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**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.

2011

For calendar year 2011 or tax year beginning

, and ending

Name of foundation A.L. WEBSTER FOUNDATION		A Employer identification number 37-0682989
Number and street (or P O box number if mail is not delivered to street address) P O BOX 946	Room/suite	B Telephone number 217-477-0218
City or town, state, and ZIP code DANVILLE, IL 61834-0946		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ Foreign organizations meeting the 85% test, 2. 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) \$ 923,384.	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)
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					
4 Dividends and interest from securities		24,022.	24,022.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		23,198.			
b Gross sales price for all assets on line 6a					
7 Capital gain net income (from Part IV, line 2)			23,198.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total Add lines 1 through 11		47,220.	47,220.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 2		2,700.	1,350.		1,350.
c Other professional fees STMT 3		5,934.	5,934.		0.
17 Interest					
18 Taxes STMT 4		153.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 5		2,345.	1,345.		1,000.
24 Total operating and administrative expenses. Add lines 13 through 23		11,132.	8,629.		2,350.
25 Contributions, gifts, grants paid		49,820.			49,820.
26 Total expenses and disbursements. Add lines 24 and 25		60,952.	8,629.		52,170.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-13,732.			
b Net investment income (if negative, enter -0-)			38,591.		
c Adjusted net income (if negative, enter -0-)				N/A	

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		52,025.	38,295.	38,295.
	2	Savings and temporary cash investments				
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations STMT 6	239,977.	252,363.	267,382.	
	b	Investments - corporate stock STMT 7	399,007.	386,619.	466,405.	
	c	Investments - corporate bonds STMT 8	149,240.	149,240.	151,302.	
11	Investments - land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment: basis ▶					
	Less accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers)	840,249.	826,517.	923,384.		
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	840,249.	826,517.		
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ☐ and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances	840,249.	826,517.			
31	Total liabilities and net assets/fund balances	840,249.	826,517.			

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	840,249.
2	Enter amount from Part I, line 27a	2	-13,732.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	826,517.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	826,517.

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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 SHORT TERM (SEE SCHEDULES)	P		
b LONG TERM (SEE SCHEDULES)	P		
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			511.
b			22,687.
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			511.
b			22,687.
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	23,198.
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	64,854.	946,792.	.068499
2009	39,650.	898,542.	.044127
2008	49,760.	952,674.	.052232
2007	49,457.	1,028,685.	.048078
2006	46,339.	1,009,727.	.045893

2 Total of line 1, column (d)	2	.258829
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	.051766
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	890,617.
5 Multiply line 4 by line 3	5	46,104.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	386.
7 Add lines 5 and 6	7	46,490.
8 Enter qualifying distributions from Part XII, line 4 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.	8	52,170.

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)		1	386.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	386.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	386.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		6a	200.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		6b	
6 Credits/Payments:		6c	
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6d		
b Exempt foreign organizations - tax withheld at source	7	200.	
c Tax paid with application for extension of time to file (Form 8868)	8		
d Backup withholding erroneously withheld	9	186.	
7 Total credits and payments. Add lines 6a through 6d	10		
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	11		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax ☒ Refunded ☐			

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?		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.		X
c Did the foundation file Form 1120-POL for this year?		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.		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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?	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.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ IL		
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	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	X	
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A		X	
14	The books are in care of ► OLD NATIONAL TRUST CO. Telephone no. ► 217-446-6450 Located at ► 2 W. MAIN ST., DANVILLE, IL, DANVILLE, IL ZIP+4 ► 61832			
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			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►		Yes	No X

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)? Organizations relying on a current notice regarding disaster assistance check here ► N/A	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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? If "Yes," list the years ► , , , ☐ Yes ☒ No		
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

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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
SEE STATEMENT 9		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

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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 DONATION TO THE SALVATION ARMY	
	15,000.
2 DONATION TO THE LAURA LEE FELLOWSHIP HOUSE	
	11,000.
3 DONATION TO THE EAST CENTRAL ILLINOIS COMMUNITY ACTION AGENCY	
	6,000.
4 DONATION TO THE VALLEY OF 32 DEGREE MASONIC LEARNING CENTER FOR CHILDREN	
	5,000.

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.

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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	859,020.
b	Average of monthly cash balances	1b	45,160.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	904,180.
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	904,180.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	13,563.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	890,617.
6	Minimum investment return. Enter 5% of line 5	6	44,531.

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	
2a	Tax on investment income for 2011 from Part VI, line 5	2a	
2b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	

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	52,170.
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	52,170.
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	386.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	51,784.

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.

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Part XIII Undistributed Income (see instructions)

N/A

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

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

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

07/25/89

b Check box to indicate whether the foundation is a private operating foundation described in section

☒ 4942(j)(3) or ☐ 4942(j)(5)

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

Tax year	Prior 3 years				
(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total	
0.	0.	0.	23,378.	23,378.	
0.	0.	0.	19,871.	19,871.	
52,170.	65,047.	39,862.	50,000.	207,079.	
0.	0.	0.	0.	0.	
52,170.	65,047.	39,862.	50,000.	207,079.	
					0.
					0.
29,687.	31,560.	29,951.	31,756.	122,954.	
					0.
					0.
					0.
					0.

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:

A.L. WEBSTER FOUNDATION, 217-477-0218
PO BOX 946, DANVILLE, IL 618340946

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

WRITTEN

c Any submission deadlines:

PUBLISHED IN NEWSPAPER

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

AS OUTLINED IN BY-LAWS

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				
EAST CENTRAL ILLINOIS COMMUNITY ACTION AGENCY 56 N. VERMILION STREET DANVILLE, IL 61832	N/A	501(C)(3)	PROGRAMS	6,000.
LAURA LEE FELLOWSHIP HOUSE 212 R WILLIAMS STREET DANVILLE, IL 61832	N/A	501(C)(3)	PROGRAMS	11,000.
TRINITY LUTHERAN CHURCH - BACKPACK PROGRAM 824 EAST MAIN DANVILLE, IL 61832	N/A	501(C)(3)	PROGRAMS	4,100.
SALVATION ARMY 855 E FAIRCHILD DANVILLE, IL 61832	N/A	501(C)(3)	PROGRAMS	15,000.
ST. JAMES FOOD PANTRY 504 N VERMILION ST DANVILLE, IL 61832	N/A	501(C)(3)	PROGRAMS	5,000.
Total SEE CONTINUATION SHEET(S)				49,820.
b Approved for future payment				
NONE				
Total				0.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
DACC READERS ROUTE PROGRAM 2000 EAST MAIN DANVILLE, IL 61832	N/A	501(C)(3)	PROGRAMS	4,320.
WORKSOURCE ENTERPRISES 3715 N. VERMILION STREET DANVILLE, IL 61832	N/A	501(C)(3)	PROGRAMS	4,400.
Total from continuation sheets				8,720.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
VARIOUS DIVIDEND & INTEREST INCOME	24,022.	0.	24,022.
TOTAL TO FM 990-PF, PART I, LN 4	24,022.	0.	24,022.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX, ACCTG, CONSULTING FEES	2,700.	1,350.		1,350.
TO FORM 990-PF, PG 1, LN 16B	2,700.	1,350.		1,350.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	3
-------------	-------------------------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	5,934.	5,934.		0.
TO FORM 990-PF, PG 1, LN 16C	5,934.	5,934.		0.

FORM 990-PF	TAXES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	153.	0.		0.
TO FORM 990-PF, PG 1, LN 18	153.	0.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ADMINISTRATIVE AND OTHER	2,345.	1,345.		1,000.	
TO FORM 990-PF, PG 1, LN 23	2,345.	1,345.		1,000.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	6
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
VARIOUS US OBLIGATIONS (SEE ATTACHED LIST)	X		252,363.	267,382.	
TOTAL U.S. GOVERNMENT OBLIGATIONS			252,363.	267,382.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS					
TOTAL TO FORM 990-PF, PART II, LINE 10A			252,363.	267,382.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	7
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE
VARIOUS CORPORATE STOCKS (SEE LIST ATTACHED)			386,619.	466,405.
TOTAL TO FORM 990-PF, PART II, LINE 10B			386,619.	466,405.

FORM 990-PF	CORPORATE BONDS		STATEMENT	8
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE
VARIOUS BONDS (SEE LIST ATTACHED)			149,240.	151,302.
TOTAL TO FORM 990-PF, PART II, LINE 10C			149,240.	151,302.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 9

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
VAL SAIKLEY 415 W. WINTER DANVILLE, IL 61832	PRESIDENT 1.00	0.	0.	0.
MARY NORENBERG 3129 GOLF CIRCLE DANVILLE, IL 61832	VICE PRESIDENT 1.00	0.	0.	0.
SARA WHEELER 903 N LOGAN DANVILLE, IL 61834	SEC/TREASURER 1.00	0.	0.	0.
MELISSA ROME 3310 SUNCREST DR DANVILLE, IL 61832	DIRECTOR 1.00	0.	0.	0.
KATE COX 4 COUNTRY CLUB DRIVE DANVILLE, IL 61832	DIRECTOR 1.00	0.	0.	0.
TODD DAVIS 2 E MAIN ST. SUITE 120 DANVILLE, IL 61832	DIRECTOR 1.00	0.	0.	0.
LAURA WILLIAMS 408 N BEARD ST DANVILLE, IL 61832	DIRECTOR 1.00	0.	0.	0.
ODETTE HYATT 56 N. VERMILION ST. DANVILLE, IL 61832	DIRECTOR 1.00	0.	0.	0.
TONYA HILL 2 W. MAIN STREET DANVILLE, IL 61832	DIRECTOR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

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TAX ID 37-0682989
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GAIN AND LOSS DETAIL				
CUSIP #/ PROPERTY DESCRIPTION	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS
				COVEREDREG
SHORT TERM CAPITAL GAIN (LOSS)				
881624209				
92 SHARES OF	04/27/2011	4,228.55	5,394.31	(1,165.76)
TEVA PHARMACEUTICAL INDS LTD SP	04/28/2010			
ADR				9
881624209				
58 SHARES OF	04/27/2011	2,665.83	2,898.26	(232.43)
TEVA PHARMACEUTICAL INDS LTD SP	08/05/2010			
ADR				9
277905642				
241.013 SHARES OF	05/17/2011	4,540.69	4,085.17	455.52
EATON VANCE LARGE CAP VALUE CL I	10/05/2010			
FD #223				19
38142Y401				
62.856 SHARES OF	05/17/2011	1,623.57	1,293.58	329.99
GOLDMAN SACHS GROWTH	08/27/2010			
OPPORTUNITIES CL I FD #1132				19
81369Y209				
12 UNITS OF	05/17/2011	430.55	420.72	9.83
SELECT SECTOR SPDR HLTH CARE ETF	04/27/2011			
				C 9
872540109				
10 SHARES OF	05/17/2011	526.48	449.00	77.48
TUX CO INC	10/05/2010			
				9
172967424				
16 SHARES OF	05/17/2011	660.46	718.38	(57.92)
CITIGROUP INC	04/14/2011			
				C 9

ACCOUNT* # 1091003470
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		GAIN AND LOSS DETAIL				
CUSIP #/ PROPERTY DESCRIPTION	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS	COVERED	
SHORT TERM CAPITAL GAIN (LOSS) - CONTINUED						
002824100 8 SHARES OF ABBOTT LABS	05/17/2011 10/13/2010	424.23	427.24	(3.01)	9	
68389X105 19 SHARES OF ORACLE CORP	05/17/2011 04/27/2011	644.46	666.18	(21.72)	C 9	
012653101 7 SHARES OF ALBEMARLE CORP	05/17/2011 04/11/2011	471.72	414.82	56.90	C 9	
172967424 0.2 SHARES OF CITIGROUP INC	05/23/2011 04/14/2011	8.03	8.98	(0.95)	C 9	
TOTAL SHORT TERM CAPITAL GAIN (LOSS)		16,224.57	16,776.64	(552.07)		

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CUSIP #/ PROPERTY DESCRIPTION	GAIN AND LOSS DETAIL				COVEREDREG
	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS	
LONG TERM CAPITAL GAIN (LOSS)					
22160K105 12 SHARES OF COSTCO WHSL CORP NEW	02/01/2011 12/26/2006	864.46	634.56	229.90	9
22160K105 5 SHARES OF COSTCO WHSL CORP NEW	02/01/2011 10/30/2007	360.20	335.60	24.60	9
22160K105 18 SHARES OF COSTCO WHSL CORP NEW	02/01/2011 12/19/2007	1,296.69	1,232.10	64.59	9
278865100 10 SHARES OF ECOLAB INC	02/01/2011 10/30/2007	503.19	472.50	30.69	9
278865100 25 SHARES OF ECOLAB INC	02/01/2011 01/08/2008	1,257.98	1,286.60	(28.62)	9
278865100 17 SHARES OF ECOLAB INC	02/01/2011 08/06/2009	855.42	712.33	143.09	9
31359MHK2 25000 UNITS OF FED NAT MTG ASSOC 5.5% 03/15/2011	03/15/2011 03/22/2001	25,000.00	24,845.50	154.50	6

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CUSIP #/ PROPERTY DESCRIPTION		DATE SOLD/ ACQUIRED	GAIN AND LOSS DETAIL			
-----		-----	PROCEEDS OF SALE	COST	GAIN OR LOSS	COVEREDREG
-----		-----	-----	-----	-----	-----
LONG TERM CAPITAL GAIN (LOSS) - CONTINUED						

278865100	20 SHARES OF	04/11/2011	1,023.43	430.00	593.43	9
	ECOLAB INC	04/23/2002				
278865100	45 SHARES OF	04/11/2011	2,302.73	1,824.30	478.43	9
	ECOLAB INC	09/10/2007				
278865100	18 SHARES OF	04/11/2011	921.09	679.68	241.41	9
	ECOLAB INC	10/27/2008				
278865100	21 SHARES OF	04/11/2011	1,074.60	683.76	390.84	9
	ECOLAB INC	02/18/2009				
278865100	13 SHARES OF	04/11/2011	665.23	485.81	179.42	9
	ECOLAB INC	05/20/2009				
278865100	23 SHARES OF	04/11/2011	1,176.95	963.73	213.22	9
	ECOLAB INC	08/06/2009				
742718109	40 SHARES OF	04/14/2011	2,532.39	2,120.05	412.34	9
	PROCTER & GAMBLE CO	10/13/2004				
742718109	30 SHARES OF	04/14/2011	1,899.30	1,818.60	80.70	9
	PROCTER & GAMBLE CO	08/15/2006				

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CUSIP #/ PROPERTY DESCRIPTION		GAIN AND LOSS DETAIL			
-----		DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS
		-----	-----	----	-----
LONG TERM CAPITAL GAIN (LOSS) - CONTINUED					

742718109					
23 SHARES OF		04/14/2011	1,456.12	1,516.62	(60.50)
PROCTER & GAMBLE CO		09/10/2007			
742718109					
19 SHARES OF		04/14/2011	1,202.89	1,136.01	66.88
PROCTER & GAMBLE CO		10/27/2008			
742718109					
10 SHARES OF		04/14/2011	633.10	546.90	86.20
PROCTER & GAMBLE CO		05/20/2009			
594918104					
143 SHARES OF		04/27/2011	3,750.78	3,897.50	(146.72)
MICROSOFT CORP		03/12/2007			
594918104					
89 SHARES OF		04/27/2011	2,334.39	2,544.50	(210.11)
MICROSOFT CORP		09/10/2007			
594918104					
36 SHARES OF		04/27/2011	944.25	1,234.43	(290.18)
MICROSOFT CORP		01/08/2008			
594918104					
47 SHARES OF		04/27/2011	1,232.78	999.69	233.09
MICROSOFT CORP		10/27/2008			
594918104					
54 SHARES OF		04/27/2011	1,416.37	981.72	434.65
MICROSOFT CORP		02/18/2009			

COVEREDREG

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GAIN AND LOSS DETAIL					
CUSIP #/ PROPERTY DESCRIPTION	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS	COVEREDREG

LONG TERM CAPITAL GAIN (LOSS) - CONTINUED					

594918104					
42 SHARES OF	04/27/2011	1,101.63	869.40	232.23	9
MICROSOFT CORP	05/20/2009				
3133MEV73					
50000 UNITS OF	05/13/2011	50,000.00	49,875.00	125.00	6
FED HOME LN BK 6% 05/13/2011	06/13/2001				
885215566					
110 SHARES OF	05/17/2011	3,293.40	2,813.80	479.60	19
THORNBURG INTL VALUE CL I FD	03/19/2010				
#209					
277905642					
.746 SHARES OF	05/17/2011	14.05	14.54	(0.49)	19
EATON VANCE LARGE CAP VALUE CL I	07/15/2008				
FD #223					
277905642					
337.407 SHARES OF	05/17/2011	6,356.75	4,531.38	1,825.37	19
EATON VANCE LARGE CAP VALUE CL I	10/27/2008				
FD #223					
277905642					
187.198 SHARES OF	05/17/2011	3,526.81	2,570.23	956.58	19
EATON VANCE LARGE CAP VALUE CL I	05/20/2009				
FD #223					

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CUSIP #/ PROPERTY DESCRIPTION		DATE SOLD/ ACQUIRED	GAIN AND LOSS DETAIL			
-----		-----	PROCEEDS OF SALE -----	COST -----	GAIN OR LOSS -----	COVEREDREG -----
LONG TERM CAPITAL GAIN (LOSS) - CONTINUED						

38141W398						
196.961 SHARES OF		05/17/2011	7,543.61	7,665.73	(122.12)	19
GOLDMAN SACHS MID CAP VALUE		12/26/2006				
INSTL FD #864						
38141W398						
23.0889 SHARES OF		05/17/2011	884.31	904.61	(20.30)	19
GOLDMAN SACHS MID CAP VALUE		03/13/2007				
INSTL FD #864						
38141W398						
2.0651 SHARES OF		05/17/2011	79.09	81.76	(2.67)	19
GOLDMAN SACHS MID CAP VALUE		09/10/2007				
INSTL FD #864						
780905840						
118.946 SHARES OF		05/17/2011	1,474.93	1,376.20	98.73	19
ROYCE PENNSYLVANIA MUT CL I FD		12/26/2006				
#260						
922908553						
18 UNITS OF		05/17/2011	1,088.43	781.50	306.93	9
VANGUARD REIT ETF		12/02/2009				
580135101						
11 SHARES OF		05/17/2011	891.53	613.81	277.72	9
MCDONALDS CORP		08/19/2009				

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CUSIP # / PROPERTY DESCRIPTION		DATE SOLD/ ACQUIRED	GAIN AND LOSS DETAIL		COST	GAIN OR LOSS	COVEREDREG
			PROCEEDS OF SALE				
LONG TERM CAPITAL GAIN (LOSS) - CONTINUED							
81369Y407							
6 SHARES OF		05/17/2011	239.27		106.86	132.41	9
SELECT SECTOR SPDR CONSUMER		03/12/2009					
DISCRETIONARY							
87612E106							
11 SHARES OF		05/17/2011	555.37		694.65	(139.28)	9
TARGET CORP		06/01/2007					
171340102							
10 SHARES OF		05/17/2011	824.78		544.90	279.88	9
CHURCH & DWIGHT INC		01/08/2008					
22160K105							
5 SHARES OF		05/17/2011	411.74		264.40	147.34	9
COSTCO WHSL CORP NEW		12/26/2006					
713448108							
8 SHARES OF		05/17/2011	565.10		548.24	16.86	9
PEPSICO INC		09/10/2007					
931422109							
13 SHARES OF		05/17/2011	579.91		590.20	(10.29)	9
WALGREEN CO		06/01/2007					
931142103							
5 SHARES OF		05/17/2011	277.79		273.75	4.04	9
WALMART STORES INC		12/02/2009					

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CUSIP #/ PROPERTY DESCRIPTION		DATE SOLD/ ACQUIRED	GAIN AND LOSS DETAIL		COST	GAIN OR LOSS	COVERED
			PROCEEDS OF SALE				REG
LONG TERM CAPITAL GAIN (LOSS) - CONTINUED							
30231G102							
11 SHARES OF		05/17/2011	879.65		929.94	(50.29)	9
EXXON MOBIL CORP		09/10/2007					
655044105							
2 SHARES OF		05/17/2011	171.61		98.38	73.23	9
NOBLE ENERGY INC		08/15/2006					
655044105							
6 SHARES OF		05/17/2011	514.85		351.48	163.37	9
NOBLE ENERGY INC		05/20/2009					
806857108							
11 SHARES OF		05/17/2011	901.76		710.71	191.05	9
SCHLUMBERGER LTD		03/08/2010					
354613101							
4 SHARES OF		05/17/2011	502.71		382.60	120.11	9
FRANKLIN RES INC		12/19/2005					
38141G104							
3 SHARES OF		05/17/2011	420.77		510.36	(89.59)	9
GOLDMAN SACHS		03/08/2010					
46625H100							
15 SHARES OF		05/17/2011	652.93		779.85	(126.92)	9
JPMORGAN CHASE & CO		06/01/2007					
59156R108							
13 SHARES OF		05/17/2011	570.55		632.91	(62.36)	9
METLIFE INC		08/10/2005					

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CUSIP #/ PROPERTY DESCRIPTION		DATE SOLD/ ACQUIRED	GAIN AND LOSS DETAIL		COST	GAIN OR LOSS	COVERED
			PROCEEDS OF SALE				REG
LONG TERM CAPITAL GAIN (LOSS) - CONTINUED							
949746101							
19 SHARES OF		05/17/2011	533.31		606.10	(72.79)	9
WELLS FARGO & CO NEW		10/27/2008					
58405U102							
9 SHARES OF		05/17/2011	581.02		409.50	171.52	9
MEDCO HEALTH SOLUTIONS INC		05/20/2009					
883556102							
11 SHARES OF		05/17/2011	677.03		625.89	51.14	9
THERMO FISHER SCIENTIFIC INC		02/14/2008					
235851102							
10 SHARES OF		05/17/2011	534.19		377.55	156.64	9
DANAHER CORP		09/10/2007					
235851102							
7 SHARES OF		05/17/2011	373.93		213.33	160.60	9
DANAHER CORP		05/20/2009					
244199105							
3 SHARES OF		05/17/2011	260.96		203.24	57.72	9
DEERE & CO		09/10/2007					
244199105							
4 SHARES OF		05/17/2011	347.95		307.94	40.01	9
DEERE & CO		10/30/2007					
291011104							
8 SHARES OF		05/17/2011	423.67		378.48	45.19	9
EMERSON ELEC CO		09/10/2007					

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			PROCEEDS OF SALE				
LONG TERM CAPITAL GAIN (LOSS) - CONTINUED							
74762E102	16 SHARES OF QUANTA SVCS INC	05/17/2011 07/22/2009	309.27		349.72	(40.45)	9
858912108	5 SHARES OF STERICYCLE INC	05/17/2011 08/15/2006	455.19		166.63	288.56	9
037833100	2 SHARES OF APPLE INC	05/17/2011 09/10/2007	663.74		270.04	393.70	9
268648102	26 SHARES OF EMC CORP	05/17/2011 09/16/2009	707.96		449.72	258.24	9
413875105	8 SHARES OF HARRIS CORP	05/17/2011 11/20/2006	384.47		342.50	41.97	9
413875105	2 SHARES OF HARRIS CORP	05/17/2011 02/18/2009	96.12		82.46	13.66	9
428236103	10 SHARES OF HEWLETT PACKARD CO	05/17/2011 11/21/2007	368.19		492.50	(124.31)	9
459200101	4 SHARES OF INTL BUSINESS MACHS CORP	05/17/2011 09/10/2007	669.34		463.56	205.78	9

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GAIN AND LOSS DETAIL				
CUSIP #/ PROPERTY DESCRIPTION	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS
LONG TERM CAPITAL GAIN (LOSS) - CONTINUED				COVEREDREG
92826C839 10 SHARES OF VISA INC CL A	05/17/2011 05/27/2009	802.58	674.52	128.06
74005P104 1 SHARES OF PRAXAIR INC	05/17/2011 02/18/2009	102.12	64.11	38.01
74005P104 6 SHARES OF PRAXAIR INC	05/17/2011 05/20/2009	612.70	438.78	173.92
428236103 70 SHARES OF HEWLETT PACKARD CO	05/20/2011 03/12/2007	2,538.22	2,811.20	(272.98)
428236103 5 SHARES OF HEWLETT PACKARD CO	05/20/2011 09/10/2007	181.30	242.90	(61.60)
428236103 27 SHARES OF HEWLETT PACKARD CO	05/20/2011 11/21/2007	979.03	1,329.75	(350.72)
428236103 19 SHARES OF HEWLETT PACKARD CO	05/20/2011 10/27/2008	688.95	604.77	84.18
428236103 22 SHARES OF HEWLETT PACKARD CO	05/20/2011 02/18/2009	797.73	752.62	45.11

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CUSIP #/ PROPERTY DESCRIPTION		GAIN AND LOSS DETAIL			
-----		DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS
		-----	-----	----	-----
LONG TERM CAPITAL GAIN (LOSS) - CONTINUED					

428236103					
14 SHARES OF		05/20/2011	507.64	489.72	17.92
HEWLETT PACKARD CO		05/20/2009			9
806857108					
34 SHARES OF		06/22/2011	2,863.53	2,107.66	755.87
SCHLUMBERGER LTD		09/16/2009			9
806857108					
23 SHARES OF		06/22/2011	1,937.10	1,486.03	451.07
SCHLUMBERGER LTD		03/08/2010			9
413875105					
60 SHARES OF		07/21/2011	2,585.00	1,932.59	652.41
HARRIS CORP		04/13/2005			9
413875105					
25 SHARES OF		07/21/2011	1,077.09	1,009.21	67.88
HARRIS CORP		10/10/2005			9
413875105					
23 SHARES OF		07/21/2011	990.91	727.95	262.96
HARRIS CORP		10/27/2008			9
413875105					
24 SHARES OF		07/21/2011	1,034.01	989.52	44.49
HARRIS CORP		02/18/2009			9
413875105					
16 SHARES OF		07/21/2011	689.33	494.24	195.09
HARRIS CORP		05/20/2009			9

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GAIN AND LOSS DETAIL					
CUSIP #/ PROPERTY DESCRIPTION	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS	COVEREDREG
-----	-----	-----	---	-----	-----
LONG TERM CAPITAL GAIN (LOSS) - CONTINUED					
58405U102					
111 SHARES OF	07/21/2011	7,082.02	4,771.32	2,310.70	9
MEDCO HEALTH SOLUTIONS INC	04/15/2009				
58405U102					
23 SHARES OF	07/21/2011	1,467.45	1,046.50	420.95	9
MEDCO HEALTH SOLUTIONS INC	05/20/2009				
TOTAL LONG TERM CAPITAL GAIN (LOSS)		173,350.72	158,612.23	14,738.49	

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GAIN AND LOSS DETAIL				
CUSIP #/ PROPERTY DESCRIPTION	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS
LONG TERM CAPITAL GAINS DIVIDENDS				
922031810				19
9990.385 BASIS SHARES OF				
VANGUARD INTERM-TERM CORP BD ADM				829.20
FD #0571				
TOTAL LONG TERM CAPITAL GAINS DIVIDENDS		0.00	0.00	829.20

COVEREDREG

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SUMMARY OF CAPITAL GAINS AND LOSSES

TOTAL SHORT TERM CAPITAL GAIN (LOSS)	(552.07)	
TOTAL SHORT TERM CAPITAL GAINS DIVIDENDS	0.00	
NET SHORT TERM CAPITAL GAIN (LOSS)	(552.07)	(552.07)
TOTAL LONG TERM CAPITAL GAIN (LOSS)	14,738.49	
TOTAL LONG TERM CAPITAL GAINS DIVIDENDS	829.20	
TOTAL 28% RATE CAPITAL GAINS DIVIDENDS	0.00	
TOTAL SEC 1250 CAPITAL GAINS DIVIDENDS	0.00	
TOTAL SEC 1202 CAPITAL GAINS DIVIDENDS	0.00	
NET LONG TERM CAPITAL GAIN (LOSS)	15,567.69	15,567.69
NET CAPITAL GAIN (LOSS)		15,015.62
TOTAL GAIN/LOSS FROM SALES WITH UNKNOWN COST/ACQUISITION DATE	0.00	

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ADMINISTRATOR: JUDY A MAYES 812-462-7449

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TRAN DATE	TRANSACTION DESCRIPTION	CUSIP	INCOME CASH	PRINCIPAL CASH	GAIN/LOSS	CARRYING VALUE
08/01/11	BALANCES AS OF 08/01/11		69,157.55-	69,162.21		811,393.51
	QUALIFIED DIVIDENDS					
	ABBOTT LABS					
08/15/11	DIV .480 PER SH ON 125 SHS	002824-10-0	60.00	.00	.00	.00
11/15/11	DIV .480 PER SH ON 130 SHS	002824-10-0	62.40	.00	.00	.00
			122.40 *	.00 *		
	ALBEMARLE CORP					
10/03/11	DIV .165 PER SH ON 113 SHS	012653-10-1	18.65	.00	.00	.00
	CHEVRON CORP					
12/12/11	DIV .810 PER SH ON 57 SHS	166764-10-0	46.17	.00	.00	.00
	CHURCH & DWIGHT INC					
09/01/11	DIV .170 PER SH ON 300 SHS	171340-10-2	51.00	.00	.00	.00
12/01/11	DIV .170 PER SH ON 250 SHS	171340-10-2	42.50	.00	.00	.00
			93.50 *	.00 *		
	CITIGROUP INC					
08/26/11	DIV .010 PER SH ON 159 SHS	172967-42-4	1.59	.00	.00	.00
11/23/11	DIV .010 PER SH ON 168 SHS	172967-42-4	1.68	.00	.00	.00
			3.27 *	.00 *		
	COSTCO WHSL CORP NEW					
08/19/11	DIV .240 PER SH ON 72 SHS	22160K-10-5	17.28	.00	.00	.00
11/25/11	DIV .240 PER SH ON 75 SHS	22160K-10-5	18.00	.00	.00	.00
			35.28 *	.00 *		
	DANAHER CORP					
10/28/11	DIV .025 PER SH ON 241 SHS	235851-10-2	6.03	.00	.00	.00
	DEERE & CO					
08/04/11	DIV .410 PER SH ON 106 SHS	244199-10-5	43.46	.00	.00	.00
11/01/11	DIV .410 PER SH ON 111 SHS	244199-10-5	45.51	.00	.00	.00
			88.97 *	.00 *		
	EL PASO CORP					
10/03/11	DIV .010 PER SH ON 235 SHS	28336L-10-9	2.35	.00	.00	.00

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ADMINISTRATOR: JUDY A MAYES 812-462-7449

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TRAN DATE	TRANSACTION DESCRIPTION	CUSIP	INCOME CASH	PRINCIPAL CASH	GAIN/LOSS	CARRYING VALUE
09/09/11	EMERSON ELEC CO DIV .345 PER SH ON 129 SHS	291011-10-4	44.51	.00	.00	.00
12/09/11	DIV .400 PER SH ON 168 SHS	291011-10-4	67.20	.00	.00	.00
			111.71 *	.00 *		
09/09/11	EXXON MOBIL CORP DIV .470 PER SH ON 173 SHS	30231G-10-2	81.31	.00	.00	.00
12/09/11	DIV .470 PER SH ON 179 SHS	30231G-10-2	84.13	.00	.00	.00
			165.44 *	.00 *		
10/14/11	FRANKLIN RES INC DIV .250 PER SH ON 40 SHS	354613-10-1	10.00	.00	.00	.00
12/30/11	DIV .270 PER SH ON 40 SHS	354613-10-1	10.80	.00	.00	.00
12/30/11	SPECIAL CASH DIVIDEND	354613-10-1	80.00	.00	.00	.00
			100.80 *	.00 *		
09/29/11	GOLDMAN SACHS DIV .350 PER SH ON 52 SHS	38141G-10-4	18.20	.00	.00	.00
12/29/11	DIV .350 PER SH ON 53 SHS	38141G-10-4	18.55	.00	.00	.00
			36.75 *	.00 *		
12/13/11	GOLDMAN SACHS MID CAP VALUE INSTL FD #864 DIV .319 PER SH ON 1,247 SHS	38141W-39-8	398.82	.00	.00	.00
10/28/11	HUMANA INC DIV .250 PER SH ON 79 SHS	444859-10-2	19.75	.00	.00	.00
09/09/11	INTL BUSINESS MACHS CORP DIV .750 PER SH ON 69 SHS	459200-10-1	51.75	.00	.00	.00
12/12/11	DIV .750 PER SH ON 69 SHS	459200-10-1	51.75	.00	.00	.00
			103.50 *	.00 *		
08/05/11	JPMORGAN CHASE & CO DIV .250 PER SH ON 229 SHS	46625H-10-0	57.25	.00	.00	.00
10/31/11	DIV .250 PER SH ON 257 SHS	46625H-10-0	64.25	.00	.00	.00
			121.50 *	.00 *		

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TRAN DATE	TRANSACTION DESCRIPTION	CUSIP	INCOME CASH	PRINCIPAL CASH	GAIN/LOSS	CARRYING VALUE
	MCDONALDS CORP					
09/16/11	DIV .610 PER SH ON 134 SHS	580135-10-1	81.74	.00	.00	.00
12/15/11	DIV .700 PER SH ON 141 SHS	580135-10-1	98.70	.00	.00	.00
			180.44 *	.00 *		
	METLIFE INC					
12/14/11	DIV .740 PER SH ON 260 SHS	59156R-10-8	192.40	.00	.00	.00
	NOBLE ENERGY INC					
08/22/11	DIV .220 PER SH ON 119 SHS	655044-10-5	26.18	.00	.00	.00
11/21/11	DIV .220 PER SH ON 126 SHS	655044-10-5	27.72	.00	.00	.00
			53.90 *	.00 *		
	ORACLE CORP					
08/05/11	DIV .060 PER SH ON 290 SHS	68389X-10-5	17.40	.00	.00	.00
11/02/11	DIV .060 PER SH ON 297 SHS	68389X-10-5	17.82	.00	.00	.00
			35.22 *	.00 *		
	PEPSICO INC					
09/30/11	DIV .515 PER SH ON 119 SHS	713448-10-8	61.29	.00	.00	.00
	PRAXAIR INC					
09/15/11	DIV .500 PER SH ON 108 SHS	74005P-10-4	54.00	.00	.00	.00
12/15/11	DIV .500 PER SH ON 111 SHS	74005P-10-4	55.50	.00	.00	.00
			109.50 *	.00 *		
	QUALCOMM INC					
09/23/11	DIV .215 PER SH ON 111 SHS	747525-10-3	23.87	.00	.00	.00
12/21/11	DIV .215 PER SH ON 176 SHS	747525-10-3	37.84	.00	.00	.00
			61.71 *	.00 *		
	ROYCE PENNSYLVANIA MUT CL I FD #260					
12/12/11	DIV .019 PER SH ON 1,895 SHS	780905-84-0	36.78	.00	.00	.00
	SCHLUMBERGER LTD					
10/05/11	DIV .250 PER SH ON 113 SHS	806857-10-8	28.25	.00	.00	.00
	SELECT SECTOR SPDR HLTH CARE ETF					
09/28/11	DIV .177 PER SH ON 420 SHS	81369Y-20-9	74.47	.00	.00	.00

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TRAN DATE	TRANSACTION DESCRIPTION	CUSIP	INCOME CASH	PRINCIPAL CASH	GAIN/LOSS	CARRYING VALUE
12/28/11	DIV .188 PER SH ON 437 SHS	81369Y-20-9	82.32	.00	.00	.00
			156.79 *	.00 *		
	SELECT SECTOR SPDR CONSUMER DISCRETIONARY					
09/28/11	DIV .127 PER SH ON 94 SHS	81369Y-40-7	12.00	.00	.00	.00
12/28/11	DIV .219 PER SH ON 98 SHS	81369Y-40-7	21.52	.00	.00	.00
			33.52 *	.00 *		
	TJX CO INC					
09/01/11	DIV .190 PER SH ON 127 SHS	872540-10-9	24.13	.00	.00	.00
12/01/11	DIV .190 PER SH ON 132 SHS	872540-10-9	25.08	.00	.00	.00
			49.21 *	.00 *		
	TARGET CORP					
09/09/11	DIV .300 PER SH ON 163 SHS	87612E-10-6	48.90	.00	.00	.00
12/12/11	DIV .300 PER SH ON 172 SHS	87612E-10-6	51.60	.00	.00	.00
			100.50 *	.00 *		
	THORNBURG INTL VALUE CL I FD #209					
10/20/11	DIV .104 PER SH ON 1,194 SHS	885215-56-6	125.23	.00	.00	.00
12/28/11	DIV .042 PER SH ON 1,194 SHS	885215-56-6	51.13	.00	.00	.00
			176.36 *	.00 *		
	VANGUARD INTERM TERM CORP BD ADM FUND #0571					
08/01/11	DIV TO 07/31/11	922031-81-0	372.74	.00	.00	.00
10/01/11	DIV TO 08/31/11	922031-81-0	369.19	.00	.00	.00
10/07/11	DIV TO 09/30/11	922031-81-0	356.00	.00	.00	.00
11/01/11	DIV TO 10/31/11	922031-81-0	364.80	.00	.00	.00
12/01/11	DIV TO 11/30/11	922031-81-0	352.45	.00	.00	.00
			1,815.18 *	.00 *		
	VANGUARD REIT ETF					
09/29/11	DIV .497 PER SH ON 292 SHS	922908-55-3	145.12	.00	.00	.00
12/30/11	DIV .642 PER SH ON 292 SHS	922908-55-3	187.46	.00	.00	.00
			332.58 *	.00 *		

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TRAN DATE	TRANSACTION DESCRIPTION	CUSIP	INCOME CASH	PRINCIPAL CASH	GAIN/LOSS	CARRYING VALUE
	VISA INC CL A					
09/07/11	DIV .150 PER SH ON 153 SHS	92826C-83-9	22.95	.00	.00	.00
12/06/11	DIV .220 PER SH ON 142 SHS	92826C-83-9	31.24	.00	.00	.00
			54.19 *	.00 *		
	WALMART STORES INC					
09/06/11	DIV .365 PER SH ON 73 SHS	931142-10-3	26.65	.00	.00	.00
	WALGREEN CO					
09/12/11	DIV .225 PER SH ON 199 SHS	931422-10-9	44.78	.00	.00	.00
12/12/11	DIV .225 PER SH ON 255 SHS	931422-10-9	57.38	.00	.00	.00
			102.16 *	.00 *		
	WELLS FARGO & CO NEW					
09/01/11	DIV .120 PER SH ON 298 SHS	949746-10-1	35.76	.00	.00	.00
12/01/11	DIV .120 PER SH ON 336 SHS	949746-10-1	40.32	.00	.00	.00
			76.08 *	.00 *		
	TOTAL QUALIFIED DIVIDENDS		5,157.60	.00	.00	.00
	INTEREST - U S OBLIGATIONS					
12/08/11	FED HOME LN BK 4.375% 06/08/2012 INT TO 12/08/11 ON 25,000	3133XB-T3-9	546.87	.00	.00	.00
08/16/11	FED HOME LN BK 3.4% 02/16/2017 INT TO 08/16/11 ON 15,000	3133XX-3L-9	255.00	.00	.00	.00
12/02/11	FED FARM CR BK 3% 06/02/2017 INT TO 12/02/11 ON 25,000	31331J-QB-2	375.00	.00	.00	.00
11/03/11	FED FARM CR BK 3.3% 05/03/2019 INT TO 11/03/11 ON 25,000	31331K-KC-3	412.50	.00	.00	.00
09/15/11	FED NAT MTG ASSOC 4.375% 09/15/2012 INT TO 09/15/11 ON 25,000	31359M-PF-4	546.87	.00	.00	.00
10/17/11	FED NAT MTG ASSOC 4.625% 10/15/2013 INT TO 10/15/11 ON 25,000	31359M-TG-8	578.12	.00	.00	.00

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TRAN DATE	TRANSACTION DESCRIPTION	CUSIP	INCOME CASH	PRINCIPAL CASH	GAIN/LOSS	CARRYING VALUE
08/15/11	US TREASURY N/B 4.875% 02/15/2012 INT TO 08/15/11 ON 25,000	912827-7L-0	609.37	.00	.00	.00
08/31/11	US TREASURY N/B 2.75% 02/28/2018 INT TO 08/31/11 ON 10,000	912828-PY-0	137.50	.00	.00	.00
08/31/11	US TREASURY N/B 2.125% 02/29/2016 INT TO 08/31/11 ON 25,000	912828-QJ-2	265.63	.00	.00	.00
	TOTAL INTEREST - U S OBLIGATIONS		3,726.86	.00	.00	.00
	INTEREST - CORPORATE					
09/01/11	GOLDMAN SACHS 5.7% 09/01/2012 INT TO 09/01/11 ON 25,000	38141G-CG-7	712.50	.00	.00	.00
	GOLDMAN SACHS FINANCIAL SQUARE MONEY MARKET #474					
08/01/11	INT TO 07/31/11	38141W-23-2	2.22	.00	.00	.00
09/01/11	INT TO 08/31/11	38141W-23-2	3.36	.00	.00	.00
10/03/11	INT TO 09/30/11	38141W-23-2	4.48	.00	.00	.00
11/01/11	INT TO 10/31/11	38141W-23-2	3.98	.00	.00	.00
12/01/11	INT TO 11/30/11	38141W-23-2	4.10	.00	.00	.00
			18.14 *	.00 *		
	TOTAL INTEREST - CORPORATE		730.64	.00	.00	.00
	OTHER RECEIPTS					
09/26/11	APPLE INC SOLD 2 SHS 09/21/11 TO BNY BROKERAGE @ 415.45 COMMISSION: SEC FEE/OTHER COST:	037833-10-0	.00	830.68	560.64	270.04-
09/22/11	BLACKROCK BASIC VALUE INSTL FD #376 SOLD 375.912 SHS 09/21/11 @ 22.89	09251G-50-7	.00	8,604.63	1,695.37-	10,300.00-

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TRAN DATE	TRANSACTION DESCRIPTION	CUSIP	INCOME CASH	PRINCIPAL CASH	GAIN/LOSS	CARRYING VALUE
09/26/11	CHURCH & DWIGHT INC SOLD 50 SHS 09/21/11 TO BNY BROKERAGE @ 43.51 COMMISSION: 5.00 SEC FEE/OTHER COST: .04	171340-10-2	.00	2,170.46	808.93	1,361.53-
12/22/11	DRIEHAUS EMERGING MKTS GROWTH FD #3 LONG TERM CAPITAL GAINS DIST AT \$.067 PER SHARE	262028-30-1	.00	36.82	36.82	.00
12/22/11	SHORT TERM CAPITAL GAINS DIST AT \$ 1.597 PER SHARE	262028-30-1	.00	870.74	870.74	.00
11/17/11	EL PASO CORP SOLD 246 SHS 11/14/11 TO MORGAN STANLEY @ 24.7569 COMMISSION: 12.30 SEC FEE/OTHER COST: .12	28336L-10-9	.00 *	907.56	907.56 *	.00 *
09/26/11	FRANKLIN RES INC SOLD 17 SHS 09/21/11 TO BNY BROKERAGE @ 112.51 COMMISSION: 1.70 SEC FEE/OTHER COST: .04	354613-10-1	.00	1,910.93	350.70	1,560.23-
12/31/11	GOLDMAN SACHS FINANCIAL SQUARE MONEY MARKET #474 SALES (6) 08/01/11 TO 12/31/11	38141W-23-2	.00	45,100.31	.00	45,100.31-
12/31/11	GOLDMAN SACHS FINANCIAL SQUARE SALES (1) 08/01/11 TO 12/31/11	38141W-32-3	.00	425.72	.00	425.72-
12/09/11	GOLDMAN SACHS GROWTH OPPORTUNITIES CL I FD #1132 LONG TERM CAPITAL GAINS DIST AT \$ 1.326 PER SHARE	38142Y-40-1	.00	1,658.71	1,658.71	.00

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A L WEBSTER FOUNDATION

TRAN DATE	TRANSACTION DESCRIPTION	CUSIP	INCOME CASH	PRINCIPAL CASH	GAIN/LOSS	CARRYING VALUE
12/09/11	SHORT TERM CAPITAL GAINS DIST AT \$.065 PER SHARE	38142Y-40-1	.00	82.17	82.17	.00
09/26/11	PEPSICO INC SOLD 119 SHS 09/21/11 TO BNY BROKERAGE @ 61.3 COMMISSION: 9.52 SEC FEE/OTHER COST: .14	713448-10-8	.00 *	1,740.88	1,740.88 *	.00 *
12/12/11	ROYCE PENNSYLVANIA MUT CL I FD #260 LONG TERM CAPITAL GAINS DIST AT \$.379 PER SHARE	780905-84-0	.00	7,285.04	1,260.77	6,024.27-
09/26/11	STERICYCLE INC SOLD 17 SHS 09/21/11 TO BNY BROKERAGE @ 82.32 COMMISSION: 1.70 SEC FEE/OTHER COST: .03	858912-10-8	.00	1,397.71	831.19	566.52-
12/30/11	VANGUARD INTERM TERM CORP BD ADM FUND #0571 LONG TERM CAPITAL GAINS DIST AT \$.117 PER SHARE	922031-81-0	.00	1,168.88	1,168.88	.00
12/30/11	SHORT TERM CAPITAL GAINS DIST AT \$.011 PER SHARE	922031-81-0	.00	109.89	109.89	.00
09/26/11	VISA INC CL A SOLD 11 SHS 09/21/11 TO BNY BROKERAGE @ 93.16 COMMISSION: 1.10 SEC FEE/OTHER COST: .02	92826C-83-9	.00 *	1,278.77	1,278.77 *	.00 *
	TOTAL OTHER RECEIPTS		.00	79,474.00	8,162.55	71,311.45-

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ACCOUNT NO. 62-0007-01-3
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A L WEBSTER FOUNDATION

TRAN DATE	TRANSACTION DESCRIPTION	CUSIP	INCOME CASH	PRINCIPAL CASH	GAIN/LOSS	CARRYING VALUE
FEES AND EXPENSES						
08/30/11	FEE 07/15/11 TO 07/31/11		.00	260.41-	.00	.00
09/09/11	MONTHLY FEE TO 08/31/11		.00	484.03-	.00	.00
10/11/11	MONTHLY FEE TO 09/30/11		.00	548.68-	.00	.00
11/11/11	MONTHLY FEE TO 10/31/11		.00	580.23-	.00	.00
12/09/11	MONTHLY FEE TO 11/30/11		.00	577.05-	.00	.00
12/30/11	COMMERCIAL NEWS OTHER FEES AND EXPENSES PAID FOR NOT ICE OF GRANT APPLICATIONS AVAILABLE		.00	197.72-	.00	.00
	TOTAL FEES AND EXPENSES		.00	2,648.12-	.00	.00
OTHER DISBURSEMENTS						
09/26/11	ABBOTT LABS PURCHASED 5 SHS 09/21/11 FROM BNY BROKERAGE @ 52.07 COMMISSION: .50	002824-10-0	.00	260.85-	.00	260.85
09/26/11	ALBEMARLE CORP PURCHASED 7 SHS 09/21/11 FROM BNY BROKERAGE @ 44.07 COMMISSION: .70	012653-10-1	.00	309.19-	.00	309.19
11/17/11	CHEVRON CORP PURCHASED 57 SHS 11/14/11 FROM MORGAN STANLEY @ 105.8893 COMMISSION: 2.85	166764-10-0	.00	6,038.54-	.00	6,038.54
09/26/11	CITIGROUP INC PURCHASED 9 SHS 09/21/11 FROM BNY BROKERAGE @ 26.27 COMMISSION: .90	172967-42-4	.00	237.33-	.00	237.33

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TRAN DATE	TRANSACTION DESCRIPTION	CUSIP	INCOME CASH	PRINCIPAL CASH	GAIN/LOSS	CARRYING VALUE
09/26/11	COSTCO WHSL CORP NEW PURCHASED 3 SHS 09/21/11 FROM BNY BROKERAGE @ 85.01 COMMISSION: .30	22160K-10-5	.00	255.33-	.00	255.33
09/26/11	DANAHER CORP PURCHASED 8 SHS 09/21/11 FROM BNY BROKERAGE @ 45.42 COMMISSION: .80	235851-10-2	.00	364.16-	.00	364.16
09/26/11	DEERE & CO PURCHASED 5 SHS 09/21/11 FROM BNY BROKERAGE @ 73.99 COMMISSION: .50	244199-10-5	.00	370.45-	.00	370.45
09/26/11	DIRECTV CL A PURCHASED 43 SHS 09/21/11 FROM BNY BROKERAGE @ 42.12 COMMISSION: 4.30	25490A-10-1	.00	1,815.46-	.00	1,815.46
09/22/11	DRIEHAUS EMERGING MKTS GROWTH FD #3 PURCHASED 44.709 SHS 09/21/11 @ 28.49	262028-30-1	.00	1,273.77-	.00	1,273.77
09/26/11	EMC CORP PURCHASED 14 SHS 09/21/11 FROM BNY BROKERAGE @ 21.56 COMMISSION: 1.40	268648-10-2	.00	303.24-	.00	303.24
09/26/11	EL PASO CORP PURCHASED 11 SHS 09/21/11 FROM BNY BROKERAGE @ 18.7 COMMISSION: 1.10	28336L-10-9	.00	206.80-	.00	206.80

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TRAN DATE	TRANSACTION DESCRIPTION	CUSIP	INCOME CASH	PRINCIPAL CASH	GAIN/LOSS	CARRYING VALUE
09/26/11	EMERSON ELEC CO PURCHASED 39 SHS 09/21/11 FROM BNY BROKERAGE @ 44.39 COMMISSION: 3.90	291011-10-4	.00	1,735.11-	.00	1,735.11
09/26/11	EXXON MOBIL CORP PURCHASED 6 SHS 09/21/11 FROM BNY BROKERAGE @ 72.82 COMMISSION: .60	30231G-10-2	.00	437.52-	.00	437.52
09/26/11	GOLDMAN SACHS PURCHASED 1 SHS 09/21/11 FROM BNY BROKERAGE @ 99.09 COMMISSION: .10	38141G-10-4	.00	99.19-	.00	99.19
12/31/11	GOLDMAN SACHS FINANCIAL SQUARE MONEY PURCHASES (46) 08/01/11 TO 12/31/11	38141W-23-2	.00	9,597.13-	.00	9,597.13
12/31/11	GOLDMAN SACHS FINANCIAL SQUARE PURCHASES (14) 08/01/11 TO 12/31/11	38141W-32-3	.00	38,721.12-	.00	38,721.12
09/22/11	GOLDMAN SACHS MID CAP VALUE INSTL FD #864 PURCHASED 44.846 SHS 09/21/11 @ 31.59	38141W-39-8	.00	1,416.70-	.00	1,416.70
09/22/11	GOLDMAN SACHS GROWTH OPPORTUNITIES CL I FD #1132 PURCHASED 44.729 SHS 09/21/11 @ 21.56	38142Y-40-1	.00	964.35-	.00	964.35
09/26/11	HUMANA INC PURCHASED 79 SHS 09/21/11 FROM BNY BROKERAGE @ 75.9448 COMMISSION: 6.32	444859-10-2	.00	6,005.96-	.00	6,005.96
09/26/11	JPMORGAN CHASE & CO PURCHASED 28 SHS 09/21/11 FROM BNY BROKERAGE @ 31.08 COMMISSION: 2.80	46625H-10-0	.00	873.04-	.00	873.04

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TRAN DATE	TRANSACTION DESCRIPTION	CUSIP	INCOME CASH	PRINCIPAL CASH	GAIN/LOSS	CARRYING VALUE
09/26/11	MCDONALDS CORP PURCHASED 7 SHS 09/21/11 FROM BNY BROKERAGE @ 88.31 COMMISSION: .70	580135-10-1	.00	618.87-	.00	618.87
09/26/11	METLIFE INC PURCHASED 52 SHS 09/21/11 FROM BNY BROKERAGE @ 29.79 COMMISSION: 5.20	59156R-10-8	.00	1,554.28-	.00	1,554.28
09/26/11	NOBLE ENERGY INC PURCHASED 7 SHS 09/21/11 FROM BNY BROKERAGE @ 78.24 COMMISSION: .70	655044-10-5	.00	548.38-	.00	548.38
09/26/11	ORACLE CORP PURCHASED 7 SHS 09/21/11 FROM BNY BROKERAGE @ 30.16 COMMISSION: .70	68389X-10-5	.00	211.82-	.00	211.82
09/26/11	PRAXAIR INC PURCHASED 3 SHS 09/21/11 FROM BNY BROKERAGE @ 98.45 COMMISSION: .30	74005P-10-4	.00	295.65-	.00	295.65
09/26/11	QUALCOMM INC PURCHASED 65 SHS 09/21/11 FROM BNY BROKERAGE @ 52.29 COMMISSION: 5.20	747525-10-3	.00	3,404.05-	.00	3,404.05
09/26/11	QUANTA SVCS INC PURCHASED 13 SHS 09/21/11 FROM BNY BROKERAGE @ 19.25 COMMISSION: 1.30	74762E-10-2	.00	251.55-	.00	251.55

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TRAN DATE	TRANSACTION DESCRIPTION	CUSIP	INCOME CASH	PRINCIPAL CASH	GAIN/LOSS	CARRYING VALUE
09/22/11	ROYCE PENNSYLVANIA MUT CL I FD #260 PURCHASED 62.643 SHS 09/21/11 @ 10.22	780905-84-0	.00	640.21-	.00	640.21
09/26/11	SCHLUMBERGER LTD PURCHASED 7 SHS 09/21/11 FROM BNY BROKERAGE @ 66.2 COMMISSION: .70	806857-10-8	.00	464.10-	.00	464.10
09/26/11	SELECT SECTOR SPDR HLTH CARE ETF PURCHASED 17 SHS 09/21/11 FROM BNY BROKERAGE @ 32.42 COMMISSION: 1.70	81369Y-20-9	.00	552.84-	.00	552.84
09/26/11	SELECT SECTOR SPDR CONSUMER DISCRETIONARY PURCHASED 4 SHS 09/21/11 FROM BNY BROKERAGE @ 36.83 COMMISSION: .40	81369Y-40-7	.00	147.72-	.00	147.72
09/26/11	TJX CO INC PURCHASED 5 SHS 09/21/11 FROM BNY BROKERAGE @ 56.96 COMMISSION: .50	872540-10-9	.00	285.30-	.00	285.30
09/26/11	TARGET CORP PURCHASED 9 SHS 09/21/11 FROM BNY BROKERAGE @ 51.83 COMMISSION: .90	87612E-10-6	.00	467.37-	.00	467.37
09/26/11	THERMO FISHER SCIENTIFIC INC PURCHASED 9 SHS 09/21/11 FROM BNY BROKERAGE @ 51.96 COMMISSION: .90	883556-10-2	.00	468.54-	.00	468.54

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TRAN DATE	TRANSACTION DESCRIPTION	CUSIP	INCOME CASH	PRINCIPAL CASH	GAIN/LOSS	CARRYING VALUE
09/22/11	THORNBURG INTL VALUE CL I FD #209 PURCHASED 67.884 SHS 09/21/11 @ 24.49	885215-56-6	.00	1,662.49-	.00	1,662.49
09/26/11	VANGUARD REIT ETF PURCHASED 8 SHS 09/21/11 FROM BNY BROKERAGE @ 54.15 COMMISSION: .80	922908-55-3	.00	434.00-	.00	434.00
09/26/11	WALMART STORES INC PURCHASED 3 SHS 09/21/11 FROM BNY BROKERAGE @ 51.65 COMMISSION: .30	931142-10-3	.00	155.25-	.00	155.25
09/26/11	WALGREEN CO PURCHASED 56 SHS 09/21/11 FROM BNY BROKERAGE @ 36.74 COMMISSION: 4.48	931422-10-9	.00	2,061.92-	.00	2,061.92
09/26/11	WELLS FARGO & CO NEW PURCHASED 38 SHS 09/21/11 FROM BNY BROKERAGE @ 24.27 COMMISSION: 3.80	949746-10-1	.00	926.06-	.00	926.06
	TOTAL OTHER DISBURSEMENTS		.00	86,435.64-	.00	86,435.64
	DISTRIBUTIONS TO BENEFICIARIES					
11/10/11	ILLINOIS SECRETARY OF STATE PAYMENT OF PROFESSIONAL FEES FILING FEE FOR A L WEBSTER FOUNDATIO N FOR ANNUAL REPORT		.00	10.00-	.00	.00
	TOTAL DISTRIBUTIONS TO BENEFICIARIES		.00	10.00-	.00	.00
	TAX RELATED TRANSACTIONS		9,615.10	9,619.76-	8,162.55	15,124.19
12/31/11	BALANCES AS OF 12/31/11		59,542.45-	59,542.45 **		826,517.70 **