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

OMB No 1545-0052

2011

Department of the Treasury
Internal Revenue Service

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

For calendar year 2011, or tax year beginning , 2011, and ending

Name of foundation Peter & Dorothy Solomon Foundation		A Employer identification number 38-2956333
Number and street (or P O box number if mail is not delivered to street address) 2855 Coolidge Hwy.	Room/suite 101A	B Telephone number (see the instructions) (989) 615-6436
City or town Troy	State ZIP code MI 48084	C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial Return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization. <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 5,599,220.	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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 <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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 (att sch)				
	2 <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	68,344.	68,344.		
	5a Gross rents	105,942.	105,942.		
	b Net rental income or (loss)	105,942.			
	6a Net gain/(loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain			0.	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit/(loss) (att sch)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	174,286.	174,286.	0.		
ADMINISTRATIVE AND OPERATING EXPENSES	13 Compensation of officers, directors, trustees, etc	66,150.	6,615.		59,535.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) L-16a Stmt	3,825.	383.		3,442.
	b Accounting fees (attach sch) L-16b Stmt	1,053.	105.		1,053.
	c Other prof fees (attach sch) L-16c Stmt	16,517.	16,517.		0.
	17 Interest				
	18 Taxes (attach schedule)(see instrs) See Line 18 Stmt	16.	16.		0.
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) See Line 23 Stmt	5,726.	556.		5,170.
	24 Total operating and administrative expenses. Add lines 13 through 23	93,287.	24,192.		69,200.
	25 Contributions, gifts, grants paid	105,000.			105,000.
26 Total expenses and disbursements. Add lines 24 and 25	198,287.	24,192.		174,200.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-24,001.				
b Net investment income (if negative, enter -0-)		150,094.			
c Adjusted net income (if negative, enter -0-)			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
A S S E T S	1	Cash — non-interest-bearing			
	2	Savings and temporary cash investments	2,915,755.	3,171,708.	3,171,708.
	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 sch)			
		Less allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments — U.S. and state government obligations (attach schedule)			
	b	Investments — corporate stock (attach schedule) L-10b Stmt	40,317.	12,311.	32,470.
	c	Investments — corporate bonds (attach schedule) L-10c Stmt	1,118,990.	505,059.	498,011.
	11	Investments — land, buildings, and equipment, basis			
L I A B I L I T I E S		Less accumulated depreciation (attach schedule)			
	12	Investments — mortgage loans			
	13	Investments — other (attach schedule) L-13 Stmt	2,602,781.	2,789,299.	1,897,031.
	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)	6,677,843.	6,478,377.	5,599,220.
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
N E T A S S E T S F U N D B A L A N C E S	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe)			
	23	Total liabilities (add lines 17 through 22)			
		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			
F U N D B A L A N C E S	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	6,677,843.	6,478,377.	
	30	Total net assets or fund balances (see instructions)	6,677,843.	6,478,377.	
	31	Total liabilities and net assets/fund balances (see instructions)	6,677,843.	6,478,377.	

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	6,677,843.
2	Enter amount from Part I, line 27a	2	-24,001.
3	Other increases not included in line 2 (itemize) Adjustment to Weinm Partnership	3	-175,465.
4	Add lines 1, 2, and 3	4	6,478,377.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	6,478,377.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a 7.3260 sh. SEI Real Return Fund (SRAAX)	P	06/07/11	07/12/11
b 7.0400 sh. SEI Real Return Fund (SRAAX)	P	06/07/11	10/18/11
c 22.5710 sh. SEI Small Cap Value Fund (SESVX)	P	07/01/10	06/07/11
d 13.1890 sh. SEI Emerging Markets Debt Fund (SITEX)	P	09/01/09	01/19/11
e See Columns (a) thru (d)			

(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 78.		79.	-1.
b 75.		76.	-1.
c 397.		368.	29.
d 147.		127.	20.
e See Columns (e) thru (h)		722,017.	-12,019.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			-1.
b			-1.
c			29.
d			20.
e See Columns (i) thru (l)			-12,019.

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	-11,972.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div> <div>If gain, also enter in Part I, line 8, column (c) (see instructions)</div> <div>If (loss), enter -0- in Part I, line 8</div> </div>	3	-9,169.

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 (column (b) divided by column (c))
2010	237,198.	5,692,282.	0.041670
2009	61,797.	5,910,699.	0.010455
2008	100,818.	4,359,490.	0.023126
2007	100,818.	4,980,165.	0.020244
2006	91,787.	5,196,051.	0.017665

2 Total of line 1, column (d)	2	0.113160
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	0.022632
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	5,680,015.
5 Multiply line 4 by line 3	5	128,550.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,501.
7 Add lines 5 and 6	7	130,051.
8 Enter qualifying distributions from Part XII, line 4	8	174,200.

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.

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary – see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	1,501.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	1,501.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	1,501.
6 Credits/Payments			
a 2011 estimated tax pmts and 2010 overpayment credited to 2011	6 a	5,000.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c	0.	
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	5,000.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	33.	
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	3,466.	
11 Enter the amount of line 10 to be Credited to 2012 estimated tax 3,466. Refunded	11		

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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 the instructions for definition)?		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?		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		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
4 a 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, column (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) MI - Michigan		
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)	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? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>Richard Penoyar</u> Telephone no <u>(989) 615-6436</u> Located at <u>2855 Coolidge Hwy, Ste. 101-A Troy MI</u> ZIP + 4 <u>48084-3215</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			
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 <u></u>				

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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <u></u>	1b	X
Organizations relying on a current notice regarding disaster assistance check here <u></u>		
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? <u></u>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
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) <u></u>	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 <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <u></u>	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <u></u>	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? <u></u>	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)? (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

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
<u>Richard E. Penoyar, Jr.</u> 4910 Tucker Street, Midland, MI 48640	President, Treasurer, D 40.00	60,150.	0.	0.
<u>Doris E. Wenban</u> 4910 Tucker Street, Midland, MI 48640	Vice President, Directo 1.00	1,700.	0.	0.
<u>Thomas Houghtaling</u> 544 Manzer, Beaverton, MI 48612	Director 1.00	1,300.	0.	0.
See Information about Officers, Directors, Trustees, Etc.		3,000.	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
<u>None</u>				
<u>0</u>				
<u>0</u>				
<u>0</u>				
<u>0</u>				

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		

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	
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	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	

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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	1,798,370.
b Average of monthly cash balances	1b	3,001,721.
c Fair market value of all other assets (see instructions)	1c	966,422.
d Total (add lines 1a, b, and c)	1d	5,766,513.
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	
3 Subtract line 2 from line 1d	3	5,766,513.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	86,498.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,680,015.
6 Minimum investment return. Enter 5% of line 5	6	284,001.

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	284,001.
2a Tax on investment income for 2011 from Part VI, line 5	2a	1,501.
b Income tax for 2011 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	1,501.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	282,500.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	282,500.
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	282,500.

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	174,200.
b Program-related investments — total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	174,200.
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	1,501.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	172,699.

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.

BAA

Form 990-PF (2011)

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				282,500.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			21,182.	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2011				
a From 2006	0.			
b From 2007	0.			
c From 2008	0.			
d From 2009	0.			
e From 2010	0.			
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 174,200.				
a Applied to 2010, but not more than line 2a			21,182.	
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				153,018.
e Remaining amount distributed out of corpus	0.			
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	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount — see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a Taxable amount — see instructions			0.	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				129,482.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2007	0.			
b Excess from 2008	0.			
c Excess from 2009	0.			
d Excess from 2010	0.			
e Excess from 2011	0.			

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling ▶

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

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

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year — see instructions.)**1 Information Regarding Foundation Managers:**

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

None

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

None

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

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc., (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a Paid during the year</i>				
Covenant House Michigan 2959 Martin Luther King, Jr. Blvd., Detroit, MI 48028	N/A	Public Charity	General Operating	10,000.
Alternatives for Girls 903 W. Grand Boulevard, Detroit, MI 48208	N/A	Public Charity	General Operating	10,000.
Leader Dogs for the Blind 1039 Rochester, Rochester, MI 48307	N/A	Public Charity	General Operating	10,000.
Hereditary Disease Foundation 1303 Pico Boulevard Santa Monica CA 90405	N/A	Public Charity	General Operating	20,000.
Oregon Health & Science University 2181 S.W. Sam Jackson Park Road Portland OR 97239	N/A	Public Charity	General Operating	20,000.
Wounded Warriors Project 7020 AC Skinner Parkway Jacksonville FL 32256	N/A	Public Charity	General Operating	5,000.
Starting Point of Rochester 110 East Second Street Rochester MI 48307	N/A	Public Charity	General Operating	5,000.
ALSAC Gift Planning, St Jude Childrens Research Hos 262 Danny Thomas Place Memphis TN 38105	N/A	Public Charity	General Operating	5,000.
National Fibromyalgia Association 2121 South Towne Center, Suite 301 Anaheim CA 92806	N/A	Public Charity	General Operating	5,000.
See Line 3a statement				15,000.
Total			3a	105,000.
<i>b Approved for future payment</i>				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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) Exclu sion 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	68,344.	
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			16	105,942.	
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				174,286.	
13 Total. Add line 12, columns (b), (d), and (e)				13	174,286.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Supporting Statement of:

Form 990-PF, p2/Line 2(b)

Description	Amount
TD Ameritrade FDIC Insured Deposit Account	3,171,708.
Total	<u>3,171,708.</u>

Supporting Statement of:

Form 990-PF, p2/Line 2(c)

Description	Amount
TD Ameritrade FDIC Insured Deposit Account	3,171,708.
Total	<u>3,171,708.</u>

Supporting Statement of:

Form 990-PF, p6/Line 1c, Compensation-1

Description	Amount
W-2 Wages	58,450.
Total	<u>60,150.</u>

Supporting Statement of:

Form 990-PF, p8/Part X, Line 1c

Description	Amount
Wienm Properties - Real Estate Partnership valued at 8.35% rate of return	308,558.
Wienm Properties -Real Estate Partnership	370,193.
Santa Fe OK Properties	287,671.
Total	<u>966,422.</u>

Supporting Statement of:

Form 990-PF, p12/Line 4 Column (d)

Description	Amount
SEI Private Trust Company Tax Letter	9,548.
SEI Private Trust Company Tax Letter US Govt Interest Dividends	968.

Form 990-PF, Page 1, Part I, Line 18

Line 18 Stmt

Taxes	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Federal Tax Paid				
Foreign Tax Paid TD Ameritrade)	16.	16.		0.
Federal Tax				
Total	<u>16.</u>	<u>16.</u>		<u>0.</u>

Form 990-PF, Page 1, Part I, Line 23

Line 23 Stmt

Other expenses	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Office Supplies	2,461.	246.		2,215.
P.O. Box Rental	540.	54.		486.
Postage	75.	8.		67.
Internet	975.	98.		877.
Telephone Service	1,500.	150.		1,350.
Michigan Annual Report	25.			25.
Bank Fees	150.	0.		150.
Total	<u>5,726.</u>	<u>556.</u>		<u>5,170.</u>

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Columns (a) thru (d)

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
13.7610 sh. SEI Emerging Markets Debt Fund (SITEX)	P	09/10/09	04/12/11
13.7730 sh. SEI Emerging Markets Debt Fund (SITEX)	P	09/01/09	07/12/11
13.4240 sh. SEI Emerging Markets Debt Fund (SITEX)	P	09/01/09	10/18/11
24.130 sh. SEI Large Cap Growth Fund (SELCX)	P	11/08/99	01/19/11
24.8040 sh. SEI Large Cap Growth Fund (SELCX)	P	11/09/99	04/12/11
24.4490 sh. SEI Large Cap Growth Fund (SELCX)	P	11/08/99	07/12/11
22.9690 sh. SEI Large Cap Growth Fund (SELCX)	P	11/08/99	10/18/11
4.8420 sh. SEI Large Cap Value Fund (TRMVX)	P	11/08/99	01/19/11
5.0050 sh. SEI Large Cap Value Fund (TRMVX)	P	11/08/99	04/12/11
4.9350 sh. SEI Large Cap Value Fund (TRMVX)	P	11/08/99	07/12/11
4.6280 sh. SEI Large Cap Value Fund (TRMVX)	P	11/08/99	10/18/11
12.1130 Sh. SEI Real Estate Fund (SETAX)	P	09/01/09	01/19/11
12.3170 sh. SEI Real Estate Fund (SETAX)	P	09/01/09	04/12/11
12.1030 sh. SEI Real Estate Fund (SETAX)	P	09/01/09	07/12/11
11.2360 sh. SEI Real Estate Fund (SETAX)	P	09/01/09	10/18/11
4.4530 sh. SEI Small Cap Value Fund (SESVX)	P	11/08/99	04/12/11
2939.1320 sh. SEI Small Cap Value Fund (SESVX)	P	11/08/99	06/07/11
Rtrn of Principle, CIT Group Inc Call SR 7% Notes	P	09/10/07	05/02/11
Rtrn of Principle, CIT Group Inc Call SR 7% Notes	P	09/10/07	05/03/11
Rtrn of Principle, CIT Group Inc Call SR 7% Notes	P	09/10/07	09/30/11
10.8600 CIT Group Inc Call SR Sec 7% Notes	P	09/10/07	10/13/11
Rtrn of Principle, CIT Group Inc Call SR 7% Notes	P	09/10/07	03/31/11
Rtrn of Principle, CIT Group Inc SR 7% Notes	P	09/10/07	04/04/11
7.2400 CIT Group Inc SR Secure 7% Notes	P	09/10/07	05/02/11
75000 General Motors Acceptance Corp V 1.95%	P	05/26/10	07/15/11
400.000 shs Ishares Dow Jones Financ Sect Indx Fd	P	10/01/08	06/07/11

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Continued

Columns (a) thru (d)

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
600.000 shs Ishares Dow Jones Financ Sect Indx Fd	P	10/01/08	06/07/11
200.000 shs Ishares Global 100 Index Fd	P	06/24/11	08/04/11
100.000 shs Ishares Global 100 Index Fd	P	06/24/11	08/04/11
29639.43 shs Ishares Globabl 100 Index Fd	P	06/24/11	08/04/11
Ishares Gold Trust Com	P	03/18/11	03/31/11
Ishares Gold Trust Com	P	03/18/11	04/30/11
Ishares Gold Trust Com	P	03/18/11	05/31/11
Ishares Gold Trust Com	P	03/18/11	06/30/11
Ishares Gold Trust Com	P	03/18/11	07/31/11
Ishares Gold Trust Com	P	03/18/11	08/31/11
Ishares Gold Trust Com	P	03/18/11	09/30/11
Ishares Gold Trust Com	P	03/18/11	10/31/11
Ishares Gold Trust Com	P	03/18/11	11/30/11
Ishares Gold Trust Com	P	03/18/11	12/31/11
Ishares Silver Trust	P	03/18/11	03/31/11
Ishares Silver Trust	P	03/18/11	04/30/11
450.000 shs Ishares Silver Trust	P	03/18/11	05/05/11
50.000 shs M&I Marshall & Ilsley Bk Mt 6.375%	P	05/14/10	09/01/11
50.000 shs M&I Marshall & Ilsley Bk Mtns 5.35%	P	05/14/10	04/01/11
1000.000 shs Proshares Short S&P 500 Fd	P	04/12/11	10/14/11
Sprint Cap Corp Note 7.625% 01/31/11	P	01/22/10	01/31/11
Ret. of Princ. CIT Group New Secd Nts	P	09/10/07	02/01/11
Household Finance Corp Internotes	P	02/19/10	02/10/11
Textron Finl Corp Medium Term Notes	P	05/04/10	02/25/11
Home Depot Inc SR Nts 5.200%	P	04/18/08	03/01/11

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Columns (e) thru (h)

(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)
154.		133.	21.
157.		133.	24.
147.		129.	18.
538.		762.	-224.
563.		783.	-220.
565.		772.	-207.
493.		725.	-232.
80.		96.	-16.
86.		100.	-14.
83.		98.	-15.
71.		92.	-21.
151.		101.	50.
160.		103.	57.
170.		101.	69.
139.		94.	45.
78.		62.	16.
82.		63.	19.
52,022.		48,127.	3,895.

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income
Columns (e) thru (h)

Continued

(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)
4,804.		4,804.	0.
96.		96.	0.
4,145.		4,145.	0.
1,950.		11,240.	-9,290.
1,721.		1,721.	0.
34.		34.	0.
3,875.		7,493.	-3,618.
75,000.		71,067.	3,933.
22,094.		20,386.	1,708.
33,155.		30,578.	2,577.
11,864.		12,552.	-688.
5,929.		6,276.	-347.
29,639.		31,380.	-1,741.
3.		3.	0.
3.		3.	0.
3.		3.	0.
3.		3.	0.
3.		3.	0.
4.		4.	0.
4.		4.	0.
4.		4.	0.
4.		4.	0.
4.		4.	0.
7.		7.	0.
8.		8.	0.
15,744.		15,404.	340.
50,000.		50,525.	-525.
50,000.		50,525.	-525.
42,438.		41,480.	958.
1,721.		1,721.	0.
100,000.		100,005.	-5.
100,000.		107,942.	-7,942.
100,000.		100,119.	-119.
Total		722,017.	-12,019.

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income
Columns (i) thru (l)Complete only for assets showing gain in column (h) and owned
by the foundation on 12/31/69

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (column (h) gain minus column (k), but not less than -0-) or losses (from column (h))
			21.
			24.
			18.
			-224.
			-220.
			-207.

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Continued

Columns (i) thru (l)

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

(1)

Gains (column (h))
gain minus column (k),
but not less than -0-)
or losses (from
column (h))

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	gain minus column (k), but not less than -0-) or losses (from column (h))
			-232.
			-16.
			-14.
			-15.
			-21.
			50.
			57.
			69.
			45.
			16.
			19.
			3,895.
			0.
			0.
			0.
			-9,290.
			0.
			0.
			-3,618.
			3,933.
			1,708.
			2,577.
			-688.
			-347.
			-1,741.
			0.
			0.
			0.
			0.
			0.
			0.
			0.
			0.
			0.
			0.
			0.
			0.
			0.
			0.
			0.
			340.
			-525.
			-525.
			958.
			0.
			-5.
			-7,942.
			-119.
Total			-12,019.

Form 990-PF, Page 6, Part VIII, Line 1

Information about Officers, Directors, Trustees, Etc.

(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
Person <input checked="" type="checkbox"/> Business <input type="checkbox"/> Darlene Hood 2617 S.W. 15th Ave., Cape Coral, FL 33914	Secretary, Direct 1.00	1,700.	0.	0.
Person <input checked="" type="checkbox"/> Business <input type="checkbox"/> Eugene Hood 2617 S.W. 15th Ave., Cape Coral FL 33914	Director 1.00	1,300.	0.	0.
Person <input checked="" type="checkbox"/> Business <input type="checkbox"/> 				

Total

3,000. 0. 0.

Form 990-PF, Page 11, Part XV, line 3a

Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year				
The Open Door of Midland	N/A	Public	General	Person or <input type="checkbox"/>
409 W. Indian Street		Charity	Operating	Business <input checked="" type="checkbox"/>
Midland MI 48640			Support	5,000.
Midland County E.F.P.N	N/A	Public	General	Person or <input type="checkbox"/>
PO Box 2521		Charity	Operating	Business <input checked="" type="checkbox"/>
Midland MI 48641			Support	5,000.
Urban Fit Kids, Inc.	N/A	Public	General	Person or <input type="checkbox"/>
18100 Meyer Road		Charity	Operating	Business <input checked="" type="checkbox"/>
Detroit MI 48235			Support	5,000.

Total

15,000.

Form 990-PF, Page 1, Part I

Line 16a - Legal Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Clark Hill	Legal Services	3,825.	383.		3,442.
Total		<u>3,825.</u>	<u>383.</u>		<u>3,442.</u>

Form 990-PF, Page 1, Part I

Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Advanced Data Proces	Payroll Processing and	1,053.			1,053.
Total		<u>1,053.</u>			<u>1,053.</u>

Form 990-PF, Page 1, Part I

Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SEI	Investment Custodian F	4,017.	4,017.		
Equitas	Investment Management	0.	0.		
Equitas	ETP Trade Fee 08/04/20	20.	20.		
Pershing LLC	Outgoing Acct Transfer	25.	25.		
TD Ameritrade	Expenses on Dec Statem	12,455.	12,455.		
Total		<u>16,517.</u>	<u>16,517.</u>		

Form 990-PF, Page 2, Part II, Line 10b

L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
General Electric Co Common	12,280.	10,746.
CIT Group Inc New Common	31.	21,724.
Total	<u>12,311.</u>	<u>32,470.</u>

Form 990-PF, Page 2, Part II, Line 10c

L- 10c Stmt

Line 10c - Investments - Corporate Bonds:	End of Year	
	Book Value	Fair Market Value
CIT Group Inc SR Unsec 7%	9,645.	10,882.
CIT Group Inc SR Unsec 7%	18,735.	18,101.
CIT Group Inc Call Secured 7%	26,229.	25,342.
Comerica Bank Sub NT 5.75%	21,900.	32,879.
Continental Corp Deb 8.375%	81,540.	77,468.
Ford Motor Credit Co LLC Sr Unsec 7.8%	104,990.	102,130.
General Electric Capital Corp SR Unsec Ser MTNA 7.25%	45,985.	50,303.
General Motors Acceptance Corp Call 7.25%	52,200.	45,028.
General Motors Acceptance Corp SR Unsec Call 7.5%	99,799.	92,596.
PPG Industries Inc NT 6.875%	44,036.	43,282.
Total	<u>505,059.</u>	<u>498,011.</u>

Form 990-PF, Page 2, Part II, Line 13

L-13 Stmt

Line 13 - Investments - Other:	End of Year	
	Book Value	Fair Market Value
Amex SPDR Industrial Select Index Fund	24,671.	23,625.
Ishares Closed End Morningstar L Growth Fund	9,974.	11,212.
Ishares Select Dividend Index Fund	51,900.	53,770.
Ishares PHLX SOX Semiconductor Sec Index Fund	7,517.	6,669.
Ishares S&P Midcap 400 Growth Index Fund	8,505.	9,873.
Ishares S&P Global Clean Energy Fund	17,909.	8,540.
Ishares Gold Trust	15,244.	16,753.
Ishares MSCI Ishares 0-5 Yr TIPS Fund	102,470.	102,010.
Vanguard Mega Cap 300 Growth ETF Fund	24,415.	24,050.
SEI Large Cap Growth Fund (SELCX)	346,500.	355,436.
SEI Real Estate Fund (SETAX)	69,767.	108,806.
SEI Large Cap Value Fund (TRMVX)	65,582.	52,853.
SEI Real Return Fund (SRAAX)	53,798.	52,845.
SEI Emerging Markets Debt Fund (SITEX)	93,514.	104,167.
SE Prime Obligation Fund (TPRXX)	0.	0.
Wienm Properties - Real Estate Partnership	370,193.	370,193.
Wienm Properties - Real Estate Partnership valued at 8.35% rate of return	1,239,669.	308,558.
Santa Fe OK Properties	287,671.	287,671.
Total	<u>2,789,299.</u>	<u>1,897,031.</u>

Supporting Statement of:

Form 990-PF, p1/Line 5b

Description	Amount
Santa Fe OK Properties	46,184.
Wienm Properties	25,153.
Weinm Properties	34,605.
Total	<u>105,942.</u>

Supporting Statement of:

Form 990-PF, p2/Line 2(a)

Description	Amount
2010 End of Year Cash & Cash Equivalents	2,915,755.
Total	<u>2,915,755.</u>

Supporting Statement of:

Form 990-PF, p2/Line 10b(a)

Description	Amount
2010 End of Year Stocks	40,317.
Total	<u>40,317.</u>

Supporting Statement of:

Form 990-PF, p2/Line 10c(a)

Description	Amount
2010 End of Year Corporate Bonds	1,118,990.
Total	<u>1,118,990.</u>

Supporting Statement of:

Form 990-PF, p2/Line 13(a)

Description	Amount
2010 End of Year Investments Other	1,670,209.
Total	<u>1,670,209.</u>

Continued

Supporting Statement of:

Form 990-PF, p12/Line 4 Column (d)

Description	Amount
TD Ameritrade Tax Letter Interest	33,634.
TD Ameritrade Tax Letter Dividends	3,807.
Pershing LLC Dividends & Interest Jan 2011	5,149.
Pershing LLC Dividends & Interest Feb 2011	11,040.
Pershing LLC Bond Interest March 2011	4,194.
Wienm Properties Interest Income	2.
Wienm Properties Interest Income	2.
Total	<u>68,344.</u>