basis</i>			<i>48,371.07</i>				

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Charles SCHWAB
INSTITUTIONAL

Schwab One® Account of
THE PRENTICE FOUNDATION

Account Number
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Statement Period
November 1-30, 2011

DUPLICATE STATEMENT

76-0455526

Schedule # 2

Accounting Method

Other Assets: First In First Out [FIFO]

Investment Detail - Other Assets (continued)

Other Assets (continued)	Quantity	Market Price	Market Value	Cost Basis	Unrealized Gain or (Loss)	Holding Days	Holding Period	% of	
								Units Purchased	Cost Per Share
ISHARES TRUST BARCLAYS (M)	445.0000	107.8000	47,971.00	47,554.17	416.83	189	Short-Term	3%	05/25/11
BARCLAYS MBS FIXED RATE	445.0000	106.8633	47,554.17	47,554.17	416.83	189	Short-Term	30%	05/25/11
SYMBOL: MBB									
Total Other Assets	4,930.0000		567,956.10	475,908.11	32,047.99				
				Total Cost Basis:					

Total Investment Detail 1,681,706.26

Total Account Value 1,681,706.26
Total Cost Basis 1,573,672.47