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 , **and ending**

Name of foundation: Steiner-King Foundation

A Employer identification number: 31-1420608

Number and street (or P O box number if mail is not delivered to street address): 7300 Wood Meadow Drive

Room/suite:

B Telephone number: 303-415-9131

City or town, state, and ZIP code: Cincinnati, OH 45243

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 4,035,828.

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

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

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received			N/A	
	2	Check ▶ ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	69,284.	69,284.		Statement 1
	4	Dividends and interest from securities	72,052.	72,052.		Statement 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	5,207.			
	b	Gross sales price for all assets on line 6a 1,345,180.				
	7	Capital gain net income (from Part IV, line 2)		5,207.		
	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	7,292.	7,292.		Statement 3
	12	**Total.** Add lines 1 through 11	153,835.	153,835.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	10,176.	7,632.		2,544.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees Stmt 4	4,965.	3,724.		1,241.
	c	Other professional fees Stmt 5	30,794.	23,095.		7,699.
	17	Interest				
	18	Taxes Stmt 6	5,700.	4,275.		1,425.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses Stmt 7	3,740.	2,804.		936.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	55,375.	41,530.		13,845.
	25	Contributions, gifts, grants paid	232,844.			232,844.
	26	**Total expenses and disbursements** Add lines 24 and 25	288,219.	41,530.		246,689.
	27	Subtract line 26 from line 12.				
	a	Excess of revenue over expenses and disbursements	<134,384.>			
	b	**Net investment income** (if negative enter -0-)		112,305.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

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Form **990-PF** (2011)

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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	278,666.	216,660.	216,660.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶	1,066.		
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations Stmt 9	114,043.	12,918.	14,233.
	b Investments - corporate stock Stmt 10	1,296,714.	738,889.	753,927.
	c Investments - corporate bonds Stmt 11	844,585.	1,412,251.	1,714,205.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other Stmt 12	1,214,195.	1,234,166.	1,336,803.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	3,749,269.	3,614,884.	4,035,828.
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** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ **and complete lines 27 through 31.**			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	3,749,269.	3,614,884.	
	30 **Total net assets or fund balances**	3,749,269.	3,614,884.	
	31 **Total liabilities and net assets/fund balances**	3,749,269.	3,614,884.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,749,269.
2	Enter amount from Part I, line 27a	2	<134,384.>
3	Other increases not included in line 2 (itemize) ▶ See Statement 8	3	2.
4	Add lines 1, 2, and 3	4	3,614,887.
5	Decreases not included in line 2 (itemize) ▶ Rounding adjustment	5	3.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,614,884.

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				
b	See Attached Statement			
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				
b				
c				
d				
e	1,345,180.		1,339,973.	5,207.

	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				5,207.

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 5,207.

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))
2010	429,029.	4,068,313.	.105456
2009	302,051.	3,716,518.	.081273
2008	381,320.	4,419,377.	.086284
2007	414,820.	5,128,078.	.080892
2006	365,003.	5,073,585.	.071942

2	**Total** of line 1, column (d)	2	.425847
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	.085169
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	4,031,402.
5	Multiply line 4 by line 3	5	343,350.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,123.
7	Add lines 5 and 6	7	344,473.
8	Enter qualifying distributions from Part XII, line 4	8	246,689.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ **(attach copy of letter if necessary-see instructions)** **b** Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b **c** All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			1	2,246.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3 Add lines 1 and 2			3	2,246.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	2,246.
6 Credits/Payments:				
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	2,640.		
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	2,640.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	394.
11 Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶		394. **Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? *If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*	1b		X
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ OH			
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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ None

14 The books are in care of ▶ Linda Stahl Telephone no. ▶ 513-271-4303

Located at ▶ 7300 Wood Meadow Drive, Cincinnati, OH ZIP+4 ▶ 43243

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			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		X
	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 instructions)?	1b		X
	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		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 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 ▶ ____ , ____ , ____ , ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____ , ____ , ____ , ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X

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? N/A **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
John A. Steiner 3286 Plateau Road Longmont, CO 80503	Trustee 5.00	0.	0.	0.
Elizabeth King 11131 Deerfield Rd Cincinnati, OH 45242	Trustee 5.00	10,176.	0.	0.
Michael Steiner 3286 Plateau Road Longmont, CO 80503	Trustee 5.00	0.	0.	0.
Margaret King 3286 Plateau Road Longmont, CO 80503	Trustee 5.00	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	
All other program-related investments. See instructions. 3	
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	3,920,373.
b	Average of monthly cash balances	1b	172,421.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	4,092,794.
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	4,092,794.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	61,392.
5	**Net value of noncharitable-use assets**. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,031,402.
6	**Minimum investment return**. Enter 5% of line 5	6	201,570.

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	201,570.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	2,246.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	2,246.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	199,324.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	199,324.
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	199,324.

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	246,689.
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	246,689.
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	246,689.

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 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7					199,324.
2 Undistributed income, if any, as of the end of 2011					
a Enter amount for 2010 only				0.	
b Total for prior years: _____ , _____ , _____			0.		
3 Excess distributions carryover, if any, to 2011:					
a From 2006	121,298.				
b From 2007	165,360.				
c From 2008	163,901.				
d From 2009	119,149.				
e From 2010	230,885.				
f **Total** of lines 3a through e		800,593.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ $	246,689.				
a Applied to 2010, 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 2011 distributable amount					199,324.
e Remaining amount distributed out of corpus		47,365.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)		0.			0.
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		847,958.			
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 2010. Subtract line 4a from line 2a. Taxable amount - see instr.				0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012					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 2006 not applied on line 5 or line 7		121,298.			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a		726,660.			
10 Analysis of line 9:					
a Excess from 2007	165,360.				
b Excess from 2008	163,901.				
c Excess from 2009	119,149.				
d Excess from 2010	230,885.				
e Excess from 2011	47,365.				

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 2011, 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			
	(a) 2011	**(b)** 2010	**(c)** 2009	**(d)** 2008	**(e) Total**
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 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:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient 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*				
From pass through partnerships	None			5.
See Attached List	None			232,839.
Total			▶ 3a	232,844.
b *Approved for future payment*				
None				
Total			▶ 3b	0.

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
1 Program service revenue:	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	69,284.	
4 Dividends and interest from securities			14	72,052.	
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			14	7,292.	
8 Gain or (loss) from sales of assets other than inventory			18	5,207.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		153,835.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 153,835.

(See worksheet in line 13 instructions 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 foundation's exempt purposes (other than by providing funds for such purposes).

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)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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
		N/A	

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
N/A		

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) is based on all information of which preparer has any knowledge

▶ Signature of officer or trustee | X 5/11/12 Date | ▶ Trustee Title

May the IRS discuss this return with the preparer shown below (see instr.)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check if self-employed	PTIN
Lee Knose	LeeKnose	5-11-12	☒	P01274197

Firm's name ▶ Lee Knose & Co. | Firm's EIN ▶ 31-1182349

Firm's address ▶ 11131 Deerfield Road
Cincinnati, OH 45242

Phone no 513-530-0800

Company	Address1	Address2	City	State	PostalCode	Check Number	Amount	Check Date
Bolder Giving Attn: Anne Ellinger	21 Linwood Street		Arlington	MA	02474	4917	500.00	January 2, 2011
Convergence Attn: Lyn Bazzell	1333 New Hampshire Ave. NW	6th Floor	Washington	DC	20036	4918	250.00	January 2, 2011
Give Peace A Deadline	4680 North Broadway		Boulder	CO	80304	4919	1,000.00	January 2, 2011
Search for Common Ground Attn: Jonah Wittkamper	1601 Connecticut Ave., NW, Suite 200		Washington	DC	20009	4920	2,250.00	January 12, 2011
All Season Chalice Attn: Anastacia Nutt	P.O. Box 2180		Boulder	CO	80306-2180	4921	200.00	January 12, 2011
Marion Woodman Foundation Attn: Caryn Aman	7110 SW Fir Loop, Ste 250		Portland	OR	97223	4922	5,000.00	January 20, 2011
Social Venture Network Attn: Nathan Joblin	P.O. Box 29221		San Francisco	CA	94129-0221	4923	1,100.00	January 20, 2011
Pachamama Alliance Attn: Sara Johnson, Dev. Dir.	P.O. Box 29191		San Francisco	CA	94129-9191	4924	5,000.00	January 20, 2011
Threshold Foundation Attn: David Falzone	P.O. Box 29903		San Francisco	CA	94129-0903	4925	2,600.00	January 20, 2011

Company	Address1	Address2	City	State	PostalCode	Check Number	Amount	Check Date
Salus World	2129 13th Street, Suite H		Boulder	CO	80302	4926	800.00	January 30, 2011
Channel G Global Headquarters	862 Sir Francis Drake Blvd., Suite 157		San Anselmo	CA	94960	4927	10,000.00	January 31, 2011
The Co-Intelligence Institute Attn: Tom Atlee	P.O. Box 493		Eugene	OR	97440	4930	250.00	February 1, 2011
Love Serve Remember Foundation of Ram Dass	22632 Pacific Coast Hwy., #762		Malibu	CA	90265	4931	5,000.00	February 28, 2011
Mediators Foundation Attn: Simon Fox	P.O. Box 509		Boulder	CO	80302	4932	10,000.00	February 28, 2011
New Stories Foundation c/o Lynnaea Lumbard	6591 Deer Foot Lane		Freeland	WA	98249	4935	5,000.00	March 14, 2011
International Medical Corps Attn: Development Dept.	1919 Santa Monica Blvd., Suite 400		Santa Monica	CA	90404	4936	250.00	March 14, 2011
Great Freedom	Attn: Robin Goddard	P.O. Box 933	Mill Valley	CA	94942	4937	10,000.00	March 14, 2011
All Seasons Chalice Attn: Anastacia Nutt	P.O. Box 2180		Boulder	CO	80306-2180	4938	15,000.00	March 15, 2011

Company	Address1	Address2	City	State	PostalCode	Check Number	Amount	Check Date
eTown Attn: Nick & Helen Foster	P.O. Box 954		Boulder	CO	80306-0954	4940	1,000.00	March 28, 2011
GAYA Attn: Tamara Roske	3980 BROADWAY #103-229		BOULDER	CO	80304	4943	1,000.00	April 13, 2011
Alliance for the Earth	P.O. Box 8031		Santa Fe	NM	87504	4944	250.00	April 27, 2011
Threshold Foundation	P.O. Box 29903		San Francisco	CA	94129-0903	4945	1,000.00	April 27, 2011
Channel G	PO Box 620149		Woodside	CA	94062-0149	4948	3,000.00	May 6, 2011
GAYA Attn: Tamara Roske	3980 Broadway #103-229		Boulder	CO	80304	4949	3,000.00	May 13, 2011
Threshold Foundation Attn: David Falzone	PO Box 29903		San Francisco	CA	94129-0903	4950	3,435.00	May 14, 2011
Great Freedom Attn: Robin Goddard	PO Box 933		Mill Valley	CA	94942	4953	4,000.00	June 2, 2011
Congregation Nevei Kodesh	3269 28th Street		Boulder	CO	80301-1408	4954	1,080.00	June 5, 2011

Company	Address1	Address2	City	State	PostalCode	Check Number	Amount	Check Date
Rainforest Action Network Attn: Rebecca Tarbotton	221 Pine St., Suite 500		San Francisco	CA	94104	4955	2,500.00	June 11, 2011
Pachamama Alliance	P.O. Box 29191		San Francisco	CA	94129-0101	4956	500.00	June 11, 2011
New Stories Foundation Attn: Lynnaea Lumbard	6551 Deer Foot Lane		Freeland	WA	98249-9327	4958	2500.00	June 17, 2011
All Seasons Chalice Attn: Mary Lynn Neiman	P.O. Box 2180		Boulder	CO	80306-2180	4959	800.00	June 19, 2011
All Seasons Chalice Attn: Mary Lynn Neiman	P.O. Box 2180		Boulder	CO	80306-2180	4962	1,000.00	July 2, 2011
Alliance for the Earth Attn: Cynthia Jurs	P.O. Box 8031		Santa Fe	NM	87504	4963	300.00	July 2, 2011
Threshold Foundation Attn: David Falzone	P.O. Box 29903		San Francisco	CA	94129-0903	4964	1,000.00	July 5, 2011
Colorado ACTS	P.O. Box 745190		Arvada	CO	80006-5190	4965	1,000.00	July 9, 2011

Company	Address1	Address2	City	State	PostalCode	Check Number	Amount	Check Date
Camp Nebagamon Scholarship Fund	P.O. Box 331		East Troy	WI	53120-0331	4968	250.00	July 20, 2011
Threshold Foundation	P.O. Box 29903		San Francisco	CA	94129-0903	4969	1,500.00	July 20, 2011
Channel G Attn: Cynthia Phillips	P.O. Box 620149		Woodside	CA	94062-0149	4970	5,000.00	July 27, 2011
All Seasons Chalice	P.O. Box 2180		Boulder	CO	80306-2180	4971	2,625.00	July 28, 2011
Link TV	P.O. Box 2008		San Francisco	CA	94126-2008	4974	250.00	August 5, 2011
Co-Intelligence Institute Attn: Tom Atlee	PO Box 493		Eugene	OR	97440-0493	4975	250.00	August 5, 2011
Unreasonable Institute Attn: Tyler Hartung	1321 College Ave., #150		Boulder	CO	80302-7301	4976	250.00	August 5, 2011
Threshold Foundation Attn: David Falzone	P.O. Box 29903		San Francisco	CA	94129-0903	4977	2,700.00	August 10, 2011
Convergence Attn: Robert J. Fersh, Pres.	1333 New Hampshire Av, NW 6th Floor		Washington	DC	20036-1564	4978	250.00	August 12, 2011

Company	Address1	Address2	City	State	PostalCode	Check Number	Amount	Check Date
Great Freedom Balanced View Attn: Robin Goddard	P.O. Box 933		Mill Valley	CA	94942	4979	17,949.00	August 30, 2011
All Seasons Chalice	P.O. Box 2180		Boulder	CO	80306-2180	4982	1,500.00	September 15, 2011
The Jewish Theatre San Francisco	499 Alabama St., Suite 127		San Francisco	CA	94110	4983	100.00	September 15, 2011
Mediators Foundation	2525 Arapahoe Ave., Unit E4 Pmb 509		Boulder	CO	80302-6746	4984	7,000.00	September 21, 2011
Co-Intelligence Institute Attn: Tom Atlee	P.O. Box 493		Eugene	OR	97440-0493	4986	250.00	September 23, 2011
Great Freedom Balanced View Attn: Robin Goddard	P.O. Box 933		Mill Valley	CA	94942	4989	6,000.00	October 3, 2011
Channel G Attn: Cynthia Phillips	P.O. Box 620149		Woodside	CA	94062-0149	4990	5,000.00	October 25, 2011
EarthWays Foundation	20178 Rockport Way		Malibu	CA	90265	4991	3,500.00	October 28, 2011
School of Lost Borders	P.O. Box 796		Big Pine	CA	93513-0796	4994	500.00	October 31, 2011

Company	Address1	Address2	City	State	PostalCode	Check Number	Amount	Check Date
Sanctuary of the Open Heart Attn: Heather Tremain	1808 Santa Clara Ave		Alameda	CA	94501-2632	4995	10,000.00	November 8, 2011
Integral Green Attn: David Johnston	57 Acorn Lane		Boulder	CO	80304	4996	1,000.00	November 10, 2011
Channel G Attn: Cynthia Phillips	P.O. Box 620149		Woodside	CA	94062-0149	4997	10,000.00	November 14, 2011
Boulder Institute for Nature & Human Spirit	2434 Mapleton Avenue		Boulder	CO	80304	4998	5,000.00	November 15, 2011
All Seasons Chalice	P.O. Box 2180		Boulder	CO	80306-2180	4999	15,000.00	November 22, 2011
Collective Heritage Fdn./Bioneers Attn: Kenny Ausubel & Nina Simmons	1607 Paseo de Peralta, Ste. 3		Santa Fe	NM	87501	5000	20,000.00	November 22, 2011
WALNUT HILLS H.S. ALUMNI FOUNDATION Attn: Debbie Heldman	3250 Victory Parkway		Cincinnati	OH	45207-1457	5003	1,000.00	December 9, 2011
Great Freedom Balanced View Attn: Robin Goddard	P.O. Box 933		Mill Valley	CA	94942	5005	1,000.00	December 13, 2011

Company	Address1	Address2	City	State	PostalCode	Check Number	Amount	Check Date
Community Foundation of Boulder	1123 Spruce St.		Boulder	CO	80302	5006	500.00	December 19, 2011
Satyana Institute	P.O. Box 1324		Freeland	WA	98249-1324	5008	500.00	December 19, 2011
Great Freedom Balanced View Attn: Robin Goddard	P.O. Box 933		Mill Valley	CA	94942	5009	2,400.00	December 19, 2011
Abraham Path Initiative Dr. Joshua Weiss, Mgr. Dir.	Harvard Law School Pound Hall 513	1563 Massachusetts Ave.	Cambridge	MA	02138	5010	1,000.00	December 19, 2011
National Institute for Science, Law & Public Policy Attn: Jim Turner	1400 16th St., NW, Suite 101		Washington	DC	20036	5011	5,000.00	December 19, 2011
Mediators Foundation Attn: Simon Fox	2525 Arapahoe Ave, Ste. E4 #509		Boulder	CO	80302	5012	3,000.00	December 24, 2011
eTown	1535 Spruce Street		Boulder	CO	80302	5013	250.00	December 24, 2011
YES!	400 Bronco Road		Soquel	CA	95073	5014	250.00	December 24, 2011

Company	Address1	Address2	City	State	PostalCode	Check Number	Amount	Check Date
Pachamama Alliance Generation Waking Up, c/o Joshua Gorman	P.O. Box 29191		San Francisco	CA	94129	5015	250.00	December 24, 2011
SSCV Ski & Snowboard Club Vail Attn: Emmy	598 Vail Valley Drive		Vail	CO	81657-4557	5016	250.00	December 28, 2011

TOTAL $232,839.00

Continuation for 990-PF, Part IV

Steiner-King Foundation 31-1420608 Page 1 of 1

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	See Schedule	P	Various	Various
b	See Schedule	P	Various	Various
c	Lazard Ltd	P	03/19/10	10/28/11
d	From Partnerships	P	Various	Various
e	From Partnerships	P	Various	Various
f	Capital Gains Dividends			
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(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	486,245.		574,062.	<87,817.>
b	827,479.		738,106.	89,373.
c	21,139.		27,767.	<6,628.>
d	1.			1.
e			38.	<38.>
f	10,316.			10,316.
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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				<87,817.>
b				89,373.
c				<6,628.>
d				1.
e				<38.>
f				10,316.
g				
h				
i				
j				
k				
l				
m				
n				
o				

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	5,207.
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

123591
05-01-11

Entity Name: STEINER-KING FOUNDATION
FEIN: 31-1420608
CAPITAL GAINS TRANSACTIONS
YEAR 2011

							GAIN OR (LOSS)	
NUM	#SHS	NAME	DATE ACQ	DATE SOLD	PROCEEDS	COST	SHORT-TERM	LONG-TERM
1	75000	Barclays Bank	3/2/2010	1/18/2011	75,937.50	75,271.50	666.00	-
2	50000	Prudential Finl	3/4/2010	1/18/2011	50,838.00	50,398.87	439.13	-
3	50000	Delaware St HSG	10/17/2008	1/1/2011	5,000.00	4,467.50	-	532.50
4	1300	ITT Corp New	5/11/2009	1/15/2011	38,341.96	29,238.22	-	9,103.74
5	50000	National City	4/10/2008	2/1/2011	50,000.00	43,050.00	-	6,950.00
6	95000	Ohio HSG Fin	3/4/2008	2/15/2011	82,085.70	81,723.75	-	361.95
7	1400	Miscroft	7/14/2008	2/1/2011	39,088.26	33,147.22	-	5,941.04
8	300	CVS	2/16/2010	2/9/2011	9,922.42	10,036.35	(113.93)	-
9	800	CVS	9/10/2009	2/9/2011	26,459.79	29,214.35	-	(2,754.56)
10	400	Celgene Corp	9/10/2009	2/15/2011	21,072.45	20,555.15	-	517.30
11	10000	Ohio HSG Fin	4/27/2009	3/1/2011	10,000.00	9,956.25	-	43.75
12	725	Johnson & Johnson	3/25/2004	3/21/2011	42,606.22	37,852.75	-	4,753.47
13	1000	NYSE Euronext	2/19/2010	4/1/2011	39,056.80	25,281.55	-	13,775.25
14	700	Hewlett-Packard	5/27/2009	4/14/2011	28,238.40	23,158.27	-	5,080.13
15	30000	Dow Chemical	6/2/2009	6/15/2011	30,000.00	30,025.00	-	(25.00)
16	1600	Bank of America	3/11/2010	6/23/2011	16,946.92	27,442.99	-	(10,496.07)
17	5000	Ohio HSG Fin	4/27/2009	9/1/2011	5,000.00	4,978.12	-	21.88
18	500	Amern Tower Corp	2/15/2011	9/6/2011	26,182.35	27,921.95	(1,739.60)	-
19	200	Apache	12/14/2009	9/6/2011	18,997.29	19,693.55	-	(696.26)
20	475	Cameco	11/11/2010	10/4/2011	8,208.19	17,745.31	(9,537.12)	-
21	200	Cameco	2/15/2011	10/4/2011	3,456.08	8,643.75	(5,187.67)	-
22	1400	Crown Holdings	7/28/2009	9/6/2011	46,514.56	35,828.35	-	10,686.21
23	500	General Dynamics	7/28/2009	8/12/2011	30,552.46	26,277.95	-	4,274.51
24	950	Marvell Tech	2/15/2011	9/6/2011	11,862.52	17,901.11	(6,038.59)	-
25	675	Marvell Tech	3/21/2011	9/6/2011	8,428.64	10,470.45	(2,041.81)	-
26	800	McGraw-Hill	12/14/2009	9/21/2011	36,000.56	27,647.47	-	8,353.09
27	1700	MEMC Electric	2/2/2011	8/5/2011	9,710.93	21,950.87	(12,239.94)	-
28	700	Nalco Holdings	10/28/2010	7/21/2011	25,381.16	19,607.25	5,773.91	-
29	800	Nalco Holdings	5/4/2010	7/21/2011	29,007.05	20,494.51	-	8,512.54
30	550	Southwestern Energy	1/6/2011	9/6/2011	19,567.27	20,819.02	(1,251.75)	-
31	600	Teva Pharmaceuticals	7/28/2009	8/12/2011	23,971.97	31,247.55	-	(7,275.58)
32	1125	The Charles Schwab Corp	2/10/2011	9/6/2011	12,549.06	21,295.20	(8,746.14)	-
33	800	Tyco Int'l	6/17/2010	12/1/2011	37,786.04	30,580.99	-	7,205.05
34	1550	Weatherford Int'l	8/4/2010	9/6/2011	23,972.57	25,545.13	-	(1,572.56)
35	12456.59	Fidelity Adv Floating Fd	12/8/2010	8/19/2011	116,917.46	122,000.00	(5,082.54)	-

Entity Name: STEINER-KING FOUNDATION
FEIN: 31-1420608
CAPITAL GAINS TRANSACTIONS
YEAR 2011

NUM	#SHS	NAME	DATE ACQ	DATE SOLD	PROCEEDS	COST	GAIN OR (LOSS) SHORT-TERM	GAIN OR (LOSS) LONG-TERM
36	2819 549	Janus Overseas Fd	1/18/2011	9/6/2011	107,283.84	150,000.00	(42,716 16)	-
37	6415.279	Royce Premier Fd	9/10/2009	10/17/2011	123,700.78	100,000.00	-	23,700.78
38	1350	Healthcare Realty Tr	6/25/2009	11/17/2011	23,078.77	20,699.10	-	2,379 67
39							-	-
							-	-
		TOTAL			**1,313,723.97**	**1,312,167.35**	-87,816.21	89,372.83

1,556 62

Total Short Term	486,245.42	574,061.63	(87,816.21)	0.00
Total Long Term	827,478.55	738,105 72	0.00	89,372.83
Totals	1,313,723.97	1,312,167 35	(87,816.21)	89,372 83

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	Amount
PNC Bank A/C 41-1007-2708	14.
Schwab A/C CN 6019-0106	65,871.
Schwab A/C CN 6019-0106	3,399.
Total to Form 990-PF, Part I, line 3, Column A	69,284.

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
From partnerships	947.	0.	947.
Pinnacol Assurance	33.	0.	33.
Rudolf Steiner Foundation	250.	0.	250.
Schwab A/C CN 6019-0106	80,856.	10,034.	70,822.
Securities litigation proceeds	282.	282.	0.
Total to Fm 990-PF, Part I, ln 4	82,368.	10,316.	72,052.

Form 990-PF Other Income Statement 3

Description	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
Partnership Income	<19.>	<19.>	
Section 1256 income from Partnerships	6,743.	6,743.	
Section 1231 income from partnerships	568.	568.	
Total to Form 990-PF, Part I, line 11	7,292.	7,292.	

Form 990-PF Accounting Fees Statement 4

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Lee Knose & Co.	4,965.	3,724.		1,241.
To Form 990-PF, Pg 1, ln 16b	4,965.	3,724.		1,241.

Form 990-PF Other Professional Fees Statement 5

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Linda Stahl - Bookkeeping	10,600.	7,950.		2,650.
Investment management	20,194.	15,145.		5,049.
To Form 990-PF, Pg 1, ln 16c	30,794.	23,095.		7,699.

Form 990-PF Taxes Statement 6

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Employment taxes	778.	583.		195.
Ohio filing fee	200.	150.		50.
Foreign taxes	925.	694.		231.
Federal income taxes	3,797.	2,848.		949.
To Form 990-PF, Pg 1, ln 18	5,700.	4,275.		1,425.

Form 990-PF Other Expenses Statement 7

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Insurance	196.	147.		49.
Bank service charges	482.	361.		121.
Office Expenses	540.	405.		135.
Miscellaneous	2,522.	1,891.		631.
To Form 990-PF, Pg 1, ln 23	3,740.	2,804.		936.

Form 990-PF Other Increases in Net Assets or Fund Balances Statement 8

Description	Amount
Non- deductible expenses from partnerships	2.
Total to Form 990-PF, Part III, line 3	2.

Form 990-PF U.S. and State/City Government Obligations Statement 9

Description	U.S. Gov't	Other Gov't	Book Value	Fair Market Value
Municipal Bonds - See Schedule		X	12,918.	14,233.
Total U.S. Government Obligations				
Total State and Municipal Government Obligations			12,918.	14,233.
Total to Form 990-PF, Part II, line 10a			12,918.	14,233.

Form 990-PF Corporate Stock Statement 10

Description	Book Value	Fair Market Value
Corporate Stocks - See schedule	738,889.	753,927.
Total to Form 990-PF, Part II, line 10b	738,889.	753,927.

Form 990-PF Corporate Bonds Statement 11

Description	Book Value	Fair Market Value
Corporate Bonds - See schedule	1,412,251.	1,714,205.
Total to Form 990-PF, Part II, line 10c	1,412,251.	1,714,205.

Form 990-PF Other Investments Statement 12

Description	Valuation Method	Book Value	Fair Market Value
RSF Community Investment Fund	COST	25,000.	25,000.
Receivables	COST	14,123.	14,123.
Phillips Edison LP	COST	<28,357.>	61,920.
Other Investments - See schedule	COST	483,917.	509,296.
Chasing 3000 Film Partners	COST	24,000.	24,000.
Powershares DB Gold Fund	COST	82,470.	82,470.
American Capital	COST	267.	267.
Lazard LTD	COST	0.	0.
Convertible Bonds	COST	0.	0.
Mutual Funds	COST	632,746.	619,727.
Total to Form 990-PF, Part II, line 13		1,234,166.	1,336,803.

Investment Detail - Fixed Income

Accounting Method
Fixed Income: High Cost

Corporate Bonds	Par Units Purchased	Market Price Cost Per Unit	Market Value Cost Basis	Adjusted Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Annual Income Yield to Maturity
AIRGAS 4.5%14	**75,000.0000**	**105.9644**	**79,473.30**	**76,693.56**	**2%**	**2,779.74** [b]	**3,375.00**
NOTES DUE 09/15/14	75,000.0000	103.6870	77,765.25	76,693.56	02/18/10	2,779.74 [b]	3.61%
CALLABLE							
CUSIP: 009363AG7							
MOODY'S: Baa2 S&P: BBB							*Accrued Interest: 993.75*
AMERICAN EXP CR 7.3%13	**20,000.0000**	**108.4165**	**21,683.30**	**19,865.89**	**<1%**	**1,817.41** [b]	**1,460.00**
NOTES DUE 08/20/13	20,000.0000	98.3750	19,675.00	19,865.89	04/17/09	1,817.41 [b]	7.74%
CUSIP: 0258M0CY3							
MOODY'S: A2 S&P: BBB+							*Accrued Interest: 531.28*
BLACK & DECKER 8.95%14	**30,000.0000**	**115.3786**	**34,613.58**	**31,388.55**	**<1%**	**3,225.03** [b]	**2,685.00**
NOTES DUE 04/15/14	30,000.0000	109.0373	32,711.20	31,388.55	06/03/09	3,225.03 [b]	6.73%
CALLABLE							
CUSIP: 091797AP5							
MOODY'S: Baa1 S&P: A							*Accrued Interest: 566.83*
BOSTON PROPERTIE 6.25%13	**4,000.0000**	**104.1932**	**4,167.73**	**3,989.92**	**<1%**	**177.81**	**250.00**
DUE 01/15/13	4,000.0000	99.7480	3,989.92	3,989.92	06/18/09	177.81	6.32%
CALLABLE							
CUSIP: 10112RAB0							
MOODY'S: Baa2 S&P: A-							*Accrued Interest: 115.28*
DOW CHEM CO 3.75%18	**50,000.0000**	**100.4356**	**50,217.80**	**50,000.00**	**1%**	**217.80**	**1,875.00**
NOTES DUE 06/15/18	50,000.0000	100.0000	50,000.00	50,000.00	06/13/11	217.80	3.75%
CALLABLE 06/15/12 AT 100.00000							
CUSIP: 26054LMD2							
MOODY'S: Baa3 S&P: BBB							*Accrued Interest: 83.33*

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Investment Detail - Fixed Income (continued)

Accounting Method
Fixed Income: High Cost

Corporate Bonds (continued)	Par Units Purchased	Market Price Cost Per Unit	Market Value Cost Basis	Adjusted Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Annual Income Yield to Maturity
EQUIFAX INC 4.45%14	75,000.0000	105.8436	79,382.70	76,741.25	2%	2,641.45 [b]	3,337.50
NOTES DUE 12/01/14 CALLABLE CUSIP: 294429AH8 MOODY'S: Baa1 S&P: BBB+	75,000.0000	103.6666	77,750.00	76,741.25	02/23/10	2,641.45 [b]	3.60%
							Accrued Interest: 278.13
FSL INVESTMENTS INC 7%17 ⊗	50,000.0000	87.5200	43,760.00	49,275.00	1%	(5,515.00)	3,500.00
NOTES DUE 11/01/17 144A CALLABLE 02/01/08 AT 100.00000 CUSIP: 30264BAA1	50,000.0000	98.5500	49,275.00	49,275.00	10/04/07	(5,515.00)	7.20%
							Accrued Interest: 583.33
GATX CORPORATION 4.75%15	50,000.0000	106.5859	53,292.95	50,218.79	1%	3,074.16 [b]	2,375.00
NOTES DUE 05/15/15 CALLABLE CUSIP: 361448AJ2 MOODY'S: Baa1 S&P: BBB	50,000.0000	100.6048	50,302.40	50,218.79	02/24/10	3,074.16 [b]	4.61%
							Accrued Interest: 303.47
GOLDMAN SACHS 6.75%19	25,000.0000	108.4943	27,123.58	25,019.88	<1%	2,103.70 [b]	1,687.50
NOTE DUE 05/15/19 CUSIP: 38141E6N4 MOODY'S: A1 S&P: A-	25,000.0000	100.1000	25,025.00	25,019.88	05/11/09	2,103.70 [b]	6.73%
							Accrued Interest: 215.63

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Investment Detail - Fixed Income (continued)

Accounting Method
Fixed Income: High Cost

Corporate Bonds (continued)	Par Units Purchased	Market Price Cost Per Unit	Market Value Cost Basis	Adjusted Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Annual Income Yield to Maturity
JEFFERSON PILOT 4.75%14	75,000.0000	103.7950	77,846.25	76,060.52	2%	1,785.73 [b]	3,562.50
NOTES DUE 01/30/14 CALLABLE CUSIP: 475070AD0 MOODY'S: N/R S&P: A-	75,000.0000	102.5800	76,935.00	76,060.52	02/18/10	1,785.73 [b]	4.03%
							Accrued Interest: 1,494.27
NASDAQ OMX GROUP 4%15	75,000.0000	102.7660	77,074.50	74,772.00	2%	2,302.50	3,000.00
NOTES DUE 01/15/15 CALLABLE CUSIP: 631103AC2 MOODY'S: Baa3 S&P: BBB	75,000.0000	99.6960	74,772.00	74,772.00	02/18/10	2,302.50	4.06%
							Accrued Interest: 1,383.33
PRINCIPAL LIFE FRN 2016	50,000.0000	103.2380	51,619.00	N/A	1%	1,594.00	N/A
COLLATERAL DUE 04/01/16 SERIES MTN CUSIP: 74254PAF9 MOODY'S: Aa3 S&P: A	50,000.0000	100.0500	50,025.00 [a]	N/A	04/02/04	1,594.00	N/A
TD AMERITRADE 4.15%14	75,000.0000	105.4096	79,057.20	75,435.85	2%	3,621.35 [b]	3,112.50
NOTES DUE 12/01/14 CALLABLE CUSIP: 87236YAB4 MOODY'S: Baa1 S&P: A-	75,000.0000	100.9113	75,683.48	75,435.85	02/23/10	3,621.35 [b]	3.93%
							Accrued Interest: 259.38

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Investment Detail - Fixed Income (continued)

Accounting Method
Fixed Income: High Cost

Corporate Bonds (continued)	Par Units Purchased	Market Price Cost Per Unit	Market Value Cost Basis	Adjusted Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Annual Income Yield to Maturity
UBS STAMFORD 3.875%15F	**75,000.0000**	**99.4863**	**74,614.73**	**74,980.15**	**2%**	**(365.42)**	**2,906.25**
NOTES DUE 01/15/15 CUSIP: 90261XFY3 MOODY'S: Aa3 S&P: A	75,000.0000	99.9735	74,980.15	74,980.15	02/23/10	(365.42)	3.88%
							Accrued Interest: 1,340.10
Total Corporate Bonds	**729,000.0000**		**753,926.62**	**684,441.36**	**19%**	**19,460.26** b	**33,126.25**
		Total Cost Basis:	738,889.40				

Total Accrued Interest for Corporate Bonds: 8,148.11

Municipal Bonds	Par Units Purchased	Market Price Cost Per Unit	Market Value Cost Basis	Adjusted Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Annual Income Yield to Maturity
DELAWARE ST HSG 5.2%25	**10,000.0000**	**101.8630**	**10,186.30**	**9,064.87**	**<1%**	**1,121.43** b	**520.00**
REV DUE 07/01/25 AUTH REV SUBJ AMT CALLABLE 07/01/13 AT 102.00000 CUSIP: 246395EF0 MOODY'S: Aa1 S&P: N/R	10,000.0000	89.3500	8,935.00	9,064.87	10/17/08	1,121.43 b	6.23%
							Accrued Interest: 260.00

G000006220412

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Investment Detail - Fixed Income (continued)

Accounting Method
Fixed Income: High Cost

Municipal Bonds (continued)	Par Units Purchased	Market Price Cost Per Unit	Market Value Cost Basis	Adjusted Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Annual Income Yield to Maturity
OHIO HSG FIN AGY MT 5%31	4,000.0000	101.1580	4,046.32	3,982.50	<1%	63.82	200.00
REV DUE 09/01/31 REV SUBJ AMT CALLABLE 03/01/14 AT 100.00000 CUSIP: 676907EU8 MOODY'S: Aaa S&P: N/R	4,000.0000	99.5625	3,982.50	3,982.50	04/27/09	63.82	5.03%
							Accrued Interest: 66.67
Total Municipal Bonds	14,000.0000		14,232.62	13,047.37	<1%	1,185.25 [b]	720.00
		Total Cost Basis:	12,917.50				
							Total Accrued Interest for Municipal Bonds: 326.67
Total Fixed Income	743,000.0000		768,159.24	697,488.73	20%	20,645.51 [b]	33,846.25
		Total Cost Basis:	751,806.90				

Accrued Interest represents the interest that would be received if the fixed income investment was sold prior to the coupon payment.
Estimated Annual Income ("EAI") and Estimated Yield ("EY") calculations are for informational purposes only. The actual income and yield might be lower or higher than the estimated amounts. EY is based upon EAI and the current price of the security and will fluctuate. For certain types of securities, the calculations could include a return of principal or capital gains in which case EAI and EY would be overstated. EY and EAI are not promptly updated to reflect when an issuer has missed a regular payment or announced changes to future payments, in which case EAI and EY will continue to display at a prior rate.

Investment Detail - Equities

Accounting Method
Equities: High Cost

Equities	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Yield Holding Days	Estimated Annual Income Holding Period
ABBOTT LABORATORIES	800.0000	56.2300	44,984.00	1%	8,872.05	3.41%	1,536.00
SYMBOL: ABT	800.0000	45.1399	36,111.95	07/28/09	8,872.05	886	Long-Term

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Investment Detail - Equities (continued)

Accounting Method
Equities: High Cost

Equities (continued)	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Yield Holding Days	Estimated Annual Income Holding Period
AUTO DATA PROCESSING	**650.0000**	**54.0100**	**35,106.50**	**<1%**	**11,895.50**	**2.92%**	**1,027.00**
SYMBOL: ADP	200.0000	36.1737	7,234.75	03/27/09	3,567.25	1009	Long-Term
	150.0000	37.2086	5,581.30	05/27/09	2,520.20	948	Long-Term
	300.0000	34.6498	10,394.95	06/25/09	5,808.05	919	Long-Term
Cost Basis			*23,211.00*				
BAXTER INTERNATIONAL INC	**600.0000**	**49.4800**	**29,688.00**	**<1%**	**(3,565.95)**	**2.70%**	**804.00**
SYMBOL: BAX	600.0000	55.4232	33,253.95	07/28/09	(3,565.95)	886	Long-Term
BHP BILLITON LTD ADR F	**300.0000**	**70.6300**	**21,189.00**	**<1%**	**(1,384.65)**	**0.00%**	**0.00**
SPONSORED ADR 1 ADR REP 2 ORD SYMBOL: BHP	300.0000	75.2455	22,573.65	12/14/09	(1,384.65)	747	Long-Term
BIG LOTS INC	**675.0000**	**37.7600**	**25,488.00**	**<1%**	**3,927.03**	**0.00%**	**0.00**
SYMBOL: BIG	675.0000	31.9421	21,560.97	01/12/11	3,927.03	353	Short-Term
BLKRCK FLOATNG RATE INCM	**4,000.0000**	**13.3600**	**53,440.00**	**1%**	**(9,251.80)**	**6.91%**	**3,696.00**
SYMBOL: FRA	200.0000	16.0277	3,205.55	12/13/07	(533.55)	1479	Long-Term
	300.0000	16.0278	4,808.34	12/13/07	(800.34)	1479	Long-Term
	300.0000	16.0378	4,811.34	12/13/07	(803.34)	1479	Long-Term
	400.0000	16.0377	6,415.09	12/13/07	(1,071.09)	1479	Long-Term
	1,000.0000	15.8883	15,888.39	12/24/07	(2,528.39)	1468	Long-Term
	100.0000	15.4496	1,544.96	01/22/08	(208.96)	1439	Long-Term
	900.0000	15.4693	13,922.43	01/22/08	(1,898.43)	1439	Long-Term
	100.0000	15.1198	1,511.98	04/08/08	(175.98)	1362	Long-Term
	200.0000	15.1196	3,023.93	04/08/08	(351.93)	1362	Long-Term
	500.0000	15.1195	7,559.79	04/08/08	(879.79)	1362	Long-Term
Cost Basis			*62,691.80*				
BROADCOM CORP CL A	**475.0000**	**29.3600**	**13,946.00**	**<1%**	**(5,182.46)**	**1.22%**	**171.00**
CLASS A SYMBOL: BRCM	475.0000	40.2704	19,128.46	03/11/11	(5,182.46)	295	Short-Term

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Investment Detail - Equities (continued)

Accounting Method
Equities: High Cost

Equities (continued)	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Yield Holding Days	Estimated Annual Income Holding Period
CARNIVAL CORP NEW F	650.0000	32.6400	21,216.00	<1%	(5,191.51)	3.06%	650.00
PAIRED STK	650.0000	40.6269	26,407.51	03/21/11	(5,191.51)	285	Short-Term
SPECIAL VTG TR							
SYMBOL: CCL							
CATERPILLAR INC	300.0000	90.6000	27,180.00	<1%	2,108.85	2.03%	552.00
SYMBOL: CAT	300.0000	83.5705	25,071.15	09/20/11	2,108.85	102	Short-Term
CENTURYLINK INC	800.0000	37.2000	29,760.00	<1%	(5,782.35)	7.79%	2,320.00
SYMBOL: CTL	800.0000	44.4279	35,542.35	02/15/11	(5,782.35)	319	Short-Term
CHEVRON CORPORATION	550.0000	106.4000	58,520.00	2%	39,737.00	3.04%	1,782.00
SYMBOL: CVX	400.0000	33.6800	13,472.00 a	05/22/03	29,088.00	3145	Long-Term
	150.0000	35.4066	5,311.00 a	05/27/03	10,649.00	3140	Long-Term
Cost Basis			*18,783.00*				
DEVON ENERGY CP NEW	500.0000	62.0000	31,000.00	<1%	2,082.05	1.09%	340.00
SYMBOL: DVN	500.0000	57.8359	28,917.95	07/28/09	2,082.05	886	Long-Term
DR PEPPER SNAPPLE GROUP	900.0000	39.4800	35,532.00	<1%	2,096.25	3.24%	1,152.00
SYMBOL: DPS	900.0000	37.1508	33,435.75	09/06/11	2,096.25	116	Short-Term
ECOLAB INC	600.0000	57.8100	34,686.00	<1%	5,621.95	1.38%	480.00
SYMBOL: ECL	525.0000	47.4592	24,916.10	08/12/11	5,434.15	141	Short-Term
	75.0000	55.3060	4,147.95	10/28/11	187.80	64	Short-Term
Cost Basis			*29,064.05*				
EMERSON ELECTRIC CO	575.0000	46.5900	26,789.25	<1%	362.52	3.43%	920.00
SYMBOL: EMR	575.0000	45.9595	26,426.73	08/05/11	362.52	148	Short-Term
ENBRIDGE ENERGY MGMT	3,052.7640	34.7600	106,114.08	3%	18,938.79	0.00%	0.00
SYMBOL: EEQ	3,052.7640	28.5561	87,175.29	10/17/11	18,938.79	75	Short-Term

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Investment Detail - Equities (continued)

Accounting Method
Equities: High Cost

	Quantity	Market Price	Market Value	% of Account Assets	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
Equities (continued)	Units Purchased	Cost Per Share	Cost Basis	Acquired		Holding Days	Holding Period
FISERV INC	600.0000	58.7400	35,244.00	<1%	6,778.65	0.00%	0.00
SYMBOL: FISV	600.0000	47.4422	28,465.35	12/14/09	6,778.65	747	Long-Term
INTL BUSINESS MACHINES	300.0000	183.8800	55,164.00	1%	28,368.45	1.63%	900.00
SYMBOL: IBM	150.0000	85.5463	12,831.95	10/13/06	14,750.05	1905	Long-Term
	50.0000	93.7390	4,686.95	02/28/07	4,507.05	1767	Long-Term
	100.0000	92.7665	9,276.65	02/05/09	9,111.35	1059	Long-Term
Cost Basis			*26,795.55*				
JOHNSON & JOHNSON	500.0000	65.5800	32,790.00	<1%	1,028.05	3.47%	1,140.00
SYMBOL: JNJ	500.0000	63.5239	31,761.95	09/06/11	1,028.05	116	Short-Term
JOHNSON CONTROLS INC	1,350.0000	31.2600	42,201.00	1%	3,122.29	2.30%	972.00
SYMBOL: JCI	1,350.0000	28.9471	39,078.71	06/03/10	3,122.29	576	Long-Term
KINDER MORGAN MGMT LLC	2,181.9038	78.5200	171,323.09	4%	52,153.28	0.00%	0.00
SYMBOL: KMR	2,181.9038	54.6173	119,169.81	08/16/10	52,153.28	502	Long-Term
MC CORMICK & CO INC N-VT	600.0000	50.4200	30,252.00	<1%	2,687.85	2.45%	744.00
NON VOTING SHARES	600.0000	45.9402	27,564.15	09/06/11	2,687.85	116	Short-Term
SYMBOL: MKC							
MC DONALDS CORP	550.0000	100.3300	55,181.50	1%	23,586.75	2.79%	1,540.00
SYMBOL: MCD	250.0000	59.6518	14,912.95	12/05/08	10,169.55	1121	Long-Term
	100.0000	54.8585	5,485.85	03/31/09	4,547.15	1005	Long-Term
	200.0000	55.9797	11,195.95	07/28/09	8,870.05	886	Long-Term
Cost Basis			*31,594.75*				
MERCK & CO INC NEW	875.0000	37.7000	32,987.50	<1%	3,481.72	4.45%	1,470.00
SYMBOL: MRK	875.0000	33.7208	29,505.78	04/14/11	3,481.72	261	Short-Term
MICROSOFT CORP	1,000.0000	25.9600	25,960.00	<1%	613.15	3.08%	800.00
SYMBOL: MSFT	1,000.0000	25.3468	25,346.85	12/01/11	613.15	30	Short-Term

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Investment Detail - Equities (continued)

Accounting Method
Equities: High Cost

Equities (continued)	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Yield Holding Days	Estimated Annual Income Holding Period
NEW YORK CMNTY BANCORP	3,000.0000	12.3700	37,110.00	<1%	2,306.55	8.08%	3,000.00
SYMBOL: NYB	3,000.0000	11.6011	34,803.45	07/28/09	2,306.55	886	Long-Term
NEWMONT MINING CORP	475.0000	60.0100	28,504.75	<1%	(3,786.80)	2.33%	665.00
SYMBOL: NEM	200.0000	69.7077	13,941.55	09/20/11	(1,939.55)	102	Short-Term
	200.0000	66.4877	13,297.55	10/17/11	(1,295.55)	75	Short-Term
	75.0000	67.3660	5,052.45	10/28/11	(551.70)	64	Short-Term
Cost Basis			*32,291.55*				
PEPSICO INCORPORATED	600.0000	66.3500	39,810.00	1%	5,974.05	3.10%	1,236.00
SYMBOL: PEP	600.0000	56.3932	33,835.95	07/28/09	5,974.05	886	Long-Term
PROCTER & GAMBLE	675.0000	66.7100	45,029.25	1%	7,718.03	3.14%	1,417.50
SYMBOL: PG	600.0000	55.5117	33,307.02 a	08/31/05	6,718.98	2313	Long-Term
	75.0000	53.3893	4,004.20	02/05/09	999.05	1059	Long-Term
Cost Basis			*37,311.22*				
RENAISSANCERE HLDGS INCF	700.0000	74.3700	52,059.00	1%	14,776.47	1.39%	728.00
SYMBOL: RNR	700.0000	53.2607	37,282.53	12/14/09	14,776.47	747	Long-Term
RENAISSANCERE 6.08% PFDF	3,000.0000	24.6600	73,980.00	2%	4,969.05	6.16%	4,560.00
PERPETUAL SER C PFD	3,000.0000	23.0036	69,010.95	09/06/11	4,969.05	116	Short-Term
SYMBOL: RNR+C							
ROGERS COMMUN INC CL B F	700.0000	38.5100	26,957.00	<1%	1,171.76	3.68%	994.00
CLASS B	700.0000	36.8360	25,785.24	08/05/11	1,171.76	148	Short-Term
SYMBOL: RCI							

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Investment Detail - Equities (continued)

Accounting Method
Equities: High Cost

	Quantity	Market Price	Market Value	% of Account Assets	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
Equities (continued)	Units Purchased	Cost Per Share	Cost Basis	Acquired		Holding Days	Holding Period
SYSCO CORPORATION	1,250.0000	29.3300	36,662.50	<1%	6,007.37	3.54%	1,300.00
SYMBOL: SYY	75.0000	25.5493	1,916.20	10/30/08	283.55	1157	Long-Term
	100.0000	25.5492	2,554.92	10/30/08	378.08	1157	Long-Term
	100.0000	25.5502	2,555.02	10/30/08	377.98	1157	Long-Term
	600.0000	25.5492	15,329.54	10/30/08	2,268.46	1157	Long-Term
	375.0000	22.1318	8,299.45	12/09/08	2,699.30	1117	Long-Term
Cost Basis			*30,655.13*				
T J X COS INC	800.0000	64.5500	51,640.00	1%	21,001.25	1.17%	608.00
SYMBOL: TJX	800.0000	38.2984	30,638.75	02/16/10	21,001.25	683	Long-Term
TEMPLETN EMRG MKTS INCM	4,900.0000	15.5700	76,293.00	2%	28,609.34	6.42%	4,900.00
SYMBOL: TEI	3,500.0000	9.7025	33,958.95	04/15/09	20,536.05	990	Long-Term
	24.0000	9.7962	235.11	04/17/09	138.57	988	Long-Term
	100.0000	9.7964	979.64	04/17/09	577.36	988	Long-Term
	100.0000	9.7964	979.64	04/17/09	577.36	988	Long-Term
	200.0000	9.7964	1,959.28	04/17/09	1,154.72	988	Long-Term
	276.0000	9.8063	2,706.56	04/17/09	1,590.76	988	Long-Term
	300.0000	9.8064	2,941.92	04/17/09	1,729.08	988	Long-Term
	400.0000	9.8064	3,922.56	04/17/09	2,305.44	988	Long-Term
Cost Basis			*47,683.66*				
THE SOUTHERN COMPANY	900.0000	46.2900	41,661.00	1%	4,970.85	4.08%	1,701.00
SYMBOL: SO	900.0000	40.7668	36,690.15	09/06/11	4,970.85	116	Short-Term
TOTAL S A ADR F	350.0000	51.1100	17,888.50	<1%	(565.72)	0.00%	0.00
1 ADR REP 1 ORD	30.0000	54.2380	1,627.14	10/30/08	(93.84)	1157	Long-Term
SYMBOL: TOT	100.0000	54.2388	5,423.88	10/30/08	(312.88)	1157	Long-Term
	120.0000	49.0945	5,891.35	02/17/09	241.85	1047	Long-Term
	100.0000	55.1185	5,511.85	05/27/09	(400.85)	948	Long-Term
Cost Basis			*18,454.22*				

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Investment Detail - Equities (continued)

Accounting Method
Equities: High Cost

Equities (continued)	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Yield Holding Days	Estimated Annual Income Holding Period
UNITED TECHNOLOGIES CORP	250.0000	73.0900	18,272.50	<1%	5,905.05	2.62%	480.00
SYMBOL: UTX	100.0000	48.3275	4,832.75	02/05/09	2,476.25	1059	Long-Term
	50.0000	46.1390	2,306.95	02/17/09	1,347.55	1047	Long-Term
	100.0000	52.2775	5,227.75	06/25/09	2,081.25	919	Long-Term
Cost Basis			*12,367.45*				
VERIZON COMMUNICATIONS	725.0000	40.1200	29,087.00	<1%	4,044.94	4.98%	1,450.00
SYMBOL: VZ	725.0000	34.5407	25,042.06	08/12/11	4,044.94	141	Short-Term
VISA INC CL A CLASS A SYMBOL: V	400.0000 400.0000	101.5300 70.7588	40,612.00 28,303.55	1% 09/10/09	12,308.45 12,308.45	0.86% 842	352.00 Long-Term
WASTE MANAGEMENT INC DEL	700.0000	32.7100	22,897.00	<1%	(967.79)	4.15%	952.00
SYMBOL: WM	700.0000	34.0925	23,864.79	09/01/10	(967.79)	486	Long-Term
Total Equities	42,809.6678		1,714,205.42	44%	301,546.31		47,339.50
		Total Cost Basis:	1,412,659.11				

Estimated Annual Income ("EAI") and Estimated Yield ("EY") calculations are for informational purposes only. The actual income and yield might be lower or higher than the estimated amounts. EY is based upon EAI and the current price of the security and will fluctuate. For certain types of securities, the calculations could include a return of principal or capital gains in which case EAI and EY would be overstated. EY and EAI are not promptly updated to reflect when an issuer has missed a regular payment or announced changes to future payments, in which case EAI and EY will continue to display at a prior rate.

Investment Detail - Mutual Funds

Accounting Method
Mutual Funds: High Cost

Bond Funds	Quantity	Market Price	Market Value	% of Account Assets	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
TEMPLETON GLOBAL BOND FUND ADV CL SYMBOL: TGBAX	7,290.3030	12.3700	90,181.05	2%	13.72	100,000.00	(9,818.95)

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Investment Detail - Mutual Funds (continued)

Accounting Method
Mutual Funds: High Cost

Bond Funds (continued)	Quantity	Market Price	Market Value	% of Account Assets	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
VANGUARD S/T INVESTMENT GRADE FUND INV CL SYMBOL: VFSTX	28,539.4910	10.6400	303,660.18	8%	10.51	300,000.00 [a]	3,660.18
Total Bond Funds	**35,829.7940**		**393,841.23**	**10%**		**400,000.00**	**(6,158.77)**

Equity Funds	Quantity	Market Price	Market Value	% of Account Assets	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
FIRST EAGLE OVERSEAS FUND CL A SYMBOL: SGOVX	5,545.1710	20.3600	112,899.68	3%	22.47	124,600.00	(11,700.32)
MATTHEWS ASIAN GROWTH & INCOME FUND INV CLASS SYMBOL: MACSX	7,497.4120	15.0700	112,986.00	3%	14.42	108,146.23 [a]	4,839.77
Total Equity Funds	**13,042.5830**		**225,885.68**	**6%**		**232,746.23**	**(6,860.55)**
Total Mutual Funds	**48,872.3770**		**619,726.91**	**16%**		**632,746.23**	**(13,019.32)**

Investment Detail - Other Assets

Accounting Method
Other Assets: High Cost

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
ANNALY CAPITAL MGMT	**2,200.0000**	**15.9600**	**35,112.00**	**<1%**	**1,215.05**		
REIT	1,300.0000	16.2068	21,068.95	03/12/08	(320.95)	1389	Long-Term
SYMBOL: NLY	400.0000	14.2613	5,704.55	08/15/08	679.45	1233	Long-Term
	500.0000	14.2469	7,123.45	08/22/08	856.55	1226	Long-Term
Cost Basis			*33,896.95*				

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Investment Detail - Other Assets (continued)

Accounting Method
Other Assets: High Cost

Other Assets (continued)	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Holding Days	Holding Period
BAC CAP TRUST II 7.00%32	7,000.0000	20.8900	146,230.00	4%	(7,983.80)		
GTD CAP SEC DUE 02/01/32	4,000.0000	21.9979	87,991.95	12/14/09	(4,431.95)	747	Long-Term
SUBJ TO XTRO REDEMPTION	3,000.0000	22.0739	66,221.85	02/16/10	(3,551.85)	683	Long-Term
SYMBOL: BAC+V							
Cost Basis			*154,213.80*				
HOSPITALITY PPTYS TRUST	3,000.0000	22.9800	68,940.00	2%	(7,207.65)		
BENEFICIAL INTEREST SH	3,000.0000	25.3825	76,147.65	02/15/11	(7,207.65)	319	Short-Term
SYMBOL: HPT							
NATIONAL CITY CAP 8.0%47	3,000.0000	25.5300	76,590.00	2%	8,658.45		
CAP TR IV DUE 08/15/47	3,000.0000	22.6438	67,931.55	07/28/09	8,658.45	886	Long-Term
SUBJ TO XTRO REDEMPTION							
SYMBOL: NCC+C							
POWERSHS DB MULTI SECTOR	1,500.0000	54.4500	81,675.00	2%	29,657.30		
POWERSHS DB GOLD FUND	200.0000	33.9137	6,782.75	01/25/08	4,107.25	1436	Long-Term
SYMBOL: DGL	200.0000	29.5347	5,906.95	09/03/08	4,983.05	1214	Long-Term
	100.0000	35.4595	3,545.95	02/17/09	1,899.05	1047	Long-Term
	1,000.0000	35.7820	35,782.05	09/10/09	18,667.95	842	Long-Term
Cost Basis			*52,017.70*				
REALTY INCOME CORP	900.0000	34.9600	31,464.00	<1%	2,173.74		
REIT	700.0000	32.1701	22,519.11	10/17/11	1,952.89	75	Short-Term
SYMBOL: O	200.0000	33.8557	6,771.15	10/28/11	220.85	64	Short-Term
Cost Basis			*29,290.26*				

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Investment Detail - Other Assets (continued)

Accounting Method
Other Assets: High Cost

Other Assets (continued)	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Holding Days	Holding Period
WACHOVIA CAP TR 6.375%67	**6,000.0000**	**25.1600**	**150,960.00**	**4%**	**28,523.50**		
DUE 03/01/67	4,000.0000	19.3219	77,287.95	07/28/09	23,352.05	886	Long-Term
SUBJ TO XTRO REDEMPTION	2,000.0000	22.5742	45,148.55	02/16/10	5,171.45	683	Long-Term
SYMBOL: WB+B							
Cost Basis			*122,436.50*				
Total Other Assets	**23,600.0000**		**590,971.00**	**15%**	**55,036.59**		
		Total Cost Basis:	535,934.41				

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403916.71

Total Investment Detail	**3,889,271.76**

Total Account Value	**3,889,271.76**
Total Cost Basis	3,333,146.65

Realized Gain or (Loss)

Accounting Method: High Cost

Long Term		Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
TYCO INTL LTD NEW	F : TYC	800.0000	06/17/10	12/01/11	37,786.04	30,580.99	7,205.05
Total Long Term					**37,786.04**	**30,580.99**	**7,205.05**
Total Realized Gain or (Loss)					**37,786.04**	**30,580.99**	**7,205.05**

Schwab has provided accurate realized gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. If all data for a given investment is not available, the investment will not be listed here.

Option Customers: Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options. Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options.

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