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 , 2011, and ending , 20

Name of foundation: THE VANN FAMILY FOUNDATION, INC. 23-09802

A Employer identification number: 35-2008538

Number and street (or P O box number if mail is not delivered to street address): 2336 TURNBERRY LANE

Room/suite:

B Telephone number (see instructions): (219) 625-6011

City or town, state, and ZIP code: FORT WAYNE, IN 46814

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: [X] 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)* ▶ $ 4,305,340.

J Accounting method: [X] 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 ▶ ☐

ENVELOPE POSTMARK DATE JUN 28 2012

SCANNED JUL 09 2012

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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 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	145,388.	145,388.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	22,650.			
	b Gross sales price for all assets on line 6a 1,209,425.				
	7 Capital gain net income (from Part IV, line 2)		22,650.		
	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)	6,444.			STMT 2
	12 **Total** Add lines 1 through 11	174,482.	168,038.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule) STMT 3	350.	NONE	NONE	350.
	b Accounting fees (attach schedule) STMT 4	1,000.	500.	NONE	500.
	c Other professional fees (attach schedule) STMT 5	27,998.	27,998.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 6	10,981.	3,139.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	7,392.	NONE	NONE	7,392.
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule)				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	47,721.	31,637.	NONE	8,242.
	25 Contributions, gifts, grants paid	194,500.			194,500.
	26 **Total expenses and disbursements** Add lines 24 and 25	242,221.	31,637.	NONE	202,742.
	27 Subtract line 26 from line 12.				
	a Excess of revenue over expenses and disbursements	-67,739.			
	b **Net investment income** (if negative, enter -0-)		136,401.		
	c **Adjusted net income** (if negative, enter -0-)				

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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	184,654.	78,247.	78,247.
	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 instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶ NONE			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) STMT 7	2,165,917.	2,268,246.	2,604,639.
	c	Investments - corporate bonds (attach schedule) STMT 8	1,224,640.	1,219,616.	1,276,706.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) STMT 9	107,629.	43,563.	36,138.
	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)	3,682,840.	3,609,672.	3,995,730.
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)			
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	3,682,840.	3,609,672.	
	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 instructions)	3,682,840.	3,609,672.	
	31	Total liabilities and net assets/fund balances (see instructions)	3,682,840.	3,609,672.	

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	3,682,840.
2	Enter amount from Part I, line 27a	2	-67,739.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	3,615,101.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10	5	5,429.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,609,672.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	1,208,639.		1,186,775.	21,864.
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				21,864.
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** 22,650.

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 instructions) If (loss), enter -0- in Part I, line 8 . . . . . **3**

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

1 Enter the appropriate amount in each column for each year; see 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	185,017.	4,075,114.	0.045402
2009	244,731.	3,826,924.	0.063950
2008	222,305.	4,497,751.	0.049426
2007	180,894.	4,955,865.	0.036501
2006	236,953.	4,309,483.	0.054984

2	**Total** of line 1, column (d)	2	0.250263
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.050053
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	4,240,760.
5	Multiply line 4 by line 3	5	212,263.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,364.
7	Add lines 5 and 6	7	213,627.
8	Enter qualifying distributions from Part XII, line 4	8	202,742.

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	1	2,728.
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	2,728.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	2,728.
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011 — 6a: 2,428.		
b	Exempt foreign organizations - tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 4,200.		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	6,628.
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	3,900.
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 3,900. **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		X
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		X
	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		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ________ (2) On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		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?	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) ▶ IN			
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 ▶ N/A			
14	The books are in care of ▶ SHERRY S. CONNOLLY Telephone no ▶ (219)625-6011 Located at ▶ 11008 CARNOUSTIE LANE, FORT WAYNE, IN ZIP + 4 ▶ 46814			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 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)	2b		X
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)*	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)? (see 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 instructions)? **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? ☐ 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 (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**

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 instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		-0-	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see 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		NONE	NONE	NONE

Total number of other employees paid over $50,000 ▶ NONE

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 instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over $50,000 for professional services ▶		NONE

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 THE FOUNDATION'S ONLY DIRECT ACTIVITY DURING THE YEAR WAS CASH GRANTS TO PUBLIC CHARITIES. THE FOUNDATION INCURRED NO DIRECT EXPENSES FOR THE ACTIVITY.	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

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	4,305,340.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	4,305,340.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) ... 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	4,305,340.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	64,580.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,240,760.
6	**Minimum investment return.** Enter 5% of line 5	6	212,038.

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	212,038.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	2,728.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	2,728.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	209,310.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	209,310.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	209,310.

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	202,742.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	202,742.
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 instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	202,742.

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				209,310.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			184,768.	
b Total for prior years 20 09 ,20 ____ ,20 ____		NONE		
3 Excess distributions carryover, if any, to 2011				
a From 2006 . . . . . . NONE				
b From 2007 . . . . . . NONE				
c From 2008 . . . . . . NONE				
d From 2009 . . . . . . NONE				
e From 2010 . . . . . . NONE				
f **Total** of lines 3a through e	NONE			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 202,742.				
a Applied to 2010, but not more than line 2a			184,768.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2011 distributable amount				17,974.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				191,336.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	NONE			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2007 . . . NONE				
b Excess from 2008 . . . NONE				
c Excess from 2009 . . . NONE				
d Excess from 2010 . . . NONE				
e Excess from 2011 . . . NONE				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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 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
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 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))

JAMES M. VANN

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.

N/A

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs.**

Check here ▶ [X] 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*				
SEE STATEMENT 20				
Total . . . . ▶ **3a**				194,500.
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 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	145,388.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	22,650.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b DEFERRED INCOME			14	6,444.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				174,482.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 174,482.

(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). (See instructions.)
4	N/A - ALL INCOME IS FROM INVESTMENTS USED TO CARRY OUT THE
4	FOUNDATION'S CHARITABLE PURPOSES; THE FOUNDATION CONDUCTS
4	NO INCOME-PRODUCING ACTIVITES OR EVENTS

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

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

		Yes	No
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

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

▶ S Young S. Lindley 6/14/12 ▶ Sec / Tres.

Signature of officer or trustee Date Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Andrew Nisbet	Andrew Haulet	5/23/12		P00306659
Firm's name ▶ THE NORTHERN TRUST COMPANY			Firm's EIN ▶ 36-1561860	
Firm's address ▶ P.O. BOX 803878 CHICAGO, IL 60680			Phone no	

SCHEDULE D (Form 1041)

Department of the Treasury Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2011

Name of estate or trust	Employer identification number
THE VANN FAMILY FOUNDATION, INC. 23-09802	35-2008538

Note: *Form 5227 filers need to complete only Parts I and II*

Part I **Short-Term Capital Gains and Losses - Assets Held One Year or Less**

	(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a						

b	Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	
2	Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3	Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4	Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet	4	( )
5	**Net short-term gain or (loss).** Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	

Part II **Long-Term Capital Gains and Losses - Assets Held More Than One Year**

	(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a	LONG-TERM CAPITAL GAIN DIVIDENDS					786.

b	Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	21,864.
7	Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8	Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9	Capital gain distributions	9	
10	Gain from Form 4797, Part I	10	
11	Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet	11	( )
12	**Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	22,650.

Part III Summary of Parts I and II

Caution: *Read the instructions before completing this part.*

			(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
13	Net short-term gain or (loss)	13			
14	Net long-term gain or (loss):				
a	Total for year	14a			22,650.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b			
c	28% rate gain	14c			
15	Total net gain or (loss). Combine lines 13 and 14a ▶	15			22,650.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and* ***do not*** *complete Part IV If line 15, column (3), is a net loss, complete Part IV and the* ***Capital Loss Carryover Worksheet****, as necessary*

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of
a The loss on line 15, column (3) **or** b $3,000 . . . 16 ( )

Note: *If the loss on line 15, column (3), is more than $3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* ***Capital Loss Carryover Worksheet*** *in the instructions to figure your capital loss carryover*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero

Caution: *Skip this part and complete the* ***Schedule D Tax Worksheet*** *in the instructions if*

- *Either line 14b, col (2) or line 14c, col (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)			17	
18	Enter the **smaller** of line 14a or 15 in column (2) but not less than zero	18			
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19			
20	Add lines 18 and 19	20			
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶	21			
22	Subtract line 21 from line 20. If zero or less, enter -0-			22	
23	Subtract line 22 from line 17. If zero or less, enter -0-			23	
24	Enter the **smaller** of the amount on line 17 or $2,300			24	
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ **Yes.** Skip lines 25 and 26, go to line 27 and check the "No" box. ☐ **No.** Enter the amount from line 23			25	
26	Subtract line 25 from line 24			26	
27	Are the amounts on lines 22 and 26 the same? ☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the smaller of line 17 or line 22			27	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)			28	
29	Subtract line 28 from line 27			29	
30	Multiply line 29 by 15% (.15)				30
31	Figure the tax on the amount on line 23 Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)				31
32	Add lines 30 and 31				32
33	Figure the tax on the amount on line 17 Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)				33
34	**Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)				34

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

THE VANN FAMILY FOUNDATION, INC. 23-09802

Employer identification number 35-2008538

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 100000. ABBOTT LABS 5.6% D 05-15-2011	06/01/2006	05/16/2011	100,000.00	99,914.00	86.00
900. ADOBE SYS INC	07/21/2009	01/10/2011	28,867.00	27,900.00	967.00
700. BHP LTD SPONSORED ADR	10/12/2007	12/28/2011	48,362.00	59,311.00	-10,949.00
200. BIOTECH HOLDERS TR DE RECEIPTS	12/31/2008	04/05/2011	21,343.00	19,860.00	1,483.00
1000. GENERAL ELECTRIC CO	09/16/2005	12/28/2011	17,750.00	34,490.00	-16,740.00
50000. HOME DEPOT INC 5.2% 03-01-2011 03-01-2011/03-24	01/23/2007	03/01/2011	50,000.00	49,574.00	426.00
7200. ISHARES MSCI EMERGIN FUND	09/22/2009	04/20/2011	357,725.00	261,618.00	96,107.00
6000. MFC ISHARES TR MSCI FD	04/30/2010	12/28/2011	290,754.00	340,913.00	-50,159.00
7404.71 PIMCO COMMODITY RE STRATEGY FUND	09/22/2009	10/03/2011	55,017.00	56,424.00	-1,407.00
200. MFC SELECT SECTOR SPD	12/31/2008	01/10/2011	13,527.00	9,568.00	3,959.00
2100. MFC SELECT SECTOR SP INT-TECHNOLOGY	01/23/2007	04/20/2011	54,799.00	48,657.00	6,142.00
500. TEVA PHARMACEUTICALS	09/21/2009	12/28/2011	20,495.00	25,910.00	-5,415.00
150000. WAL-MART STORES 4. 02-15-2011 4.125% DUE 02-15	02/04/2008	02/15/2011	150,000.00	152,636.00	-2,636.00

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b 21,864.00

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS & INTEREST	145,388.	145,388.
TOTAL	145,388.	145,388.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
DEFERRED INCOME		6,444.
	TOTALS	6,444.

STATEMENT 2

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
CORPORATE AFFAIRS	350.			350.
TOTALS	350.	NONE	NONE	350.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION		1,000.	500.		500.
	TOTALS	1,000.	500.	NONE	500.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT ADVISORY	27,998.	27,998.
TOTALS	27,998.	27,998.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ESTIMATED EXCISE TAX	7,842.	
FOREIGN TAXES	3,139.	3,139.
TOTALS	10,981.	3,139.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED SCHEDULE	2,268,246.	2,604,639.
TOTALS	2,268,246.	2,604,639.

THE VANN FAMILY FOUNDATION, INC. 23-09802 35-2008538

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED SCHEDULE	1,219,616.	1,276,706.
TOTALS	1,219,616.	1,276,706.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED SCHEDULE	C	43,563.	36,138.
TOTALS		43,563.	36,138.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
PRIOR PERIOD ADJUSTMENT	5,429.
TOTAL	5,429.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:
JAMES M. VANN
ADDRESS:
2336 TURNBERRY LANE
FORT WAYNE, IN 46814
TITLE:
CHAIRMAN

OFFICER NAME:
MAJORIE LEE VANN
ADDRESS:
2336 TURNBERRY LANE
FORT WAYNE, IN 46814
TITLE:
PRESIDENT

OFFICER NAME:
SHERRY S. CONNOLLY
ADDRESS:
11008 CARNOUSTIE LANE
FORT WAYNE, IN 46814
TITLE:
SECRETARY/TREASURER

OFFICER NAME:
STEPHANIE MOEN
ADDRESS:
1916 PRESTWICK LANE
FORT WAYNE, IN 46814
TITLE:
DIRECTOR

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:
JAMES VANN III
ADDRESS:
745 WEXFORD DRIVE
LAFAYETTE, IN 47905
TITLE:
DIRECTOR

OFFICER NAME:
DEBBIE GILREATH
ADDRESS:
645 CHESTNUT BEND DRIVE
WINSTON-SALEM, NC 27103
TITLE:
DIRECTOR

OFFICER NAME:
MICHAEL VANN
ADDRESS:
122 MCKENZIE AVENUE
SUMMERVILLE, GA 30747
TITLE:
DIRECTOR

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
FORT WAYNE PHILHARMONIC
ADDRESS:
FORT WAYNE, IN

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 2,000.

RECIPIENT NAME:
JUNIOR ACHIEVEMENT OF
NORTHERN INDIANA FND.
ADDRESS:
601 NOBLE DR
FORT WAYNE, IN 46825
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
VERA BRADLEY FOUNDATION
ADDRESS:
2208 PRODUCTION ROAD
FORT WAYNE, IN 46808
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 7,500.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
DAVIDSON COLLEGE
ADDRESS:
DAVIDSON, NC

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
VANN CENTER FOR ETHICS 2011 2012
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 40,000.

RECIPIENT NAME:
MAYO FOUNDATION
ADDRESS:
ROCHESTER, MN

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
FORT WAYNE MUSEUM OF ART
ADDRESS:
311 EAST MAIN STREET
FORT WAYNE, IN 46802
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 1,500.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
ALLEN COUNTY PUBLIC
LIBRARY
ADDRESS:
FORT WAYNE, IN

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
COMMUNITY HARVEST FOOD
BANK OF NE INDIANA
ADDRESS:
P.O. BOX 10967
FORT WAYNE, IN 46855
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
ALDERSGATE UNITED
METHODIST CHURCH
ADDRESS:
FORT WAYNE, IN

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 65,500.

RECIPIENT NAME:
UNIVERSITY OF ST. FRANCIS
ADDRESS:
FORT WAYNE, IN

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
LEE AND JIM VANN LIBRARY
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
INDIANA UNIVERISTY
ADDRESS:
FORT WAYNE, IN

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FT. WAYNE CENTER FOR MEDICAL EDUCATON
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
EMBASSY THEATRE
ADDRESS:
125 WEST JEFFERSON BLVD.
FORT WAYNE, IN 46802
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
YOUNG LIFE
ADDRESS:
FORT WAYNE, IN
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 500.

RECIPIENT NAME:
FORT WAYNE COMMUNITY
FOUNDATION
ADDRESS:
701 SOUTH CLINTON STREET
FORT WAYNE, IN 46802
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
MATTHEW 25 CLINIC & THE LINCOLN COLLECTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 8,000.

RECIPIENT NAME:
HAROLD MCMILLEN CENTER
FOR HEALTH EDUCATION
ADDRESS:
600 JIM KELLEY BLVD.
FORT WAYNE, IN 46816-1146
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
IN MEMORY OF ROBERT J. KLINGENBERGER
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 1,500.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
BIG BROTHERS BIG SISTERS
OF COLORADO, INC.
ADDRESS:
DENVER, CO

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 500.

RECIPIENT NAME:
VISITING NURSE SERVICE
AND HOSPICE
ADDRESS:
FORT WAYNE, IN

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
DISADVANTAGED, IN MEMORY OF ELLEN M. FLEMMING
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
INDEPENDENT COLLEGES
OF INDIANA
ADDRESS:
INDIANAPOLIS, IN

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
INDIANA ACADEMY ENDOWMENT FUND
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 500.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
FORT WAYNE SPORTS FOUNDATION
ADDRESS:
FORT WAYNE, IN

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
WREATHS ACROSS AMERICA
ADDRESS:
INDIANAPOLIS, IN

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 2,000.

RECIPIENT NAME:
BIG BROTHERS BIG SISTERS OF GEORGIA
ADDRESS:
MACON, GA

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 500.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
INTERFAITH HOSPITALITY NETWORK
OF GREATER FORT WAYNE
ADDRESS:
FORT WAYNE, IN

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 1,000.

TOTAL GRANTS PAID: 194,500.

FEDERAL CAPITAL GAIN DIVIDENDS

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS	786.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS	786.00

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					786.	
		100000. ABBOTT LABS 5.6% DUE 05-15-2011 PROPERTY TYPE: SECURITIES					06/01/2006	05/16/2011
100,000.00		99,914.00					86.00	
		900. ADOBE SYS INC PROPERTY TYPE: SECURITIES					07/21/2009	01/10/2011
28,867.00		27,900.00					967.00	
		700. BHP LTD SPONSORED ADR PROPERTY TYPE: SECURITIES					10/12/2007	12/28/2011
48,362.00		59,311.00					-10,949.00	
		200. BIOTECH HOLDERS TR DEPOSITORY RECEI PROPERTY TYPE: SECURITIES					12/31/2008	04/05/2011
21,343.00		19,860.00					1,483.00	
		1000. GENERAL ELECTRIC CO PROPERTY TYPE: SECURITIES					09/16/2005	12/28/2011
17,750.00		34,490.00					-16,740.00	
		50000. HOME DEPOT INC 5.2% DUE 03-01-201 PROPERTY TYPE: SECURITIES					01/23/2007	03/01/2011
50,000.00		49,574.00					426.00	
		7200. ISHARES MSCI EMERGING MKTS INDEX F PROPERTY TYPE: SECURITIES					09/22/2009	04/20/2011
357,725.00		261,618.00					96,107.00	
		6000. MFC ISHARES TR MSCI EAFE INDEX FD PROPERTY TYPE: SECURITIES					04/30/2010	12/28/2011
290,754.00		340,913.00					-50,159.00	
		7404.71 PIMCO COMMODITY REALRETURN STRAT PROPERTY TYPE: SECURITIES					09/22/2009	10/03/2011
55,017.00		56,424.00					-1,407.00	
		200. MFC SELECT SECTOR SPDR TR ENERGY PROPERTY TYPE: SECURITIES					12/31/2008	01/10/2011
13,527.00		9,568.00					3,959.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		2100. MFC SELECT SECTOR SPDR TR TECH INT PROPERTY TYPE: SECURITIES					01/23/2007	04/20/2011
54,799.00		48,657.00					6,142.00	
		500. TEVA PHARMACEUTICALS INDS LTD ADR PROPERTY TYPE: SECURITIES					09/21/2009	12/28/2011
20,495.00		25,910.00					-5,415.00	
		150000. WAL-MART STORES 4.125% DUE 02-15 PROPERTY TYPE: SECURITIES					02/04/2008	02/15/2011
150,000.00		152,636.00					-2,636.00	
TOTAL GAIN(LOSS)		....					22,650.	

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Common stock							
Germany - USD							
ADR SAP AG SPONSORED ADR CUSIP 803054204							
600 000	52 95	0 00	31,770 00	23,604 00	8,166 00	0 00	8,166 00
Total USD		0 00	31,770 00	23,604 00	8,166 00	0 00	8,166 00
Total Germany		0 00	31,770 00	23,604 00	8,166 00	0 00	8,166 00
United States - USD							
ABBOTT LAB COM CUSIP 002824100							
400 000	56 23	0 00	22,492 00	22,383 00	109 00	0 00	109 00
ACCENTURE PLC SHS CL A NEW CUSIP G1151C101							
1,000 000	53 23	0 00	53,230 00	38,410 00	14,820 00	0 00	14,820 00
AMAZON COM INC COM CUSIP 023135106							
300 000	173 10	0 00	51,930 00	27,112 80	24,817 20	0 00	24,817 20
APACHE CORP COM CUSIP 037411105							
400 000	90 58	0 00	36,232 00	31,784 00	4,448 00	0 00	4,448 00
AUTODESK INC COM CUSIP 052769106							
1,200 000	30 33	0 00	36,396 00	53,475 00	-17,079 00	0 00	-17,079 00
BRISTOL MYERS SQUIBB CO COM CUSIP 110122108							
1,000 000	35 24	0 00	35,240 00	32,960 00	2,280 00	0 00	2,280 00
CELGENE CORP COM CUSIP 151020104							
500 000	67 60	0 00	33,800 00	27,585 00	6,215 00	0 00	6,215 00

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Common stock							
United States - USD							
CISCO SYSTEMS INC CUSIP 17275R102							
2,200 000	18 08	0 00	39,776 00	42,394 00	-2,618 00	0 00	-2,618 00
CITRIX SYS INC COM CUSIP 177376100							
500 000	60 72	0 00	30,360 00	34,630 10	-4,270 10	0 00	-4,270 10
DANAHER CORP COM CUSIP 235851102							
1,000 000	47 04	25 00	47,040 00	17,822 50	29,217 50	0 00	29,217 50
ENTERGY CORP NEW COM CUSIP 29364G103							
400 000	73 05	0 00	29,220 00	30,185 00	-965 00	0 00	-965 00
ESTEE LAUDER COMPANIES INC CL A USD0 01 CUSIP 518439104							
500 000	112 32	0 00	56,160 00	15,225 00	40,935 00	0 00	40,935 00
EVEREST RE GROUP COM CUSIP G3223R108							
200 000	84 09	0 00	16,818 00	13,710 00	3,108 00	0 00	3,108 00
EXELON CORP COM CUSIP 30161N101							
600 000	43 37	0 00	26,022 00	31,921 98	-5,899 98	0 00	-5,899 98
EXPEDITORS INTL WASH INC COM CUSIP 302130109							
600 000	40 96	0 00	24,576 00	9,761 70	14,814 30	0 00	14,814 30
EXXON MOBIL CORP COM CUSIP 30231G102							
500 000	84 76	0 00	42,380 00	34,650 00	7,730 00	0 00	7,730 00

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Common stock							
United States - USD							
GENERAL ELECTRIC CO CUSIP 369604103							
0 000	17 91	170 00	0 00	0 00	0 00	0 00	0 00
GOLDMAN SACHS GROUP INC COM CUSIP 38141G104							
200 000	90 43	0 00	18,086 00	16,946 00	1,140 00	0 00	1,140 00
INTERNATIONAL BUSINESS MACHS CORP COM CUSIP 459200101							
200 000	183 88	0 00	36,776 00	24,314 00	12,462 00	0 00	12,462 00
JOHNSON & JOHNSON COM USD1 CUSIP 478160104							
500 000	65 58	0 00	32,790 00	30,260 00	2,530 00	0 00	2,530 00
KELLOGG CO COM USD0 25 CUSIP 487836108							
500 000	50 57	0 00	25,285 00	24,445 00	840 00	0 00	840 00
LOWES COS INC COM CUSIP 548661107							
2,200 000	25 38	0 00	55,836 00	31,724 00	24,112 00	0 00	24,112 00
NATIONAL OILWELL VARCO COM STK CUSIP 637071101							
800 000	67 99	0 00	54,392 00	24,456 00	29,936 00	0 00	29,936 00
NORFOLK SOUTHN CORP COM CUSIP 655844108							
500 000	72 86	0 00	36 430 00	35,930 00	500 00	0 00	500 00
NORTHERN TR CORP COM CUSIP 665859104							
500 000	39 66	140 00	19,830 00	33,503 40	-13,673 40	0 00	-13,673 40

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Common stock							
United States - USD							
PRAXAIR INC COM CUSIP 74005P104							
200 000	106 90	0 00	21 380 00	14,444 00	6,936 00	0 00	6,936 00
PROCTER & GAMBLE COM NPV CUSIP 742718109							
700 000	66 71	0 00	46,697 00	33,331 00	13 366 00	0 00	13,366 00
ROBERT HALF INTL INC COM CUSIP 770323103							
1,000 000	28 46	0 00	28,460 00	13,043 53	15,416 47	0 00	15,416 47
STATE STR CORP COM CUSIP 857477103							
600 000	40 31	108 00	24,186 00	25,094 00	-908 00	0 00	-908 00
STRYKER CORP CUSIP 863667101							
700 000	49 71	148 75	34,797 00	9,619 31	25,177 69	0 00	25,177 69
SYSCO CORP COM CUSIP 871829107							
200 000	29 33	0 00	5,866 00	0 00	5,866 00	0 00	5,866 00
T ROWE PRICE GROUP INC CUSIP 74144T108							
600 000	56 95	0 00	34,170 00	35,370 00	-1,200 00	0 00	-1,200 00
TJX COS INC COM NEW CUSIP 872540109							
800 000	64 55	0 00	51,640 00	27,658 00	23,982 00	0 00	23,982 00
UNITED TECHNOLOGIES CORP COM CUSIP 913017109							
500 000	73 09	0 00	36,545 00	36,601 00	-56 00	0 00	-56 00

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Common stock							
United States - USD							
VERIZON COMMUNICATIONS COM CUSIP 92343V104							
1,000 000	40 12	0 00	40,120 00	27,402 86	12,717 14	0 00	12,717 14
WAL-MART STORES INC COM CUSIP 931142103							
600 000	59 76	219 00	35,856 00	8,622 51	27,233 49	0 00	27,233 49
WELLS FARGO & CO NEW COM STK CUSIP 949746101							
1,000 000	27 56	0 00	27,560 00	28,280 00	-720 00	0 00	-720 00
Total USD		810 75	1,248,374 00	945,054 69	303,319 31	0 00	303,319 31
Total United States		810 75	1,248,374 00	945,054 69	303,319 31	0 00	303,319 31
Total Common Stock **25,200.000**		**810.75**	**1,280,144 00**	**968,658 69**	**311,485.31**	**0.00**	**311,485.31**
Equity funds							
Emerging Markets Region - USD							
MFC VANGUARD MSCI EMERGING MKTS CUSIP 922042858							
7,000 000	38 21	0 00	267,470 00	352,064 30	-84,594 30	0 00	-84,594 30
Total USD		0 00	267,470 00	352,064 30	-84,594 30	0 00	-84,594 30
Total Emerging Markets Region		0 00	267,470 00	352,064 30	-84,594 30	0 00	-84,594 30
Europe, Australia, and Far East Region - USD							
MFC ISHARES TR MSCI EAFE INDEX FD CUSIP 464287465							
7,900 000	49 53	0 00	391,287 00	365,294 42	25,992 58	0 00	25,992 58
Total USD		0 00	391,287 00	365,294 42	25,992 58	0 00	25,992 58

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	 Translation	 Total
Equity Securities							
Equity funds							
Total Europe, Australia, and Far East Region		0 00	391,287 00	365,294 42	25,992 58	0 00	25,992 58
Global Region - USD							
MFC FLEXSHARES TR MORNINGSTAR GLOBAL UPSTREAM NAT RES INDEX FD CUSIP 33939L407							
1,710 000	33 00	151 11	56,430 00	50,804 10	5,625 90	0 00	5 625 90
Total USD		151 11	56,430 00	50,804 10	5,625 90	0 00	5,625 90
Total Global Region		151 11	56,430 00	50,804 10	5,625 90	0 00	5,625 90
International Region - USD							
MFC VANGUARD INTL EQUITY INDEX FDS VANGUARD FTSE ALL WORLD EX US ETF CUSIP 922042775							
7,475 000	39 65	0 00	296,383 75	291,300 75	5,083 00	0 00	5,083 00
Total USD		0 00	296,383 75	291,300 75	5,083 00	0 00	5,083 00
Total International Region		0 00	296,383 75	291,300 75	5,083 00	0 00	5,083 00
United States - USD							
ISHARES TR NASDAQ BIOTECHNOLOGY INDEX FD CUSIP 464287556							
200 000	104 35	0 00	20,870 00	20,408 04	461 96	0 00	461 96
MFC ISHARES TR RUSSELL 2000 INDEX FD CUSIP 464287655							
1,800 000	73 69	0 00	132,642 00	96,407 05	36,234 95	0 00	36,234 95
MFC SELECT SECTOR SPDR TR ENERGY CUSIP 81369Y506							
800 000	69 13	0 00	55,304 00	38,272 00	17,032 00	0 00	17,032 00
MFC SELECT SECTOR SPDR TR FINANCIAL CUSIP 81369Y605							
1,000 000	13 00	0 00	13,000 00	12,350 00	650 00	0 00	650 00

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Equity funds							
United States - USD							
MFC SELECT SECTOR SPDR TR TECHNOLOGY CUSIP 81369Y803							
1,000 000	25 45	0 00	25,450 00	23,170 00	2,280 00	0 00	2,280 00
SELECT SECTOR SPDR TR INDL CUSIP 81369Y704							
1,000 000	33 75	0 00	33,750 00	23,390 00	10,360 00	0 00	10,360 00
SPDR S&P MIDCAP 400 ETF TRUST CUSIP 78467Y107							
200 000	159 54	105 87	31,908 00	26,126 00	5,782 00	0 00	5,782 00
Total USD		105 87	312,924 00	240,123 09	72,800 91	0 00	72,800 91
Total United States		105 87	312,924 00	240,123 09	72,800 91	0 00	72,800 91
Total Equity Funds							
30,085.000		**256.98**	**1,324,494.75**	**1,299,586 66**	**24,908.09**	**0.00**	**24,908 09**
Total Equity Securities							
55,285.000		**1,067.73**	**2,604,638 75**	**2,268,245 35**	**336,393.40**	**0.00**	**336,393.40**
Fixed Income Securities							
Corporate/government							
France - USD							
TOTAL CAP 3% DUE 06-24-2015 CUSIP 89152UAC6							
100,000 000	105 6901	58 33	105,690 10	102,680 00	3,010 10	0 00	3,010 10
Issue Date 24 Jun 10 Rate 3 00% Yield to Maturity 1 244% Maturity Date 24 Jun 15							
Total USD		58 33	105,690 10	102,680 00	3,010 10	0 00	3,010 10

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Fixed Income Securities							
Corporate/government							
Total France		58 33	105,690 10	102,680 00	3,010 10	0 00	3,010 10
United States - USD							
ABBOTT LABS 4 35% DUE 03-15-2014 CUSIP 002824AQ3							
150,000 000	108 1451	1,921 24	162,217 65	149,278 50	12,939 15	0 00	12,939 15
Issue Date 18 Mar 04 Rate 4 35% Yield to Maturity 0 528% Maturity Date 15 Mar 14							
GEN ELEC CAP CORP MEDIUM TERM NTS BO TRANCHE # TR 00575 5 45 DUE 01-15-2013 CUSIP 36962GZY3							
100,000 000	104 6262	2,513 05	104,626 20	100,840 00	3,786 20	0 00	3,786 20
Issue Date 06 Dec 02 Rate 5 45% Yield to Maturity 0 589% Maturity Date 15 Jan 13							
GOLDMAN SACHS GROUP INC SR NT 5 7 DUE 09-01-2012 BEO CUSIP 38141GCG7							
50,000 000	101 7606	950 00	50,880 30	50,567 00	313 30	0 00	313 30
Issue Date 27 Aug 02 Rate 5 70% Yield to Maturity 1 249% Maturity Date 01 Sep 12							
JPMORGAN CHASE & CO FORMERLY J P MORGAN 5 375 DUE 10-01-2012 BEO CUSIP 46625HGT1							
150,000 000	103 387	2,015 62	155,080 50	150,835 50	4,245 00	0 00	4,245 00
Issue Date 01 Oct 07 Rate 5 375% Yield to Maturity 0 683% Maturity Date 01 Oct 12							
TOYOTA MTR CR CORP MEDIUM TERM NTS BOOK TRANCHE # TR 00832 2 8 DUE 01-11-2016 CUSIP 89233P4R4							
100,000 000	103 3176	1,322 22	103,317 60	101,123 00	2,194 60	0 00	2,194 60
Issue Date 11 Jan 11 Rate 2 80% Yield to Maturity 1 344% Maturity Date 11 Jan 16							
UNITED STATES TREAS NTS DTD 00225 1 75% DUE 03-31-2014 REG CUSIP 912828KJ8							
100,000 000	103 2734	444 67	103,273 40	99,758 15	3,515 25	0 00	3,515 25
Issue Date 31 Mar 09 Rate 1 75% Yield to Maturity 0 265% Maturity Date 31 Mar 14							
WELLS FARGO & CO 4 375% DUE 01-31-2013 CUSIP 949746NY3							
100,000 000	103 3501	1,835 06	103,350 10	100,287 00	3,063 10	0 00	3,063 10

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Fixed Income Securities							
Corporate/government							
United States - USD							
Issue Date 31 Jan 08 Rate 4 375% Yield to Maturity 0 606% Maturity Date 31 Jan 13							
Total USD		11,001 86	782,745 75	752,689 15	30,056 60	0 00	30,056 60
Total United States		11,001 86	782,745 75	752,689 15	30,056 60	0 00	30,056 60
Total Corporate/Government **850,000.000**		**11,060.19**	**888,435.85**	**855,369 15**	**33,066.70**	**0 00**	**33,066 70**
Inflation-linked							
United States - USD							
US TREAS NTS INDEX LINKED 2 36434 DUE 01-15-2014 REG CUSIP 912828BW9							
150,000 000	129 784843	1,698 14	194,677 26	179,109 46	15,567 80	0 00	15,567 80
Issue Date 15 Jan 04 Rate 2 45066% Yield to Maturity 1 838% Maturity Date 15 Jan 14							
US TREAS NTS INDEX LINKED NOTES 1 375 DUE 07-15-2018 REG CUSIP 912828JE1							
50,000 000	118 89559	334 82	59,447 79	49,852 52	9,595 27	0 00	9,595 27
Issue Date 15 Jul 08 Rate 1 44366% Yield to Maturity 1 838% Maturity Date 15 Jul 18							
Total USD		2,032 96	254,125 05	228,961 98	25,163 07	0 00	25,163 07
Total United States		2,032 96	254,125 05	228,961 98	25,163 07	0 00	25,163 07
Total Inflation-Linked **200,000 000**		**2,032.96**	**254,125 05**	**228,961.98**	**25,163 07**	**0 00**	**25,163.07**
Other bonds							
United States - USD							
MFC ISHARES TR IBOXX $ HIGH YIELD CORP BD FD CUSIP 464288513							
1,500 000	89 43	802 06	134,145 00	135,285 00	-1,140 00	0 00	-1,140 00

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Fixed Income Securities							
Other bonds							
United States - USD							
Issue Date 07 Nov 08							
Total USD		802 06	134,145 00	135,285 00	-1,140 00	0 00	-1,140 00
Total United States		802 06	134,145 00	135,285 00	-1,140 00	0 00	-1,140 00
Total Other Bonds							
1,500 000		**802 06**	**134,145 00**	**135,285.00**	**-1,140 00**	**0 00**	**-1,140.00**
Total Fixed Income Securities							
1,051,500 000		**13,895.21**	**1,276,705.90**	**1,219,616 13**	**57,089.77**	**0 00**	**57,089.77**
Commodities							
Commodities							
United States - USD							
MFO PIMCO FDS PAC INVT MGMT SER COMMODITY REALRETURN STRATEGY FD INSTL CUSIP 722005667							
6,879 550	6 54	0 00	44,992 25	52,417 31	-7,425 06	0 00	-7,425 06
Total USD		0 00	44,992 25	52,417 31	-7,425 06	0 00	-7,425 06
Total United States		0 00	44,992 25	52,417 31	-7,425 06	0 00	-7,425 06
Total Commodities							
6,879.550		**0.00**	**44,992.25**	**52,417.31**	**-7,425.06**	**0 00**	**-7,425.06**
Total Commodities							
6,879.550		**0.00**	**44,992.25**	**52,417.31**	**-7,425.06**	**0.00**	**-7,425 06**

Cash and Short Term Investments

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Cash and Short Term Investments							
Short term							
USD - United States dollar							
	1 00	0 77	78,246 83	78,246 83	0 00	0 00	0 00
Total short term - all currencies		0 77	78,246 83	78,246 83	0 00	0 00	0 00
Total short term - all countries		0 77	78,246 83	78,246 83	0 00	0 00	0 00
Total Short Term **78,246.830**		**0 77**	**78,246.83**	**78,246 83**	**0 00**	**0.00**	**0.00**
Total Cash and Short Term Investments **78,246.830**		**0 77**	**78,246.83**	**78,246 83**	**0.00**	**0 00**	**0 00**
Adjustments To Cash							
Pending trade purchases							
USD - United States dollar							
	1 00	0 00	-386,214 75	-386,214 75	0 00	0 00	0 00
Total pending trade purchases - all currencies		0 00	-386,214 75	-386,214 75	0 00	0 00	0 00
Total pending trade purchases - all countries		0 00	-386,214 75	-386,214 75	0 00	0 00	0 00
Total Pending trade purchases **0 000**		**0 00**	**-386,214.75**	**-386,214.75**	**0.00**	**0.00**	**0.00**
Pending trade sales							

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Total
Adjustments To Cash							
Pending trade sales							
USD - United States dollar							
	1 00	0 00	377,360 73	377,360 73	0 00	0 00	0 00
Total pending trade sales - all currencies		0 00	377,360 73	377,360 73	0 00	0 00	0 00
Total pending trade sales - all countries		0 00	377,360 73	377,360 73	0 00	0 00	0 00
Total Pending trade sales **0.000**		**0.00**	**377,360 73**	**377,360.73**	**0.00**	**0.00**	**0 00**
Total Adjustments To Cash **0 000**		**0.00**	**-8,854 02**	**-8,854.02**	**0.00**	**0.00**	**0 00**
Total **1,191,911.380**		**14,963.71**	**3,995,729.71**	**3,609,671.60**	**386,058 11**	**0.00**	**386,058.11**