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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2011

For calendar year 2011, or tax year beginning 01-01-2011 , and ending 12-31-2011

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

Name of foundation
ELEANORS FUND

A Employer identification number
27-1020259

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
117 E CAPITOL AVE

B Telephone number (see page 10 of the instructions)
(605) 224-8851

City or town, state, and ZIP code
PIERRE, SD 57501

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)* ▶$ 4,733,437

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)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	137,160	137,160	137,160	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-119,601			
	b	Gross sales price for all assets on line 6a 10,904,684				
	7	Capital gain net income (from Part IV, line 2)				
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	17,559	137,160	137,160	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	1,820			
	c	Other professional fees (attach schedule)	49,133			
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)				
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	2,120			
	24	**Total operating and administrative expenses.** Add lines 13 through 23	53,073	0		0
	25	Contributions, gifts, grants paid	240,000			240,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	293,073	0		240,000
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-275,514			
	b	**Net investment income** (if negative, enter -0-)		137,160		
	c	**Adjusted net income** (if negative, enter -0-)			137,160	

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets				
1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	220,899	921,813	921,813
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)			
c	Investments—corporate bonds (attach schedule)			
11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	4,826,197	3,849,769	3,811,624
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)	5,047,096	4,771,582	4,733,437
Liabilities				
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)		0	
Net Assets or Fund Balances				
	Foundations that follow SFAS 117, check here ▶ ☑ **and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted	5,047,096	4,771,582	
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ **and complete lines 27 through 31.**			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see page 17 of the instructions)	5,047,096	4,771,582	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	5,047,096	4,771,582	

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	5,047,096
2	Enter amount from Part I, line 27a	2	-275,514
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	4,771,582
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,771,582

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a				
b	Capital Gain Dividends			
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				7,178
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				
b				
c				
d				
e				

2	Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	-119,601
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	-127,385

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))
2010			
2009			
2008			
2007			
2006			

2	**Total** of line 1, column (d).	2	
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	
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	
5	Multiply line 4 by line 3.	5	
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	
7	Add lines 5 and 6.	7	
8	Enter qualifying distributions from Part XII, line 4.	8	

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ______ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	2,743
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	
3	Add lines 1 and 2			3	2,743
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	2,743
6	Credits/Payments				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	3,625		
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	3,625
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached			8	8
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	874
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 874	**Refunded** ▶		11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		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)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ______ **(2)** On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
	If "Yes," attach a detailed description of the activities.			
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		No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	If "Yes," attach the statement required by General Instruction T.			
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) ▶ SD			
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 2011 or the taxable year beginning in 2011 (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?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶BILL VAN CAMP Telephone no ▶(605) 224-8851

Located at ▶117 E CAPITOL AVE PIERRE SD ZIP+4 ▶57501

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 |

			Yes	No
16	At any time during calendar year 2011, 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 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? ☐ **Yes** ☑ **No**			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ **Yes** ☑ **No**			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ **Yes** ☑ **No**			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ **Yes** ☑ **No**			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ **Yes** ☑ **No**			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ **Yes** ☑ **No**			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		No
	Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ **Yes** ☑ **No**			
	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		No
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? ☐ **Yes** ☑ **No**			
b	If "Yes," did it have excess business holdings in 2011 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 2011.)*	3b		No
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 2011?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	**5b**		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?	**6b**		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?	**7b**		No

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

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
JAMES WANLESS 117 E CAPITOL PIERRE,SD 57501	Director 1 00	0		
ARLEN WANLESS 117 E CAPITOL PIERRE,SD 57501	Director 1 00	0		
NANCY WANLESS 117 E CAPITOL PIERRE,SD 57501	Director 1 00	0		
NEAL WANLESS 13999 BISMARK RANCH RD VALE,SD 57788	Director 1 00	0		

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

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

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

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. . . . . ▶

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 SUPPORT CHARITABLE ORGANIZATIONS AND ENDEAVORS THROUGHOUT SOUTH DAKOTA AND THE REST OF THE COUNTRY INCLUDING RELIEF OF THE POOR AND UNDERPRIVELAGED, ADVANCEMENT OF EDUCATION AND PROMOTION OF SOCIAL WELFARE EDUCATION INCLUDES THE PROVIDING OF SCHOLARSHIPS FOR TRADE SCHOOL, COLLEGE AND UNIVERSITY STUDENTS ON A NONDISCRETIONARY BASIS	240,000
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see page 23 of the instructions)

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes		
a	Average monthly fair market value of securities	1a	3,947,733
b	Average of monthly cash balances	1b	571,356
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	4,519,089
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	
3	Subtract line 2 from line 1d	3	4,519,089
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	67,786
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,451,303
6	**Minimum investment return.** Enter 5% of line 5	6	222,565

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

1	Minimum investment return from Part X, line 6	1	222,565
2a	Tax on investment income for 2011 from Part VI, line 5 — 2a: 2,743		
b	Income tax for 2011 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	2,743
3	Distributable amount before adjustments Subtract line 2c from line 1	3	219,822
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	219,822
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	219,822

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	240,000
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	240,000
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	240,000

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

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				219,822
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.			218,734	
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2011				
a From 2006.				
b From 2007.				
c From 2008.				
d From 2009.				
e From 2010.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 240,000				
a Applied to 2010, but not more than line 2a			218,734	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .	0			
d Applied to 2011 distributable amount.				21,266
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				198,556
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2007. . . .				
b Excess from 2008. . . .				
c Excess from 2009. . . .				
d Excess from 2010. . . .				
e Excess from 2011. . . .				

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 2011, 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)

	Tax year	Prior 3 years			(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon a "Assets" alternative test—enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the 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))

NEAL WANLESS

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

117 E CAPTIOL AVE
PIERRE, SD 57501

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

SEND A LETTER OF INQUIRY SUMMARIZING ORGANIZATION'S MISSION AND GOALS, AND FUNDING PROJECT, INCLUDING AMOUNT REQUESTED

c Any submission deadlines

BY 1ST OF MARCH, JUNE, SEPTEMBER, & DECEMBER OF EACH YEAR

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

GRANTS GENERALLY AWARDED WITHIN SOUTH DAKOTA, BUT MAY BE AWARDED THROUGHOUT THE COUNTRY GRANTS AWARDED ONLY TO PUBLIC CHARITIES EXEMPT UNDER 501(C)(3) OF IRC AND NOT A PRIVATE FOUNDATION UNDER 509(A) OF IRC GRANTS MAY BE AWARDED TO US GOVERNMENTAL AGENCIES LIMIT OF ONE GRANT REQUEST IN ANY TWELVE MONTH PERIOD AND REPORTS MAY BE REQUIRED FOR GRANT AWARD GRANT WILL NOT CONSIDER ANY FUTURE REQUESTS FOR FUNDING IF REQUIRED REPORTS HAVE NOT BEEN SUBMITTED A SITE VISIT MAY BE SCHEDULED BASED ON SIZE OR NATURE OF GRANT REQUEST MOST GRANTS AWARDED WILL BE FOR ONE YEAR PERIOD BUT MAY CONSIDER MULTI-YEAR FUNDING FUNDING PRIORITIES INCLUDE EDUCATION, RELIEF OF POOR, DISTRESSED OR UNDERPRIVILEGED AND PROMOTION OF SOCIAL WELFARE THE FOLLOWING IS A LIST OF ENTITIES, PROGRAMS OR ACTIVITIES NOT FUNDED 1) INTERNATIONAL ORGANIZATIONS2) NON 501(C)(3) ORGANIZATIONS3) INDIVIDUALS4) ENDOWMENTS

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				240,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	137,160	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory				7,178	-126,779
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				144,338	-126,779

13 **Total.** Add line 12, columns (b), (d), and (e). 13 17,559

(See worksheet in line 13 instructions on page 28 to verify calculations)

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

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	**1a(1)**		**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

******	2012-08-15	******
Signature of officer or trustee	Date	Title

Paid Preparer's Use Only

		Date	Check if self-employed ☐	PTIN
Preparer's Signature	JAMES D WALTI			
Firm's name	Stulken Petersen Lingle Walti & Jones LLP		Firm's EIN	
Firm's address	PO Box 578 Pierre, SD 575010578		Phone no (605) 224-5828	

May the IRS discuss this return with the preparer shown above? See instructions ☑ **Yes** ☐ **No**

TY 2011 Accounting Fees Schedule

Name: ELEANORS FUND

EIN: 27-1020259

Software ID: 11000144

Software Version: 2011v1.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
RETURN PREP AND CONSULTING	1,820	0	0	0

TY 2011 Other Expenses Schedule

Name: ELEANORS FUND

EIN: 27-1020259

Software ID: 11000144

Software Version: 2011v1.2

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MISCELLANEOUS EXPENSES	2,120			

TY 2011 Other Professional Fees Schedule

Name: ELEANORS FUND

EIN: 27-1020259

Software ID: 11000144

Software Version: 2011v1.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	49,133	0	0	0

eWealthManager

MW Investments, LLC
Eleanor's Fund ...

$486,013 18

Advisor ID
Email Address
Phone Number

Account Number [illegible]

Approach Additional Investment Solutions Investment Strategy
Altegris Mgd Futures, Prof 4, Moderate Growth

Gain/Loss

Realized Gain/Loss

Filter By 01/01/2011 12/31/2011 Accounting Method First In, First Out Pricing As Of 5/7/2012 **Restore Default**

01/01/2011-12/31/2011

2 Short Term Gain/Loss

Download

Altegris Managed Futures Strategy A	MFTAX	5960 565	5/9/2011	8/5/2011	$59,367 23	$59,069 20	($298 03)
GuideMark Core Fixed Income	GMCOX	250 86	5/9/2011	8/5/2011	$2,393 20	$2,428 32	$35 12

10 Dividend, Interest, and Short Term Gain Distribution (ordinary income)

GuideMark Core Fixed Income	GMCOX	Dividend Reinvestment	57 526	6/23/2011	$549 95	$549 95
GuideMark Core Fixed Income	GMCOX	Dividend Reinvestment	39 489	9/22/2011	$387 39	$387 39
GuideMark Core Fixed Income	GMCOX	Dividend Reinvestment	28 161	12/28/2011	$274 85	$274 85
BlackRock Liquidity TempFund	BRTXX	Dividend Reinvestment	0 08	8/31/2011	$0 08	$0 08
BlackRock Liquidity T-Fund Mgmt	BPTXX	Dividend Reinvestment	0 08	10/31/2011	$0 08	$0 08
BlackRock Liquidity T-Fund Mgmt	BPTXX	Dividend Reinvestment	0 08	12/30/2011	$0 08	$0 08
BlackRock Liquidity T-Fund Mgmt	BPTXX	Dividend Reinvestment	0 07	11/30/2011	$0 07	$0 07
BlackRock Liquidity TempFund	BRTXX	Dividend Reinvestment	0 06	9/30/2011	$0 06	$0 06
BlackRock Liquidity TempFund	BRTXX	Dividend Reinvestment	0 04	7/29/2011	$0 04	$0 04
BlackRock Liquidity T-Fund Mgmt	BPTXX	Dividend Reinvestment	0 02	9/30/2011	$0 02	$0 02

eWealthManager

NW Investments, LLC $257,706.11
Eleanor's Fund - ETF

Advisor ID
Email Address
Phone Number

Account Number

Approach Tactical Constrained

Investment Strategy

Gain/Loss

Realized Gain/Loss

Filter By 1/1/2011 12/31/2011 Accounting Method First In, First Out Pricing As Of 5/7/2012 **Restore Default**

1/1/2011-12/31/2011

53 Short Term Gain/Loss

Download

Consumer Discretionary SPDR	XLY	313	5/5/2011	5/23/2011 - 11/3/	$12,719 42	$12,077 08	($642 34)
Consumer Staples Select Sector SPDR	XLP	310	5/5/2011	5/23/2011 - 12/5/.	$9,780 50	$9,715 65	($64 85)
Energy Select Sector SPDR	XLE	301	5/5/2011	5/23/2011 - 11/3/.	$22,577 07	$22,061 73	($515 34)
Financial Select Sector SPDR	XLF	814	5/5/2011	5/23/2011 - 11/3/	$13,153 51	$12,152 46	($1,001 05)
Health Care Select Sector SPDR	XLV	222	5/5/2011	6/14/2011 - 11/3/.	$7,878 64	$7,798 02	($80 62)
Highbridge Statistic Market Neutral A	HSKAX	198 488	10/21/2010 - 11/1	5/5/2011	$3,030 13	$3,040 83	$10 70
Industrial Select Sector SPDR	XLI	873	5/5/2011	5/23/2011 - 9/28/.	$33,312 22	$29,778 08	($3,534 14)
iPath U S Treasury 10 Yr Bear ET	DTYS	252	5/5/2011 - 6/21/2(	5/23/2011 - 7/28/	$12,309 70	$11,492 20	($817 50)
iPath U S Treasury Flattener ETN	FLAT	186	5/23/2011 - 6/21/.	6/14/2011 - 9/9/2(	$8,939 98	$9,686 94	$746 96
iShares Barclay Agency Bond Fund	AGZ	27	5/5/2011	5/23/2011 - 8/15/.	$2,977 29	$2,989 97	$12 68
iShares Barclays 1-3 Year Credit Bond	CSJ	98	5/5/2011 - 11/3/2(	6/9/2011 - 12/5/2(	$10,271 28	$10,212 74	($58 54)
iShares Barclays 1-3 Yr Trs Bond	SHY	108	5/5/2011 - 6/21/2(	6/9/2011 - 11/3/2(	$9,097 04	$9,120 97	$23 93
iShares Barclays 3-7 Year Treasury Bond	IEI	288	5/5/2011 - 6/9/20	6/14/2011 - 12/5/.	$33,817 81	$34,348 46	$530 65
iShares Barclays Aggregate Bond	AGG	210	5/5/2011 - 5/23/2(	6/9/2011 12/5/2(	$22,422 57	$22,610 71	$188 14
iShares Barclays Credit Bond	CFT	112	5/5/2011	6/9/2011 - 12/5/2(	$11,880 06	$11,887 24	$7 18
iShares Barclays MBS Fixed-Rate Bond	MBB	125	5/5/2011	6/9/2011 - 12/5/2(	$13,291 59	$13,379 32	$87 73
iShares Dow Jones US Financial Services	IYG	227	5/5/2011	5/23/2011 - 6/9/2(	$13,044 27	$12,035 01	($1,009 26)
iShares Dow Jones US Technology	IYW	363	5/5/2011	5/23/2011 - 9/28/.	$24,664 48	$23,053 88	($1,610 60)
iShares Dow Jones US Telecom	IYZ	207	5/5/2011	5/23/2011 - 11/3/.	$5,108 59	$5,003 42	($105 17)
iShares Gold Trust	IAU	3	11/3/2011	12/5/2011	$51 65	$50 74	($0 91)
iShares GS Software Index	IGV	50	5/5/2011	5/23/2011 - 11/3/	$3,158 50	$3,039 00	($119 50)
iShares iBoxx $ Invest Grade Corp Bd	LQD	39	5/23/2011	6/9/2011 - 12/5/2(	$4,335 22	$4,323 86	($11 36)
iShares MSCI Australia Index	EWA	352	5/5/2011	5/23/2011 - 6/9/2(	$9,372 46	$9,098 96	($273 50)
iShares MSCI EAFE Index	EFA	316	5/5/2011	6/14/2011 - 12/5/.	$19,610 54	$18,147 83	($1,462 71)
iShares MSCI Germany Index	EWG	197	5/5/2011 - 6/21/2(	6/9/2011 - 8/4/20	$5,450 55	$4,898 74	($551 81)
iShares Nasdaq Biotechnology Index	IBB	28	5/5/2011	5/23/2011 - 12/5/	$2,972 66	$2,899 58	($73 08)
iShares Russell 2000 Index	IWM	370	5/5/2011	5/23/2011 - 11/3/	$31,056 86	$29,387 77	($1,669 09)
iShares S&P Global Materials	MXI	126	5/5/2011	5/23/2011	$9,313 47	$8,846 47	($467 00)
iShares S&P Latin America	ILF	204	5/5/2011	5/23/2011 - 6/21/.	$10,476 76	$10,198 74	($278 02)
JPMorgan Core Plus Bond A	ONIAX	15135 222	8/6/2010 - 4/29/2(	4/7/2011 - 5/5/20	$122,786 62	$125,011 45	$2,224 83
JPMorgan Emerg Mkts Debt A	JEDAX	3745 355	10/21/2010 - 3/31	4/7/2011	$31,174 75	$30,337 38	($837 37)
JPMorgan High Yield Bond A	OHYAX	509 893	4/30/2010 - 3/31/.	4/7/2011	$4,014 08	$4,252 51	$238 43
JPMorgan Income Builder Fund A	JNBAX	5323 112	5/28/2010 - 4/29/.	5/5/2011	$51,408 50	$51,793 88	$385 38

JPMorgan Research Eq Long/Snt	JLSAX	9947 849	8/6/2010 - 12/14/.	4/7/2011 - 5/5/20	$151,734 86	$153,495 31	$1,760 45
JPMorgan Research Market Neutral A	JMNAX	134 39	4/7/2011	5/5/2011	$2,007 79	$2,003 76	($4 03)
JPMorgan Strategic Income Opportunity A	JSOAX	371 885	5/28/2010 - 4/29/	5/5/2011	$4,371 27	$4,458 91	$87 64
JPMorgan Strategic Preservation A	JSPAX	249 835	4/7/2011	5/5/2011	$3,780 00	$3,787 49	$7 49
Market Vectors Agribusiness ETF	MOO	96	5/5/2011	5/23/2011	$5,211 62	$5,038 10	($173 52)
Market Vectors Coal ETF	KOL	201	5/5/2011 6/21/2(	5/23/2011 - 8/4/2(	$9,665 48	$8,985 33	($680 15)
Materials Select Sector SPDR	XLB	153	5/5/2011	6/14/2011 - 11/3/	$6,040 17	$5,704 88	($335 29)
PowerShares Dynamic Energy	PXI	361	5/5/2011	5/23/2011 - 11/3/.	$14,951 06	$14,477 18	($473 88)
PowerShares Dynamic Industrials	PRN	172	5/5/2011 - 6/9/20	5/23/2011 - 6/21/.	$5,478 13	$5,128 08	($350 05)
PowerShares Dynamic Pharmaceuticals	PJP	176	5/5/2011	5/23/2011 - 12/5/.	$4,617 10	$4,605 76	($11 34)
Powershares Dynamic Technology	PTF	259	5/5/2011 - 6/9/20	5/23/2011 - 6/21/.	$7,055 39	$6,614 23	($441 16)
PowerShares Golden Dragon USX China	PGJ	381	5/5/2011 - 5/23/2(	6/9/2011	$10,598 78	$9,617 39	($981 39)
RevenueShares Mid Cap	RWK	219	5/5/2011 - 6/9/20	5/23/2011 - 6/21/.	$7,083 63	$6,741 46	($342 17)
SPDR S&P Emerging Asia Pacific	GMF	69	5/5/2011	5/23/2011 - 12/5/	$5,912 61	$5,745 77	($166 84)
SPDR S&P Homebuilders	XHB	260	5/5/2011	5/23/2011 - 11/3/	$4,900 03	$4,553 92	($346 11)
Utilities Select Sector SPDR	XLU	142	5/5/2011	5/23/2011 - 9/28/	$4,725 23	$4,725 46	$0 23
Vanguard Consumer Discretionary ETF	VCR	97	5/5/2011	5/23/2011 - 6/9/2(	$6,368 32	$6,037 60	($330 72)
Vanguard MSCI European ETF	VGK	50	5/5/2011	6/9/2011 - 11/3/2(	$2,719 63	$2,634 55	($85 08)
Vanguard MSCI Pacific ETF	VPL	115	5/5/2011	6/9/2011 - 8/4/20	$6,516 99	$6,335 35	($181 64)
WisdomTree Pacific ex-Japan Total Div	AXJL	8	8/4/2011	9/9/2011 - 12/5/2(	$509 60	$485 84	($23 76)

6 Long Term Gain/Loss

2 Long Term Capital Distribution Received

137 Dividend, Interest, and Short Term Gain Distribution (ordinary income)

Vanguard MSCI European ETF	VGK	Dividend	0	12/28/2011	$299 56	$299 56
iShares MSCI EAFE Index	EFA	Dividend	0	6/28/2011	$236 19	$236 19
Vanguard MSCI Pacific ETF	VPL	Dividend	0	12/28/2011	$215 56	$215 56
SPDR S&P Emerging Asia Pacific	GMF	Dividend	0	12/29/2011	$129 26	$129 26
Consumer Staples Select Sector SPDR	XLP	Dividend	0	12/28/2011	$114 73	$114 73
iShares Russell 2000 Index	IWM	Dividend	0	12/29/2011	$107 86	$107 86
iShares MSCI EAFE Index	EFA	Dividend	0	12/29/2011	$93 35	$93 35
iShares Barclays Aggregate Bond	AGG	Dividend	0	6/7/2011	$92 25	$92 25
Consumer Staples Select Sector SPDR	XLP	Dividend	0	9/28/2011	$89 26	$89 26
Industrial Select Sector SPDR	XLI	Dividend	0	6/29/2011	$84 19	$84 19
iShares Barclays Aggregate Bond	AGG	Dividend	0	11/7/2011	$81 67	$81 67
Industrial Select Sector SPDR	XLI	Dividend	0	9/28/2011	$78 49	$78 49
iShares S&P Latin America	ILF	Dividend	0	6/27/2011	$74 44	$74 44
iShares Barclays Aggregate Bond	AGG	Dividend	0	12/7/2011	$67 39	$67 39
iShares Barclays Credit Bond	CFT	Dividend	0	6/7/2011	$66 47	$66 47
iShares MSCI Germany Index	EWG	Dividend	0	6/28/2011	$64 75	$64 75
iShares Russell 2000 Index	IWM	Dividend	0	9/29/2011	$64 71	$64 71
WisdomTree Pacific ex-Japan Total Div	AXJL	Dividend	0	12/28/2011	$64 35	$64 35
iShares Barclays Aggregate Bond	AGG	Dividend	0	10/7/2011	$62 53	$62 53
iShares Russell 2000 Index	IWM	Dividend	0	7/11/2011	$60 44	$60 44
Consumer Discretionary SPDR	XLY	Dividend	0	12/28/2011	$59 29	$59 29
Financial Select Sector SPDR	XLF	Dividend	0	12/28/2011	$58 08	$58 08
iShares Barclays Aggregate Bond	AGG	Dividend	0	8/5/2011	$56 40	$56 40

JPMorgan Research Eq Long/Sht	JLSAX	9947 849	8/6/2010 - 12/14/.	4/7/2011 - 5/5/20	$151,734 86	$153,495 31	$1,760 45
JPMorgan Research Market Neutral A	JMNAX	134 39	4/7/2011	5/5/2011	$2,007 79	$2,003 76	($4 03)
JPMorgan Strategic Income Opportunity A	JSOAX	371 885	5/28/2010 - 4/29/.	5/5/2011	$4,371 27	$4,458 91	$87 64
JPMorgan Strategic Preservation A	JSPAX	249 835	4/7/2011	5/5/2011	$3,780 00	$3,787 49	$7 49
Market Vectors Agribusiness ETF	MOO	96	5/5/2011	5/23/2011	$5,211 62	$5,038 10	($173 52)
Market Vectors Coal ETF	KOL	201	5/5/2011 - 6/21/2(	5/23/2011 - 8/4/2(	$9,665 48	$8,985 33	($680 15)
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RevenueShares Mid Cap	RWK	219	5/5/2011 - 6/9/20	5/23/2011 - 6/21/.	$7,083 63	$6,741 46	($342 17)
SPDR S&P Emerging Asia Pacific	GMF	69	5/5/2011	5/23/2011 - 12/5/.	$5,912 61	$5,745 77	($166 84)
SPDR S&P Homebuilders	XHB	260	5/5/2011	5/23/2011 - 11/3/.	$4,900 03	$4,553 92	($346 11)
Utilities Select Sector SPDR	XLU	142	5/5/2011	5/23/2011 - 9/28/.	$4,725 23	$4,725 46	$0 23
Vanguard Consumer Discretionary ETF	VCR	97	5/5/2011	5/23/2011 - 6/9/2(	$6,368 32	$6,037 60	($330 72)
Vanguard MSCI European ETF	VGK	50	5/5/2011	6/9/2011 - 11/3/2(	$2,719 63	$2,634 55	($85 08)
Vanguard MSCI Pacific ETF	VPL	115	5/5/2011	6/9/2011 - 8/4/20	$6,516 99	$6,335 35	($181 64)
WisdomTree Pacific ex-Japan Total Div	AXJL	8	8/4/2011	9/9/2011 - 12/5/2(	$509 60	$485 84	($23 76)

6 Long Term Gain/Loss

Highbridge Statistic Market Neutral A	HSKAX	7850 539	12/31/2009 - 4/29	4/7/2011 - 5/5/20	$122,694 59	$120,269 30	($2,425 29)
JPMorgan High Yield Bond A	OHYAX	2047 623	12/31/2009 - 3/31	4/7/2011	$15,820 41	$17,077 17	$1,256 76
JPMorgan Income Builder Fund A	JNBAX	7356 98	2/11/2010 - 4/30/.	5/5/2011	$63,233 80	$71,583 42	$8,349 62
JPMorgan Research Market Neutral A	JMNAX	6707 522	12/31/2009 - 2/11	5/5/2011	$102,757 45	$100,009 15	($2,748 30)
JPMorgan Strategic Income Opportunity A	JSOAX	12729 44	12/31/2009 - 4/30	4/7/2011 - 5/5/20	$147,285 28	$152,625 98	$5,340 70
JPMorgan Strategic Preservation A	JSPAX	14593 334	12/31/2009 - 2/11	5/5/2011	$213,499 94	$221,234 95	$7,735 01

2 Long Term Capital Distribution Received

SPDR S&P Emerging Asia Pacific	GMF	Long-Term Cap Gains I	0	12/29/2011	$98 57	$98 57
iShares Barclays Aggregate Bond	AGG	Long-Term Cap Gains I	0	12/7/2011	$23 28	$23 28

137 Dividend, Interest, and Short Term Gain Distribution (ordinary income)

eWealthManager

NW Investments, LLC
Eleanor's Fund - ETF

$947,459.78

Advisor ID
Email Address
Phone Number

Account Number [illegible]

Approach Tactical Unconstrained

Investment Strategy
Stadion Profile 5 Growth

Gain/Loss

Realized Gain/Loss

Filter By 01/01/2011 12/31/2011 Accounting Method First In, First Out Pricing As Of 5/7/2012 **Restore Default**

01/01/2011-12/31/2011

40 Short Term Gain/Loss

Download

Consumer Discretionary SPDR	XLY	7799	11/11/2010 - 10/2	1/12/2011 - 10/27	$303,635 47	$298,308 15	($5,327 32)
Consumer Staples Select Sector SPDR	XLP	4700	4/29/2011 - 10/27	5/25/2011 - 11/21	$147,149 38	$145,512 90	($1,636 48)
Energy Select Sector SPDR	XLE	4629	11/11/2010 - 10/2	3/10/2011 - 11/1/.	$329,580 97	$336,030 95	$6,449 98
Guggenheim Russell Top 50	XLG	490	12/7/2011	12/14/2011	$44,693 83	$43,474 27	($1,219 56)
Guggenheim S&P 500 Equal Weight	RSP	5649	12/6/2010 10/27	2/24/2011 - 11/1/.	$262,758 65	$270,182 95	$7,424 30
Health Care Select Sector SPDR	XLV	2944	4/29/2011 - 5/2/2(	5/23/2011	$104,423 52	$104,868 81	$445 29
Industrial Select Sector SPDR	XLI	6534	12/6/2010 - 10/24	2/23/2011 - 11/1/.	$228,298 54	$232,001 87	$3,703 33
iShares Barclays 20+ Yr Trs Bond	TLT	163	9/22/2011	10/11/2011 - 10/1	$20,024 39	$18,610 14	($1,414 25)
iShares Barclays 3-7 Year Treasury Bond	IEI	317	9/22/2011	10/11/2011 - 10/1	$38,737 24	$38,079 68	($657 56)
iShares Barclays 7-10 Year Treasury	IEF	183	9/22/2011	10/11/2011 - 10/1	$19,460 09	$18,726 85	($733 24)
iShares Barclays Short Treasury Bond	SHV	5253	9/22/2011	10/11/2011 - 10/2	$579,195 78	$579,016 89	($178 89)
iShares Barclays TIPS Bond	TIP	278	11/8/2011	12/1/2011	$32,684 46	$32,334 71	($349 75)
iShares Dow Jones Select Dividend	DVY	1366	10/18/2011 - 11/1	10/19/2011 - 11/2	$70,165 75	$68,830 95	($1,334 80)
iShares Dow Jones US Basic Materials	IYM	1320	4/5/2011	4/13/2011	$110,753 68	$104,531 99	($6,221 69)
iShares Dow Jones US Real Estate	IYR	914	4/29/2011 - 11/8/.	5/17/2011 - 11/10	$54,888 76	$53,047 51	($1,841 25)
iShares iBoxx $ Invest Grade Corp Bd	LQD	287	11/8/2011 - 11/14	11/17/2011	$32,930 78	$32,174 14	($756 64)
iShares MSCI EAFE Index	EFA	1635	4/28/2011 - 5/2/2(	5/11/2011	$104,288 33	$100,066 09	($4,222 24)
iShares MSCI Emerging Markets	EEM	5053	4/5/2011 - 11/8/2(	4/18/2011 - 11/9/.	$243,629 54	$232,353 79	($11,275 75)
iShares MSCI Hong Kong Index	EWH	2794	11/3/2011 - 11/8/.	11/9/2011	$47,059 83	$44,477 41	($2,582 42)
iShares MSCI Japan Index	EWJ	7231	7/5/2011	7/7/2011 - 8/1/20	$76,406 36	$76,560 57	$154 21
iShares MSCI Malaysia Index	EWM	1654	7/5/2011 - 7/7/20	7/18/2011	$25,547 26	$24,437 85	($1,109 41)
iShares Russell 1000 Growth Index	IWF	4232	7/6/2011 - 9/20/2(	7/7/2011 - 9/22/2(	$250,419 32	$236,094 80	($14,324 52)
iShares Russell 2000 Index	IWM	6545	9/14/2010 - 10/19	1/20/2011 - 10/20	$516,031 33	$516,184 19	$152 86
iShares S&P 100 Index	OEF	1708	1/20/2011 - 12/7/.	3/10/2011 - 12/14	$98,242 81	$97,743 02	($499 79)
iShares S&P 500 Index Fund	IVV	3815	4/28/2011 - 10/21	5/17/2011 - 11/1/	$490,875 63	$483,970 82	($6,904 81)
iShares S&P Mid Cap 400/Barra Growth	IJK	448	7/6/2011	7/7/2011 7/14/2(	$51,081 59	$49,638 69	($1,442 90)
iShares S&P Small Cap 600	IJR	681	7/5/2011	7/7/2011 - 7/14/2(	$51,005 88	$49,929 51	($1,076 37)
Materials Select Sector SPDR	XLB	1937	7/6/2011 - 11/8/2(	7/7/2011 - 11/9/2(	$74,526 84	$72,249 73	($2,277 11)
MidCap SPDRs	MDY	3352	9/13/2010 - 10/21	1/20/2011 - 11/1/.	$561,620 12	$575,457 22	$13,837 10
PowerShares QQQ	QQQ	10948	1/12/2011 - 11/7/.	2/24/2011 - 11/17	$630,422 60	$607,449 87	($22,972 73)
SPDR Dow Jones Industrial Average	DIA	6124	1/24/2011 - 11/7/	3/10/2011 - 11/21	$751,589 79	$735,269 48	($16,320 31)
SPDR Gold Trust	GLD	1512	4/29/2011 - 11/7/	5/5/2011 - 11/21/	$245,755 49	$233,376 41	($12,379 08)
SPDR S&P 500	SPY	5767	1/5/2011 - 11/14/	3/10/2011 - 11/17	$745,213 61	$730,683 81	($14,529 80)

SPDR S&P Homebuilders	XHB	1471	10/24/2011	10/27/2011 - 11/1	$24,346 52	$22,817 15	($1,529 37)
SPDR S&P Oil & Gas Exploration & Prod	XOP	411	11/8/2011	11/9/2011	$23,577 02	$22,103 83	($1,473 19)
SPDR S&P Retail	XRT	2626	12/3/2010 - 10/24	1/5/2011 10/27/.	$128,719 01	$127,884 08	($834 93)
Technology Select Sector SPDR	XLK	1967	9/20/2011	9/22/2011	$49,545 39	$46,375 96	($3,169 43)
Utilities Select Sector SPDR	XLU	2767	9/20/2011 - 11/14	9/22/2011 - 11/22	$96,420 00	$92,315 94	($4,104 06)
Vanguard Short-Term Bond ETF	BSV	3546	9/22/2011	10/11/2011 - 10/1	$289,513 17	$287,257 26	($2,255 91)
WisdomTree Emerging Markets Equity, Inc	DEM	323	5/2/2011	5/11/2011	$20,813 96	$20,007 43	($806 53)

22 Dividend, Interest, and Short Term Gain Distribution (ordinary income)

MidCap SPDRs	MDY	Dividend	0	1/31/2011	$588 17	$588 17
SPDR Dow Jones Industrial Average	DIA	Dividend	0	12/12/2011	$544 37	$544 37
Vanguard Short-Term Bond ETF	BSV	Dividend	0	10/7/2011	$402 37	$402 37
SPDR Dow Jones Industrial Average	DIA	Dividend	0	3/14/2011	$267 00	$267 00
SPDR Dow Jones Industrial Average	DIA	Dividend	0	11/14/2011	$224 98	$224 98
PowerShares QQQ	QQQ	Dividend	0	10/31/2011	$184 58	$184 58
SPDR Dow Jones Industrial Average	DIA	Dividend	0	8/15/2011	$135 10	$135 10
iShares Barclays TIPS Bond	TIP	Dividend	0	12/7/2011	$66 89	$66 89
iShares Barclays 20+ Yr Trs Bond	TLT	Dividend	0	10/7/2011	$49 86	$49 86
iShares Barclays 3-7 Year Treasury Bond	IEI	Dividend	0	10/7/2011	$45 98	$45 98
iShares Barclays 7-10 Year Treasury	IEF	Dividend	0	10/7/2011	$38 68	$38 68
iShares Barclays Short Treasury Bond	SHV	Dividend	0	10/7/2011	$29 06	$29 06
BlackRock Liquidity TempFund	BRTXX	Dividend Reinvestment	8 18	8/31/2011	$8 18	$8 18
BlackRock Liquidity T-Fund Mgmt	BPTXX	Dividend Reinvestment	7 36	12/30/2011	$7 36	$7 36
BlackRock Liquidity TempFund	BRTXX	Dividend Reinvestment	6 22	9/30/2011	$6 22	$6 22
BlackRock Liquidity T-Fund Mgmt	BPTXX	Dividend Reinvestment	2 96	11/30/2011	$2 96	$2 96
BlackRock Liquidity TempFund	BRTXX	Dividend Reinvestment	2 56	7/29/2011	$2 56	$2 56
BlackRock Liquidity T-Fund Mgmt	BPTXX	Dividend Reinvestment	0 64	10/31/2011	$0 64	$0 64
BlackRock Liquidity TempFund	BRTXX	Dividend Reinvestment	0 03	3/31/2011	$0 03	$0 03
BlackRock Liquidity TempFund	BRTXX	Dividend Reinvestment	0 03	6/30/2011	$0 03	$0 03
BlackRock Liquidity TempFund	BRTXX	Dividend Reinvestment	0 02	4/29/2011	$0 02	$0 02
BlackRock Liquidity TempFund	BRTXX	Dividend Reinvestment	0 02	5/31/2011	$0 02	$0 02

(For tax lot level detail click Download)

Short-Term - Indicates a security that has been held less than 12 months

Long-Term - Indicates a security that has been held more than 12 months

Unclassified - Indicates that the cost basis or purchase date is unavailable for this security and therefore the holding period cannot be determined. Securities may appear as Unclassified because the account custodian was not provided with cost basis or purchase date information when the account was established or when the securities were received

Cost Basis - The information reported on this page should not be used for tax reporting purposes. It is not formatted for tax reporting and is subject to change. Your account's custodian will provide you with information for tax reporting purposes on tax reporting forms. The information on those tax reporting forms may vary from that reported on this page. For example, adjustments may be made to reflect an amended basis due to a wash sale. This information is not tax advice and may not be used to avoid any IRS penalty. Genworth Financial Wealth Management does not offer tax advice. You should consult a tax advisor familiar with your tax situation

eWealthManager

Advisor ID
Email Address
Phone Number

Account Number

Approach

Investment Strategy

Gain/Loss

Realized Gain/Loss

Filter By 01/01/2011 12/31/2011 Accounting Method First In, First Out Pricing As Of 5/7/2012 **Restore Default**

01/01/2011-12/31/2011

40 Short Term Gain/Loss

American Century Short-Term Govt Adv	TWAVX	4207 618	10/4/2011 - 10/7/.	10/13/2011 - 12/2	$41,359 06	$41,349 37	($9 69)
AQR Managed Futures Strategy N	AQMNX	734 576	12/29/2010	7/12/2011 - 9/16/	$7,566 14	$7,228 23	($337 91)
Aston/Optimum Mid Cap I	ABMIX	510 88	3/24/2011 - 3/30/	11/17/2011 - 11/2	$17,539 86	$14,662 85	($2,877 01)
Blackrock Low Duratn Bond Service	CMGBX	2030 414	4/9/2010 - 7/29/2(	3/24/2011 - 8/16/.	$19,465 83	$19,651 30	$185 47
Calamos Convertible A	CCVIX	65 877	6/16/2010 - 3/17/	4/21/2011	$1,241 84	$1,365 63	$123 79
Credit Suisse Commodity Return Str	CRSOX	2796 015	12/22/2010 - 12/2	3/15/2011	$25,492 66	$25,471 70	($20 96)
Delaware High-Yield Opportunities A	DHOAX	307 695	7/22/2010 - 8/22/.	7/22/2011 - 8/24/	$1,269 12	$1,295 14	$26 02
Direxion Daily Financial Bear 3X Sh	FAZ	186	9/23/2011	10/4/2011	$13,155 70	$14,760 84	$1,605 14
Federated Gov Ultrashort Duration	FEUSX	3058 281	5/28/2010 - 6/30/.	5/27/2011 - 7/6/2(	$30,368 72	$30,348 52	($20 20)
Federated Short-Term Income Fund	FSISX	1845 986	4/12/2010 - 7/29/.	3/24/2011 - 8/16/	$15,791 61	$15,927 05	$135 44
Federated Total Rtrn Govt Instl Svc	FTGSX	136 355	6/6/2011	9/30/2011	$1,562 63	$1,621 26	$58 63
Federated Ultrashort Bond Instl Svc	FULBX	161 094	6/30/2010 - 7/29/	6/15/2011 - 8/16/.	$1,483 71	$1,486 86	$3 15
Fidelity Convertible Securities	FCVSX	51 187	6/16/2010 - 4/7/2(	4/21/2011	$1,152 87	$1,395 36	$242 49
Franklin Floating Rate Daily Access A	FAFRX	2290 773	7/30/2010 - 9/30/.	7/20/2011 - 10/4/.	$21,022 95	$19,934 07	($1,088 88)
Franklin High Income Fund	FHAIX	672 792	7/2/2010 - 6/2/20	6/29/2011	$1,337 65	$1,352 31	$14 66
Franklin Templeton Hard Currency A	ICPHX	1046 182	12/29/2010 - 4/6/.	5/20/2011	$10,144 18	$10,629 21	$485 03
Genworth Financial Contra Fund	CTUCXM	15 58	12/8/2010 - 10/28	11/17/2011	$19,330 80	$16,877 65	($2,453 15)
GLG International Small Cap	GLGSX	1357 938	12/7/2010 - 12/14	10/25/2011 - 10/2	$13,624 22	$11,667 23	($1,956 99)
Guggenheim Managed Futures Strategy H	RYMFX	918 136	12/29/2010 - 9/15	7/12/2011 - 9/21/	$23,612 98	$22,690 18	($922 80)
iPath S&P 500 VIX Short-Term Futures	VXX	306	11/17/2011	12/19/2011 - 12/2	$14,425 16	$11,545 85	($2,879 31)
JPMorgan Core Bond A	PGBOX	16 004	6/3/2011	11/17/2011	$186 29	$189 97	$3 68
Lazard US Global Listed Infrastrcture	GLIFX	2419 112	12/29/2010 - 10/1	10/25/2011 - 11/7	$25,555 50	$24,263 82	($1,291 68)
MainStay Epoch Global Equity Yield	EPSYX	232 235	10/20/2011	11/17/2011	$3,467 27	$3,441 72	($25 55)
Matthews Asia Dividend Investor	MAPIX	2631 456	5/20/2011 - 9/22/.	10/19/2011 - 10/2	$37,615 34	$34,064 06	($3,551 28)
Natixis ASG Managed Futures Strategy A	AMFAX	1619 727	1/5/2011	6/15/2011 - 9/16/.	$17,136 71	$17,522 48	$385 77
PIMCO Convertible Admin	PFCAX	93 882	6/16/2010 - 3/17/.	4/21/2011	$1,257 15	$1,406 35	$149 20
PIMCO Emerging Local Bond Adm	PEBLX	271 633	10/29/2010 11/3	10/6/2011 12/19	$2,913 27	$2,765 32	($147 95)
PIMCO Low Duration Admin	PLDAX	424 994	6/30/2010 - 7/29/.	6/8/2011 - 8/16/2(	$4,435 79	$4,466 66	$30 87
PIMCO Short-Term Admin	PSFAX	64 896	6/30/2010 - 6/30/.	6/7/2011 7/6/20	$641 37	$643 12	$1 75
ProShares UltraPro Short S&P500	SPXU	465	11/17/2011	12/23/2011	$7,148 89	$6,116 27	($1,032 62)
Ramius Dynamic Replication Fund	RDRIX	48 637	12/29/2010 - 10/4	10/19/2011	$465 46	$472 75	$7 29
Ramius Trading Strat Managed Futures I	RTSIX	40 986	9/16/2011	11/7/2011	$409 86	$397 15	($12 71)
Royce Global Value Invmt	RGVIX	2676 676	3/24/2011 - 9/15/.	10/20/2011 - 10/2	$40,290 89	$33,422 45	($6,868 44)

Rydex S&P 500 H	RYSPX	679 051	3/24/2011 - 3/29/	3/30/2011 - 4/5/2(	$17,729 54	$17,982 56	$253 02
SPDR Gold Trust	GLD	669	6/20/2011 - 9/15/	9/23/2011 - 9/27/.	$101,822 63	$107,324 96	$5,502 33
SPDR S&P 500	SPY	135	10/25/2011	11/17/2011 - 11/2	$16,735 85	$16,503 26	($232 59)
T Rowe Price High Yield Adv	PAHIX	1244 449	4/30/2010 - 7/29/.	4/28/2011 - 8/16/.	$8,092 38	$8,594 25	$501 87
T Rowe Price Instl Floating Rate	RPIFX	2026 658	7/30/2010 - 9/30/.	7/22/2011 - 10/4/	$21,011 97	$19,691 60	($1,320 37)
T Rowe Price Short Term Bond Adv	PASHX	2263 366	6/30/2010 - 6/30/	6/3/2011 - 7/6/20	$11,041 90	$11,022 57	($19 33)
T Rowe Price U S Bond Index	PBDIX	149 886	6/2/2011	10/3/2011 - 11/17	$1,690 71	$1,733 25	$42 54

20 Long Term Gain/Loss

Aberdeen Asia Bond Institutional	CSABX	1772 925	12/31/2009 - 1/14	3/24/2011 - 11/17	$18,365 69	$19,509 66	$1,143 97
Arbitrage Fund Class R	ARBFX	289 694	1/14/2010	4/6/2011 - 11/17/.	$3,679 11	$3,737 78	$58 67
Blackrock Low Duratn Bond Service	CMGBX	4919 358	4/9/2010 - 5/28/2(	5/20/2011 - 6/13/.	$47,090 41	$47,868 55	$778 14
Delaware High-Yield Opportunities A	DHOAX	3773 775	12/31/2009 - 6/22	3/24/2011 - 7/22/.	$14,759 94	$15,884 43	$1,124 49
Driehaus Active Income Fund	LCMAX	8466 566	12/31/2009	3/29/2011 - 11/17	$91,523 59	$87,952 23	($3,571 36)
Federated Gov Ultrashort Duration	FEUSX	3513 327	12/31/2009 - 4/30	2/4/2011 - 5/27/2(	$34,817 15	$34,876 69	$59 54
Federated Short-Term Income Fund	FSISX	3511 193	4/12/2010 - 5/28/.	5/20/2011 - 6/15/	$29,961 50	$30,398 56	$437 06
Federated Ultrashort Bond Instl Svc	FULBX	9431 01	12/31/2009 - 5/28	3/24/2011 - 6/15/	$85,826 15	$87,027 49	$1,201 34
Franklin Floating Rate Daily Access A	FAFRX	1113 134	12/31/2009 - 6/30	7/20/2011	$9,845 39	$10,196 31	$350 92
Franklin High Income Fund	FHAIX	9005 948	12/31/2009 - 6/2/.	3/24/2011 - 6/29/.	$17,345 40	$18,262 82	$917 42
Genworth Financial Contra Fund	CTUCXM	0 105	3/18/2010 - 10/18	11/17/2011	$7,920 20	$113 75	($7,806 45)
Lazard US Global Listed Infrastrcture	GLIFX	994 846	12/31/2009 - 9/29	10/25/2011	$9,945 74	$9,978 31	$32 57
Merger Fund	MERFX	235 36	12/31/2009	4/6/2011 11/17/	$3,657 49	$3,678 89	$21 40
PIMCO Emerging Local Bond Adm	PEBLX	4130 483	12/31/2009 - 9/30	3/24/2011 - 10/6/.	$41,515 16	$43,033 71	$1,518 55
PIMCO Low Duration Admin	PLDAX	11193 974	12/31/2009 - 5/28	1/5/2011 - 6/8/20	$115,196 52	$117,317 81	$2,121 29
PIMCO Short-Term Admin	PSFAX	4447 744	12/31/2009 - 5/28	1/5/2011 - 6/7/20	$43,678 71	$44,046 46	$367 75
Ramius Dynamic Replication Fund	RDRIX	2003 098	7/29/2010	9/15/2011 - 10/19	$20,030 98	$19,470 76	($560 22)
T Rowe Price High Yield Adv	PAHIX	4393 611	12/31/2009 - 6/16	3/24/2011 - 6/20/	$28,408 60	$30,235 06	$1,826 46
T Rowe Price Instl Floating Rate	RPIFX	988 788	12/31/2009 - 6/30	7/20/2011 - 7/22/.	$9,936 94	$10,170 87	$233 93
T Rowe Price Short Term Bond Adv	PASHX	10240 913	12/31/2009 - 5/28	3/24/2011 - 6/3/2(	$49,466 31	$49,816 63	$350 32

10 Long Term Capital Distribution Received

167 Dividend, Interest and Short Term Gain Distribution (ordinary income)

SPDR S&P Dividend	SDY	Dividend	0	12/29/2011	$283 27	$283 27
T Rowe Price U S Bond Index	PBDIX	Dividend	0	6/30/2011	($11 81)	($11 81)
Driehaus Active Income Fund	LCMAX	Dividend Reinvestment	212 228	9/21/2011	$2,175 34	$2,175 34
Driehaus Active Income Fund	LCMAX	Dividend Reinvestment	145 605	6/22/2011	$1,607 48	$1,607 48
Aberdeen Asia Bond Institutional	CSABX	Dividend Reinvestment	138 856	12/21/2011	$1,446 88	$1,446 88
Driehaus Active Income Fund	LCMAX	Dividend Reinvestment	120 431	12/20/2011	$1,195 88	$1,195 88
Driehaus Active Income Fund	LCMAX	Dividend Reinvestment	102 708	3/23/2011	$1,152 38	$1,152 38
Natixis ASG Managed Futures Strategy A	AMFAX	Dividend Reinvestment	82 245	12/30/2011	$850 41	$850 41
Aberdeen Asia Bond Institutional	CSABX	Dividend Reinvestment	36 319	6/20/2011	$402 42	$402 42
JPMorgan Core Bond A	PGBOX	Dividend Reinvestment	33 51	10/31/2011	$396 42	$396 42
JPMorgan Core Bond A	PGBOX	Dividend Reinvestment	32 667	12/30/2011	$387 10	$387 10
JPMorgan Core Bond A	PGBOX	Dividend Reinvestment	31 666	11/30/2011	$373 66	$373 66
Aberdeen Asia Bond Institutional	CSABX	Dividend Reinvestment	34 116	3/21/2011	$369 13	$369 13

Additional Data

Software ID:	11000144
Software Version:	2011v1.2
EIN:	27-1020259
Name:	ELEANORS FUND

Form 990PF - Special Condition Description:

Special Condition Description

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
HUNTER'S DREAM FOR A CURE1601 PELICAN LAKES POINT SUITE 201 WINDSOR,CO 80550	NONE	N/A	CHILDREN'S CARE	10,000
VALE FIRE DEPARTMENT13756 VALLEY TWIN ROAD VALE,SD 57788	NONE	N/A	COMMUNITY SUPPORT	50,000
SD YOUTH HUNTING ADVENTURES 715 E ELK STREET RAPID CITY,SD 57701	NONE	N/A	CHILDREN'S MENTORING	10,000
RONALD MCDONALD CHARITIES 825 SO LAKE AVENUE SIOUX FALLS,SD 57104	NONE	N/A	COMMUNITY SUPPORT	20,000
RAPID CITY SHRINE CLUB4091 STURGIS ROAD RAPID CITY,SD 57702	NONE	N/A	CHILDREN'S CARE	10,000
COUNTRYSIDE HOSPICE200 E DAKOTA SUITE 1 PIERRE,SD 57501	NONE	N/A	COMMUNITY SUPPORT	10,000
CHILDREN'S HOME SOCIETYPO BOX 1749 SIOUX FALLS,SD 57101	NONE	N/A	CHILDREN'S CARE	20,000
CHILDREN'S CARE HOSPITAL AND SCHOOL2501 WEST 26TH STREET SIOUX FALLS,SD 57105	NONE	N/A	CHILDREN'S CARE	20,000
MAKE A WISH SOUTH DAKOTA1400 WEST 17TH STREET SIOUX FALLS,SD 57104	NONE	N/A	CHILDREN'S WISHES	70,000
FEEDING SOUTH DAKOTA3511 NORTH 1ST AVENUE SIOUX FALLS,SD 57104	NONE	N/A	COMMUNITY SUPPORT	20,000
Total . . . . ▶ **3a**				240,000