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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2011

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

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

Name of foundation
LUX FOUNDATION INC

% THE PRIVATEBANK

Number and street (or P O box number if mail is not delivered to street address)
C/O STEPHEN M FISHER ASSOCIATES
11414 W PARK PLACE SUITE 107

Room/suite

City or town, state, and ZIP code
MILWAUKEE, WI 532243500

A Employer identification number
39-1618778

B Telephone number (see page 10 of the instructions)
(414) 359-9066

C If exemption application is pending, check here ☐
D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 7,695,392

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	0			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	219	219	219	
	4	Dividends and interest from securities	253,845	253,845	253,845	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-16,490			
	b	Gross sales price for all assets on line 6a 1,593,262				
	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 or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	237,574	254,064	254,064	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0	0	0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	2,775	0	0	2,775
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)	46,456	43,202	43,202	3,254
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	7,023	1,791	1,791	0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	10	0	0	10
	24	**Total operating and administrative expenses.** Add lines 13 through 23	56,264	44,993	44,993	6,039
	25	Contributions, gifts, grants paid	380,000			380,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	436,264	44,993	44,993	386,039
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-198,690			
	b	**Net investment income** (if negative, enter -0-)		209,071		
	c	**Adjusted net income** (if negative, enter -0-)			209,071	

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	74,502	123,266	123,266
	3	Accounts receivable ▶ ______ Less allowance for doubtful accounts ▶ ______			
	4	Pledges receivable ▶ ______ Less allowance for doubtful accounts ▶ ______			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ ______ Less allowance for doubtful accounts ▶ ______			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	1,550,259	1,463,854	1,549,540
	b	Investments—corporate stock (attach schedule)	3,039,956	3,180,786	3,971,210
	c	Investments—corporate bonds (attach schedule)	1,738,338	1,369,509	1,409,640
	11	Investments—land, buildings, and equipment basis ▶ ______ Less accumulated depreciation (attach schedule) ▶ ______			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	600,000	650,195	641,736
	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)	7,003,055	6,787,610	7,695,392
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ ______)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	7,003,055	6,787,610	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see page 17 of the instructions)	7,003,055	6,787,610	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	7,003,055	6,787,610	

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	7,003,055
2	Enter amount from Part I, line 27a	2	-198,690
3	Other increases not included in line 2 (itemize) ▶ ______	3	4,580
4	Add lines 1, 2, and 3	4	6,808,945
5	Decreases not included in line 2 (itemize) ▶ ______	5	21,335
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	6,787,610

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a	PART IV SCHEDULE SHORT-TERM	P		
b	PART IV SCHEDULE LONG-TERM	P		
c	CAPITAL GAIN DIVIDENDS	P		
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	524,356		526,989	-2,633
b	1,068,906		1,084,864	-15,958
c				2,101
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				-2,633
b				-15,958
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	0
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3	0

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

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

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

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	263,813	7,517,428	0 035094
2009	278,022	5,300,028	0 052457
2008	203,034	5,951,598	0 034114
2007	304,495	6,403,737	0 04755
2006	160,282	5,983,164	0 026789

2	**Total** of line 1, column (d).	2	0 196004
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 039201
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	7,928,038
5	Multiply line 4 by line 3.	5	310,787
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	2,091
7	Add lines 5 and 6.	7	312,878
8	Enter qualifying distributions from Part XII, line 4.	8	386,039

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ______ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b			1	2,091
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	
3	Add lines 1 and 2			3	2,091
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	2,091
6	Credits/Payments				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	2,500		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	2,500
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	409
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶	409	**Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ______ **(2)** On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ WI			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10	Yes	

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶THE PRIVATEBANK Telephone no ▶(312) 904-2359

Located at ▶70 W MADISON SUITE 200 CHICAGO IL ZIP+4 ▶60602

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		

See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		**Yes**	**No**
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ **Yes** ☑ **No**			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ **Yes** ☑ **No**			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ **Yes** ☑ **No**			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☑ **Yes** ☐ **No**			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ **Yes** ☑ **No**			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ **Yes** ☑ **No**			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	**1b**		**No**
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	**1c**		**No**
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ **Yes** ☑ **No**			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the instructions)	**2b**		**No**
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ **Yes** ☑ **No**			
b	If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)*	**3b**		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	**4a**		**No**
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	**4b**		**No**

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

			Yes	No
5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions). ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here. ▶ ☑			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		No

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

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
STATEMENT C/O STEPHEN M FISHER ASSOCIATES MILWAUKEE, WI 532243500	STATEMENT 0	0	0	0

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

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation

Total number of others receiving over $50,000 for professional services. . . . . ▶

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	7,823,531
b	Average of monthly cash balances	1b	182,094
c	Fair market value of all other assets (see page 24 of the instructions)	1c	43,145
d	**Total** (add lines 1a, b, and c)	1d	8,048,770
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	0
3	Subtract line 2 from line 1d	3	8,048,770
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	120,732
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	7,928,038
6	**Minimum investment return.** Enter 5% of line 5	6	396,402

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

1	Minimum investment return from Part X, line 6			1	396,402
2a	Tax on investment income for 2011 from Part VI, line 5	2a	2,091		
b	Income tax for 2011 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	2,091
3	Distributable amount before adjustments Subtract line 2c from line 1			3	394,311
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	394,311
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	394,311

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	386,039
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	386,039
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	2,091
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	383,948

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

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

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				394,311
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.			364,215	
b Total for prior years 2009 , 2008 , 2007				
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 ▶ $ 386,039				
a Applied to 2010, but not more than line 2a			364,215	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .				
d Applied to 2011 distributable amount.				21,824
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).)*	0			0
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				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				372,487
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	0			
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. . . . 0				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

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

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

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

Part XV Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year—see page 27 of the instructions.)

1 Information Regarding Foundation Managers:

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

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

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

Check here ▶ ☑ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
STATEMENT SEE STATEMENT STATEMENT, WI 53224		SEE STATEMENT	SEE STATEMENT	380,000
Total . . . . ▶ **3a**				380,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	219	
4 Dividends and interest from securities. . . .			14	253,845	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	-16,490	
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). .				237,574	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 237,574

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

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

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

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?. ☐ Yes ☑ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

******	2012-05-02	******
Signature of officer or trustee	Date	Title

Paid Preparer's Use Only

Preparer's Signature: Stephen M Fisher	Date	Check if self-employed ☐	PTIN
Firm's name: STEPHEN M FISHER & ASSOCIATES LLP		Firm's EIN	
Firm's address: 11414 W PARK PLACE SUITE 107 MILWAUKEE, WI 532243500		Phone no (414) 359-9066	

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

TY 2011 Compensation Explanation

Name: LUX FOUNDATION INC

EIN: 39-1618778

Person Name	Explanation
STATEMENT	AS REQUIRED BUT LESS THAN FULL TIME

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2011 Depreciation Schedule

Name: LUX FOUNDATION INC

EIN: 39-1618778

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included

TY 2011 Land, Etc. Schedule

Name: LUX FOUNDATION INC

EIN: 39-1618778

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value

Form 990, Tennessee One-Call System, Inc. Tax Year 2011
EIN: 62-1163406
Board of Directors
2011

Name	Address	C1	C2	C3	C4	C5	C6	(D)	(E)	(F)
Bobby Garner-Chairman (Past Vice-Chairman) **Piedmont Natural Gas Co –Nashville Region** **Assistant Operations Manager**	**83 Century Blvd** **Nashville, TN 37214**	**X**		**X**				**0**	**0**	**0**
Eddie Andrews-Treasurer Nashville Electric Service V.P Power System Operations	1214 Church Street Nashville, TN 37246	X		X				0	0	0
Ed Kelley- Secretary **Middle Tennessee Natural Gas** **Directors of Operations & C/S**	**1036 W. Broad St** **Smithville, TN 37166**	**X**		**X**				**0**	**0**	**0**
Troy Coleman AT&T Manager/Damage Prevention	1150 State Street Bowling Green, KY 42101	X						0	0	0
Reggie Bowlin **Memphis Light, Gas and Water** **Manager-Electric C & M**	**220 S. Main Street** **Memphis, TN 38103-3917**	**X**						**0**	**0**	**0**
Jeff Brake Comcast Cable Director of Engineering	660 Mainstream Street Nashville, TN 37228	X						0	0	0
Frank Sadler **Atmos Energy Corp.** **Senior Engineer**	**810 Crescent Centre Dive** **Suite 600** **Franklin, TN 37067**	**X**						**0**	**0**	**0**

Donnie Mingus Team Construction LLC President	434 Atlas Drive Nashville, TN 37211	X	0	0	0
Paul Ramsey **Tennessee Gas Pipeline Company** **Principal, Property Rights Services**	**Two Brentwood Commons** **750 Old Hickory Blvd.** **Suite 190** **Brentwood, TN 37027**	**X**	**0**	**0**	**0**
Paul Randolph, P.E Knoxville Utilities Board Vice President	P O Box 59017 Knoxville, TN 37950-9017	X	0	0	0
Monte Cooper, P.E **Jackson Energy Authority** **Vice President of Operations**	**P.O Box 68** **Jackson, TN 38302**	**X**	**0**	**0**	**0**

FORM 990-PF, PART I - ANALYSIS OF REVENUE AND EXPENSES

	DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
LINE 3 -	INCOME ON SAVINGS AND TEMPORARY CASH INVESTMENTS			
	GOLDMAN SACHS FINANCIAL SQUARE	3	3	3
	PRIVATE BANK MONEY MARKET FUND	216	216	216
	TOTAL	219	219	219
	INTEREST AND DIVIDENDS FROM SECURITIES			
	INTEREST INCOME			
	U S TREASURY NOTE 5 000%/2011	2,500	2,500	2,500
	U S TREASURY NOTE 1 650%/2018 INFLATION PROTECTED NOTE/2018	7,100	7,100	7,100
	NET ACCRETION	18,269	18,269	18,269
	AMERICAN EXPRESS CO , SENIOR NOTE 5 250%/2011	5,250	5,250	5,250
	BALTIMORE COUNTY, MARYLAND, BOND 3 125%/2014	1,606	1,606	1,606
	BELLSOUTH CORPORATION, NOTE 4 750%/2012	4,750	4,750	4,750
	BOEING CAPITAL CORPORATION, NOTE 6 350%/2012	6,350	6,350	6,350
	CONNECTICUT STATE HEALTH & EDUCATIONAL FACILITIES, BOND 4 250%/2049	1,063	1,063	1,063
	DU PAGE COUNTY, ILLINOIS SCHOOL DIST , BOND 4 400%/2014	2,393	2,393	2,393
	FEDERAL FARM CREDIT BANKS, NOTE 4 700%/2011	3,525	3,525	3,525
	FEDERAL FARM CREDIT BANKS, NOTE 3 180%/2015	3,180	3,180	3,180
	FEDERAL NATIONAL MORTGAGE ASSOCIATION, DEBENTURE 5 375%/2011	8,063	8,063	8,063
	ACCRETION	883	883	883
	FEDERAL NATIONAL MORTGAGE ASSOCIATION, DEBENTURE 2 000%/2013	1,500	1,500	1,500
	GENERAL ELECTRIC CAPITAL CORPORATION, NOTE 5 000%/2011	5,000	5,000	5,000
	ACCRETION	183	183	183

FORM 990-PF, PART I - ANALYSIS OF REVENUE AND EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
INTEREST AND DIVIDENDS FROM SECURITIES			
INTEREST INCOME (CONTINUED)			
GENERAL ELECTRIC CAPITAL CORPORATION, NOTE 4 000%/2012	4,000	4,000	4,000
GOVERNMENT NATIONAL MORTGAGE ASSOCIATION, POOL #485049 6 000%/2028	622	622	622
HOWARD HUGHES MEDICAL CENTER, NOTE 3 450%/2014	6,900	6,900	6,900
ELI LILLY & CO, SENIOR UNSECURED NOTES 3 550%/2012	3,550	3,550	3,550
MANITOWOC, WISCONSIN, SCHOOL DISTRICT, PROMISSORY NOTE 5 100%/2011	1,913	1,913	1,913
J P MORGAN CHASE & CO , DEBENTURE 5 375%/2012	10,750	10,750	10,750
NATIONAL RURAL UTILITY COOPERATIVE, 5 500%/2013	11,000	11,000	11,000
OHIO STATE BUILD AMERICA BOND, 2 257%/2015	611	611	611
ROSEMONT, ILLINOIS, TAXABLE BOND, 2 375%/2014	1,220	1,220	1,220
SKOKIE, ILLINOIS, BOND 5 375%/2012	8,063	8,063	8,063
SOUTH ST PAUL MINNESOTA SPECIAL SCHOOL DISTRICT, BOND 3 250%/2014	4,875	4,875	4,875
TARGET CORPORATION, NOTE 6 350%/2011	4,763	4,763	4,763
WAL-MART STORES, INC , NOTE 7 250%/2013	10,875	10,875	10,875
WISCONSIN STATE TRANSPORTATION AUTHORITY, REVENUE BOND 4 003%/2016	4,003	4,003	4,003
GROSS INTEREST INCOME	144,756	144,756	144,756
LESS AMORTIZATION	(26,768)	(26,768)	(26,768)
NET INTEREST INCOME	117,988	117,988	117,988
DIVIDEND INCOME			
ABBOTT LABORATORIES	4,324	4,324	4,324
ACCENTURE, LTD	3,375	3,375	3,375
AMERICAN EXPRESS COMPANY	1,080	1,080	1,080
AT&T, INC	5,160	5,160	5,160

FORM 990-PF, PART I - ANALYSIS OF REVENUE AND EXPENSES

DESCRIPTION			
INTEREST AND DIVIDENDS FROM SECURITIES			
DIVIDEND INCOME (CONTINUED)			
COCA-COLA COMPANY	3,760	3,760	3,760
CONOCOPHILLIPS	5,280	5,280	5,280
WALT DISNEY COMPANY (HOLDING COMPANY)	1,200	1,200	1,200
DOVER CORPORATION	1,180	1,180	1,180
EXELON CORPORATION	6,300	6,300	6,300
EXXON MOBIL CORPORATION	3,053	3,053	3,053
HOUGHTON ROYALTY TRUST	9,478	9,478	9,478
ILLINOIS TOOL WORKS, INC	3,036	3,036	3,036
INTEL CORPORATION	3,912	3,912	3,912
ISHARES MSCI EAFE INDEX FUND	5,710	5,710	5,710
ISHARES MSCI EMERGING MARKETS INDEX	4,753	4,753	4,753
ISHARES RUSSELL 2000 INDEX	3,090	3,090	3,090
JOHNSON & JOHNSON	4,500	4,500	4,500
KOHLS CORPORATION	1,125	1,125	1,125
LOWES COMPANIES, INC	2,500	2,500	2,500
NESTLE S A (ADR)	4,157	4,157	4,157
NORTHERN TRUST CORPORATION	2,240	2,240	2,240
ORACLE CORPORATION	920	920	920
PROCTER & GAMBLE, CO	10,901	10,901	10,901
ROYAL DUTCH SHELL PLC (SPON ADR)	924	924	924
SOUTHERN COMPANY	5,618	5,618	5,618
STARWOOD PROPERTY TRUST, INC	5,182	5,182	5,182
STRYKER CORPORATION	1,440	1,440	1,440
SYSCO CORPORATION	4,628	4,628	4,628
TRAVELERS COMPANIES, INC	615	615	615
UNITED PARCEL SERVICE, INC	624	624	624
VIRTUS MILTI-SECTOR SHORT-TERM BOND FUND	6,139	6,139	6,139
VANGUARD SHORT-TERM INVESTMENT GRADE BOND FUND	15,289	15,289	15,289
WALGREEN COMPANY	1,725	1,725	1,725
3M COMPANY	2,640	2,640	2,640
TOTAL DIVIDEND INCOME	135,857	135,857	135,857

SUMMARY

TOTAL INTEREST INCOME	117,988	117,988	117,988
TOTAL DIVIDEND INCOME	135,857	135,857	135,857
TOTAL	253,845	253,845	253,845

FORM 990-PF, PART I - ANALYSIS OF REVENUE AND EXPENSES

	DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	DISBURSEMENTS FOR CHARITABLE PURPOSES
LINE 16a	LEGAL FEES					
	STEPHEN M FISHER & ASSOCIATES LLP, ATTORNEY'S FEES AND DISBURSEMENTS		2,775	NONE	NONE	2,775
LINE 16c	OTHER PROFESSIONAL FEES					
	THE PRIVATE BANK, AGENCY/CUSTODY FEES		6,508	3,254	3,254	3,254
	LODESTAR INVESTMENT COUNSEL, INC , INVESTMENT MANAGEMENT FEES		39,948	39,948	39,948	NONE
		TOTAL	46,456	43,202	43,202	3,254
LINE 18	TAXES					
	FOREIGN TAXES WITHHELD AT SOURCE		1,791	1,791	1,791	NONE
	UNITED STATES TREASURY, 2010 EXCISE TAX ON INVESTMENT INCOME		2,732	NONE	NONE	NONE
	UNITED STATES TREASURY, 2011 EXCISE TAX ON INVESTMENT INCOME		2,500	NONE	NONE	NONE
		TOTAL	7,023	1,791	1,791	NONE
LINE 23 -	OTHER EXPENSES					
	DEPARTMENT OF FINANCIAL INSTITUTIONS, ANNUAL REPORT FILING FEE		10	NONE	NONE	10

FORM 990-PF, PART II - BALANCE SHEETS

LINE 10a INVESTMENTS / U S AND STATE GOVERNMENT OBLIGATIONS

			ENDING BOOK VALUE	ENDING MARKET VALUE
$	150,000	U S TREASURY NOTE 1 625% INFLATION PROTECTED NOTE/2018	152,466	170,813
$	101,686	U S TREASURY NOTE 1 625% INFLATION PROTECTED NOTE/2018	99,238	115,795
$	100,000	U S TREASURY NOTE 1 625% INFLATION PROTECTED NOTE/2018	107,140	113,875
$	150,000	U S TREASURY NOTE 1 625% INFLATION PROTECTED NOTE/2018	166,236	170,813
$	38,779	U S TREASURY NOTE 1 625% INFLATION PROTECTED NOTE/2018	33,197	44,120
$	100,000	BALTIMORE COUNTY, MARYLAND, BOND 3 125%/2014	103,980	105,726
$	100,000	CONNECTICUT STATE HEALTH & EDUCATIONAL FACILITIES, BOND 4 250%/2049	102,502	104,979
$	75,000	DU PAGE COUNTY, ILLINOIS SCHOOL DIST , BOND 4 400%/2014	77,980	81,277
$	10,168 90	GOVERNMENT NATIONAL MORTGAGE ASSOCIATION, POOL #485049 6 000%/2028	10,019	11,603
$	100,000	OHIO STATE BUILD AMERICA BOND, 2 527%/2015	102,300	103,913
$	100,000	ROSEMONT, ILLINOIS, TAXABLE BOND, 2 375%/2014	100,000	102,679
$	150,000	SKOKIE, ILLINOIS, BOND 5 375%/2012	150,163	156,374
$	150,000	SOUTH ST PAUL MINNESOTA SPECIAL SCHOOL DISTRICT, BOND 3 250%/2014	156,653	157,490
$	100,000	WISCONSIN STATE TRANSPORTATION AUTHORITY, REVENUE BOND 4 003%/2016	101,982	110,086
		TOTAL U S AND STATE GOVERNMENT OBLIGATIONS	**1,463,854**	**1,549,540**

LINE 10b INVESTMENTS / CORPORATE STOCK

COMMON STOCK

			ENDING BOOK VALUE	ENDING MARKET VALUE
1,000	SHS	ABBOTT LABORATORIES	45,860	56,230
800	SHS	ABBOTT LABORATORIES	42,910	44,984
500	SHS	ABBOTT LABORATORIES	23,943	28,115
2,000	SHS	ACCENTURE, LTD	52,210	106,460
1,000	SHS	ACCENTURE, LTD	23,520	53,230
1,000	SHS	AMERICAN EXPRESS COMPANY	30,320	47,170

FORM 990-PF, PART II - BALANCE SHEETS

LINE 10b INVESTMENTS / CORPORATE STOCK (CONTINUED)

COMMON STOCK

			ENDING BOOK VALUE	ENDING MARKET VALUE
500	SHS	AMERICAN EXPRESS COMPANY	19,210	23,585
1,200	SHS	COCA-COLA COMPANY	53,140	83,964
800	SHS	COCA-COLA COMPANY	38,944	55,976
1,000	SHS	CONOCOPHILLIPS	30,630	72,870
1,000	SHS	CONOCOPHILLIPS	66,845	72,870
1,000	SHS	DOVER CORPORATION	31,442	58,050
1,200	SHS	EXELON CORPORATION	57,918	52,044
800	SHS	EXELON CORPORATION	36,760	34,696
1,000	SHS	EXELON CORPORATION	40,509	43,370
1,000	SHS	EXXON MOBIL CORPORATION	32,430	84,760
150	SHS	EXXON MOBIL CORPORATION	5,067	12,714
500	SHS	EXXON MOBIL CORPORATION	30,914	42,380
2,000	SHS	HOUGHTON ROYALTY TRUST	49,931	37,680
1,000	SHS.	HOUGHTON ROYALTY TRUST	24,034	18,840
2,000	SHS	HOUGHTON ROYALTY TRUST	33,774	37,680
2,000	SHS	HOUGHTON ROYALTY TRUST	43,418	37,680
4,000	SHS	INTEL CORPORATION	83,138	97,000
1,000	SHS	INTEL CORPORATION	21,188	24,250
2,000	SHS	ISHARES MSCI EAFE INDEX FUND	101,999	99,060
1,000	SHS	ISHARES MSCI EAFE INDEX FUND	55,590	49,530
3,000	SHS	ISHARES MSCI EMERGING MARKETS INDEX	116,610	113,820
1,500	SHS	ISHARES MSCI EMERGING MARKETS INDEX	61,830	56,910
500	SHS	ISHARES MSCI EMERGING MARKETS INDEX	22,795	18,970
3,000	SHS	ISHARES RUSSELL 2000 INDEX	231,030	221,250
2,200	SHS	ILLINOIS TOOL WORKS, INC	76,642	102,762
1,000	SHS	JOHNSON & JOHNSON	61,590	65,580
500	SHS	JOHNSON & JOHNSON	31,285	32,790
500	SHS	JOHNSON & JOHNSON	27,380	32,790
1,000	SHS	KINDER MORGAN ENERGY PARTNERS, L P	50,904	84,950
1,500	SHS	KOHLS CORPORATION	81,913	74,025
3,000	SHS	LOWES COMPANIES, INC	60,800	76,140
2,000	SHS	LOWES COMPANIES, INC	43,900	50,760
2,000	SHS	NESTLE, S A (SPON ADR)	43,440	115,496
1,500	SHS	NORTHERN TRUST CORPORATION	76,066	59,490
500	SHS	NORTHERN TRUST CORPORATION	24,139	19,830
3,000	SHS	ORACLE CORPORATION	68,250	76,950
1,000	SHS	ORACLE CORPORATION	24,135	25,650
900	SHS	PROCTER & GAMBLE COMPANY	1,407	60,039
760	SHS	PROCTER & GAMBLE COMPANY	-	50,700

FORM 990-PF, PART II - BALANCE SHEETS

LINE 10b INVESTMENTS / CORPORATE STOCK (CONTINUED)

			ENDING BOOK VALUE	ENDING MARKET VALUE
340	SHS	PROCTER & GAMBLE COMPANY	277	22,681
2,100	SHS	PROCTER & GAMBLE COMPANY	132,783	140,091
1,200	SHS	PROCTER & GAMBLE COMPANY	-	80,052
1,100	SHS	ROYAL DUTCH SHELL PLC (SPON ADR)	69,515	83,611
2,000	SHS	SOUTHERN COMPANY	62,540	92,580
1,000	SHS	SOUTHERN COMPANY	32,163	46,290
2,000	SHS	SYSCO CORPORATION	51,124	58,660
1,700	SHS	SYSCO CORPORATION	40,470	49,861
1,000	SHS	SYSCO CORPORATION	28,409	29,330
3,500	SHS	STARWOOD PROPERTY TRUST, INC.	71,578	64,785
1,000	SHS	STARWOOD PROPERTY TRUST, INC	22,579	18,510
		LESS RETURN OF CAPITAL	(1,595)	
1,500	SHS	STRYKER CORPORATION	74,480	74,565
500	SHS	STRYKER CORPORATION	25,275	24,855
1,500	SHS	TRAVELERS COMPANIES, INC	73,497	88,755
1,200	SHS	UNITED PARCEL SERVICE, INC	77,598	87,828
3,000	SHS	VODAFONE GROUP PLC (ADR)	76,544	84,090
3,000	SHS	WALT DISNEY COMPANY	70,519	112,500
700	SHS	3M COMPANY	54,697	57,211
500	SHS	3M COMPANY	38,570	40,865
		TOTAL CORPORATE STOCKS	**3,180,786**	**3,971,210**

LINE 10c INVESTMENTS / CORPORATE BONDS

			ENDING BOOK VALUE	ENDING MARKET VALUE
$	100,000	BELLSOUTH CORPORATION, NOTE 4 750%/2012	101,302	103,348
$	100,000	BOEING CAPITAL CORPORATION, NOTE 6 350%/2012	100,905	100,902
$	100,000	GENERAL ELECTRIC CAPITAL CORPORATION, NOTE 4 000%/2012	100,000	100,334
$	200,000	HOWARD HUGHES MEDEICAL CENTER, NOTE 3 450%/2014	200,559	213,300
$	100,000	ELI LILLY & CO, SENIOR UNSECURED NOTES 3 550%/2012	100,146	100,522
$	200,000	J P MORGAN CHASE & CO , NOTE 5 375%/2012	207,123	206,774
$	200,000	NATIONAL RURAL UTILITY COOPERATIVE, 5 500%/2013	212,370	213,908
$	100,000	SEARIVER MARITIME, INC , DEBENTURE 0%/2012	92,473	99,290
$	108,000	SEARIVER MARITIME, INC , DEBENTURE 0%/2012	101,927	107,229

FORM 990-PF, PART II - BALANCE SHEETS

LINE 10c INVESTMENTS / CORPORATE BONDS (CONTINUED)

		ENDING BOOK VALUE	ENDING MARKET VALUE
$ 150,000	WAL-MART STORES, INC , NOTE 7 250%/2013	152,702	164,033
	TOTAL CORPORATE BONDS	1,369,509	1,409,640

LINE 13 INVESTMENTS / OTHER / MUTUAL FUNDS

	51,020 41	SHS	VIRTUS MILTI-SECTOR SHORT-TERM BOND FUND	250,000	241,327
#	14,258 550	SHS	VANGUARD SHORT-TERM INVESTMENT GRADE BOND FUND	150,000	151,711
#	14,018 691	SHS	VANGUARD SHORT-TERM INVESTMENT GRADE BOND FUND	150,000	149,159
#	9,355 246	SHS	VANGUARD SHORT-TERM INVESTMENT GRADE BOND FUND	100,195	99,540
			TOTAL OTHER INVESTMENTS	650,195	641,736

FORM 990-PF, PART III - ANALYSIS OF CHANGES IN NET ASSETS FOR FUND BALANCES

LINE 3 - OTHER INCREASES

KINDER MORGAN ENERGY PARTNERS, L P PARTNERSHIP DISTRIBUTIONS	4,580

LINE 5 - OTHER DECREASES

ADJUST TAX COST FOR 1,200 SHS PROCTER & GAMBLE CO, TO DONOR'S COST OF DONATED SHARES	21,335

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

SHORT-TERM CAPITAL GAIN AND (LOSS)

DESCRIPTION	HOW ACQUIRED	DATE ACQUIRED	DATE SOLD	PROCEEDS OF SALE	COST OR OTHER BASIS	GAIN OR (LOSS)
$ 200,000 FEDERAL FARM CREDIT BANKS, NOTE 3 180%/2015	P	2/8/2010	1/13/2011	200,000	201,325	(1,325)
$ 150,000 FEDERAL NATIONAL MORTGAGE ASSOCIATION, DEBENTURE 2 000%/2013	P	5/26/2010	4/15/2011	150,000	150,664	(664)
9,199 632 VANGUARD SHORT-TERM INVESTMENT GRADE BOND FUND		5/31/2011	9/23/2010	99,356	100,000	(644)
$ 75,000 FEDERAL FARM CREDIT BANKS, NOTE 4 700%/2011	P	12/3/2010	10/3/2011	75,000	75,000	-
TOTAL SHORT-TERM CAPITAL GAIN AND (LOSS)						**(2,633)**

LONG-TERM CAPITAL GAIN AND (LOSS)

DESCRIPTION	HOW ACQUIRED	DATE ACQUIRED	DATE SOLD	PROCEEDS OF SALE	COST OR OTHER BASIS	GAIN OR (LOSS)
AMORTIZATION AND PETURN OF PRINCIPAL						
GOVERNMENT NATIONAL MORTGAGE ASSOCIATION, POOL #485049 6 000%/2028	P	VAR	VAR	349	344	5
$ 150,000 TARGET CORPORATION, NOTE 6 350%/2011	P	10/11/2001	1/15/2011	150,000	150,000	-
$ 100,000 U S TREASURY NOTE 5 000%/2011	P	10/31/2001	2/15/2011	100,000	100,000	-
2,000 SHS CISCO SYSTEMS, INC	P	2/11/2008	3/2/2011	37,119	47,098	(9,979)
1,000 SHS CISCO SYSTEMS, INC	P	9/16/2008	3/2/2011	18,560	22,800	(4,240)
1,000 SHS CISCO SYSTEMS, INC	P	10/14/2008	3/2/2011	18,560	18,680	(120)
$ 75,000 MANITOWOC, WISCONSIN, SCHOOL DISTRICT, PROMISSORY NOTE 5 100%/2011	P	1/6/2003	4/1/2011	75,000	75,000	-
9,318 890 SHS VANGUARD SHORT-TERM INVEST GRADE BOND	P	5/31/2011	3/17/2010	100,644	99,805	839
$ 100,000 AMERICAN EXPRESS CO , SENIOR NOTE 5 250%/2011	P	1/29/2008	9/12/2011	100,000	100,000	-
1,200 SHS WALGREEN COMPANY	P	9/7/2007	9/13/2011	42,718	53,513	(10,794)
300 SHS WALGREEN COMPANY	P	9/7/2007	9/13/2011	10,680	11,614	(934)
500 SHS WALGREEN COMPANY	P	1/30/2008	9/13/2011	17,799	17,300	500
1,000 SHS WALGREEN COMPANY	P	2/20/2009	9/13/2011	35,599	25,170	10,429
2,000 SHS AT&T, INC	P	7/17/2008	9/13/2011	55,939	63,037	(7,098)
1,000 SHS AT&T, INC	P	10/14/2008	9/13/2011	27,969	26,943	1,026
1,000 SHS AT&T, INC	P	2/20/2009	9/13/2011	27,969	23,560	4,409

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

LONG-TERM CAPITAL GAIN AND (LOSS)

		DESCRIPTION	HOW ACQUIRED	DATE ACQUIRED	DATE SOLD	PROCEEDS OF SALE	COST OR OTHER BASIS	GAIN OR (LOSS)
$	150,000	FEDERAL NATIONAL MORTGAGE ASSOCIATION, DEBENTURE 5 375%/2011	P	4/30/2002	11/15/2011	150,000	150,000	-
$	100,000	GENERAL ELECTRIC CAPITAL CORPORATION, NOTE 5 000%/2011	P	8/22/2007	11/15/2011	100,000	100,000	-
							TOTAL LONG-TERM CAPITAL GAIN AND (LOSS)	(15,958)
							NET GAIN OR (LOSS) FROM SALE OF ASSETS	(18,591)
						GROSS SALES PRICE FOR ALL ASSETS	1,593,262	

CAPITAL GAINS DISTRIBUTIONS

STARWOOD PROPERTY TRUST, INC	473
VANGUARD SHORT-TERM INVESTMENT GRADE BOND FUND	1,628
TOTAL CAPITAL GAINS DISTRIBUTIONS	2,101

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

NAME AND ADDRESS	TITLE	TIME DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS AND EXPENSE ACCOUNTS
BARBARA E MANGER 3318 N LAKE DRIVE MILWAUKEE, WI 53211	PRESIDENT / DIRECTOR	AS REQUIRED BUT LESS THAN FULL TIME	NONE	NONE
ROBERT E MANGER 687 EL RANCHO ROAD SANTA BARBARA, CA 93108	VICE PRESIDENT / DIRECTOR	AS REQUIRED BUT LESS THAN FULL TIME	NONE	NONE
WILLIAM H LYNCH 3318 N LAKE DRIVE MILWAUKEE, WI 53211	TREASURER / DIRECTOR	AS REQUIRED BUT LESS THAN FULL TIME	NONE	NONE
STEPHEN M FISHER 11414 W PARK PLACE MILWAUKEE, WI 53202-5306	SECRETARY	AS REQUIRED BUT LESS THAN FULL TIME	NONE	NONE
LUKE M LYNCH P O BOX 12197 JACKSON, WY 83002	DIRECTOR	AS REQUIRED	NONE	NONE

FORM 990-PF, PART XV - SUPPLEMENTARY INFORMATION

LINE 1A - 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

BARBARA E MANGER 3240 N SUMMIT AVENUE MILWAUKEE, WI 53211	LUKE M LYNCH P O BOX 12197 JACKSON, WY 83002	MATTHEW B MANGER-LYNCH TRUST 3318 N LAKE DRIVE MILWAUKEE, WI 53211

LINE 3 - GRANTS AND CONTRIBUTIONS PAID DURING YEAR

RECIPIENT NAME AND ADDRESS [AND RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR]	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	
ARTISTS WORKING IN EDUCATION MILWAUKEE, WISCONSIN BARBARA E MANAGER IS A DIRECTOR OF THIS ORGANIZATION	PUBLIC CHARITY	UNRESTRICTED GRANT	25,000
BAY BEACH WILDLIFE SANCTUARY GREEN BAY, WISCONSIN [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	20,000
BELLIN SCHOOL OF NURSING GREEN BAY, WISCONSIN [NONE]	PUBLIC CHARITY	SCHOLARSHIP FUND	30,000
BICYCLE FEDERATION OF WISCONSIN MILWAUKEE, WISCONSIN [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	10,000
BOUNDARY WATERS WILDERNESS FOUNDATION MINNEAPOLIS, MINNESOTA [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	5,000
CAMP MANITO-WISH YMCA BOULDER JUNCTION, WISCONSIN [NONE]	PUBLIC CHARITY	ACE CAMPERSHIP ENDOWMENT	10,000
CENTER FOR DEAF-BLIND PERSONS MILWAUKEE, WISCONSIN [NONE]	PUBLIC CHARITY	GRANT FOR OPERATIONS	5,000
CONSERVATION FUND WASHINGTON, D C [NONE]	PUBLIC CHARITY	UPPER PENINSULA MICHIGAN PPOGRAMS	15,000
CONSERVATION FUND WASHINGTON, D C [NONE]	PUBLIC CHARITY	WYOMING PROGRAMS	15,000

FORM 990-PF, PART XV - SUPPLEMENTARY INFORMATION

LINE 3 - GRANTS AND CONTRIBUTIONS PAID DURING YEAR (CONTINUED)

THE GATHERING MILWAUKEE, WISCONSIN [NONE]	PUBLIC CHARITY	GRANT FOR OPERATIONS	7,500
GATHERING WATERS CONSERVANCY MADISON, WISCONSIN [NONE]	PUBLIC CHARITY	GRANT FOR OPERATIONS	5,000
GRAND AVENUE CLUB MILWAUKEE, WISCONSIN [NONE]	PUBLIC CHARITY	GRANT FOR OPERATIONS	10,000
THE GUESTHOUSE MILWAUKEE, WISCONSIN [NONE]	PUBLIC CHARITY	GRANT FOR OPERATIONS	5,000
HABITAT FOR HUMANITY MILWAUKEE, WISCONSIN [NONE]	PUBLIC CHARITY	GRANT FOR OPERATIONS	10,000
KEEWENAW LAND TRUST HOUGHTON, MICHIGAN [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	10,000
MENOMINEE TRIBAL COLLEGE KESHENA, WISCONSIN [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	12,500
MILWAUKEE RIVERKEEPER MILWAUKEE, WISCONSIN [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	5,000
MIDWEST ENVIRONMENTAL ADVOCATES MADISON, WISCONSIN WILLIAM H LYNCH IS AN OFFICER AND DIRECTOR OF THIS ORGANIZATION	PUBLIC CHARITY	UNRESTRICTED GRANT	10,000
MIDWEST ENVIRONMENTAL CONSORTIUM MILWAUKEE, WISCONSIN [NONE]	PUBLIC CHARITY	GRANT FOR MILWAUKEE RIVER GREENWAY COALITION	10,000
FRIENDS OF MWANGAZA ROCK ISLAND, ILLINOIS [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	5,000
MS SOCIETY MILWAUKEE, WISCONSIN [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	5,000
NATURAL RESOURCES FOUNDATION OF WISCONSIN MADISON, WISCONSIN [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	20,000

FORM 990-PF, PART XV - SUPPLEMENTARY INFORMATION

LINE 3 - GRANTS AND CONTRIBUTIONS PAID DURING YEAR (CONTINUED)

NORTH COUNTRY TRAIL ASSOCIATION LOWELL, MICHIGAN [NONE]	PUBLIC CHARITY	GRANT FOR IMPROVEMENTS	25,000
NORTH EAST WISCONSIN LAND TRUST APPLETON, WISCONSIN [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	5,000
PLOUGHSHARES FUND SAN FRANCISCO, CALIFORNIA [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	10,000
RIVER ALLIANCE MILWAUKEE, WISCONSIN [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	5,000
RIVER REVITALIZATION FUND MADISON, WISCONSIN [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	5,000
ST NORBERT COLLEGE DE PERE, WISCONSIN [NONE]	PUBLIC CHARITY	GRANT TO MANGER SCHOLARSHIP FUND	20,000
TETON FREEDOM RIDERS JACKSON, WYOMING [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	5,000
TROUT UNLIMITED MILWAUKEE, WISCONSIN [NONE]	PUBLIC CHARITY	WYOMING WATER PROJECT	12,500
URBAN ECOLOGY CENTER MILWAUKEE, WISCONSIN [NONE]	PUBLIC CHARITY	GRANT FOR OPERATIONS	15,000
WALKERS POINT CENTEP FOR THE ARTS MILWAUKEE, WISCONSIN [NONE]	PUBLIC CHARITY	GRANT FOR OPERATIONS	10,000
WEST TOWN BIKES CHICAGO, IL [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	7,500
WILDERNESS INQUIRY MINNEAPOLIS, MINNESOTA [NONE]	PUBLIC CHARITY	GRANT FOR SCHOLARSHIPS	10,000
		TOTAL	380,000

FORM 990-PF, PART I - ANALYSIS OF REVENUE AND EXPENSES

	DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
LINE 3 -	INCOME ON SAVINGS AND TEMPORARY CASH INVESTMENTS			
	GOLDMAN SACHS FINANCIAL SQUARE	3	3	3
	PRIVATE BANK MONEY MARKET FUND	216	216	216
	TOTAL	219	219	219
	INTEREST AND DIVIDENDS FROM SECURITIES			
	INTEREST INCOME			
	U S TREASURY NOTE 5 000%/2011	2,500	2,500	2,500
	U S TREASURY NOTE 1 650%/2018 INFLATION PROTECTED NOTE/2018	7,100	7,100	7,100
	NET ACCRETION	18,269	18,269	18,269
	AMERICAN EXPRESS CO , SENIOR NOTE 5 250%/2011	5,250	5,250	5,250
	BALTIMORE COUNTY, MARYLAND, BOND 3 125%/2014	1,606	1,606	1,606
	BELLSOUTH CORPORATION, NOTE 4 750%/2012	4,750	4,750	4,750
	BOEING CAPITAL CORPORATION, NOTE 6 350%/2012	6,350	6,350	6,350
	CONNECTICUT STATE HEALTH & EDUCATIONAL FACILITIES, BOND 4 250%/2049	1,063	1,063	1,063
	DU PAGE COUNTY, ILLINOIS SCHOOL DIST , BOND 4 400%/2014	2,393	2,393	2,393
	FEDERAL FARM CREDIT BANKS, NOTE 4 700%/2011	3,525	3,525	3,525
	FEDERAL FARM CREDIT BANKS, NOTE 3 180%/2015	3,180	3,180	3,180
	FEDERAL NATIONAL MORTGAGE ASSOCIATION, DEBENTURE 5 375%/2011	8,063	8,063	8,063
	ACCRETION	883	883	883
	FEDERAL NATIONAL MORTGAGE ASSOCIATION, DEBENTURE 2 000%/2013	1,500	1,500	1,500
	GENERAL ELECTRIC CAPITAL CORPORATION, NOTE 5 000%/2011	5,000	5,000	5,000
	ACCRETION	183	183	183

FORM 990-PF, PART I - ANALYSIS OF REVENUE AND EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
INTEREST AND DIVIDENDS FROM SECURITIES			
INTEREST INCOME (CONTINUED)			
GENERAL ELECTRIC CAPITAL CORPORATION, NOTE 4 000%/2012	4,000	4,000	4,000
GOVERNMENT NATIONAL MORTGAGE ASSOCIATION, POOL #485049 6 000%/2028	622	622	622
HOWARD HUGHES MEDICAL CENTER, NOTE 3 450%/2014	6,900	6,900	6,900
ELI LILLY & CO, SENIOR UNSECURED NOTES 3 550%/2012	3,550	3,550	3,550
MANITOWOC, WISCONSIN, SCHOOL DISTRICT, PROMISSORY NOTE 5 100%/2011	1,913	1,913	1,913
J P MORGAN CHASE & CO , DEBENTURE 5 375%/2012	10,750	10,750	10,750
NATIONAL RURAL UTILITY COOPERATIVE, 5 500%/2013	11,000	11,000	11,000
OHIO STATE BUILD AMERICA BOND, 2 257%/2015	611	611	611
ROSEMONT, ILLINOIS, TAXABLE BOND, 2 375%/2014	1,220	1,220	1,220
SKOKIE, ILLINOIS, BOND 5 375%/2012	8,063	8,063	8,063
SOUTH ST PAUL MINNESOTA SPECIAL SCHOOL DISTRICT, BOND 3 250%/2014	4,875	4,875	4,875
TARGET CORPORATION, NOTE 6 350%/2011	4,763	4,763	4,763
WAL-MART STORES, INC , NOTE 7 250%/2013	10,875	10,875	10,875
WISCONSIN STATE TRANSPORTATION AUTHORITY, REVENUE BOND 4 003%/2016	4,003	4,003	4,003
GROSS INTEREST INCOME	144,756	144,756	144,756
LESS AMORTIZATION	(26,768)	(26,768)	(26,768)
NET INTEREST INCOME	117,988	117,988	117,988
DIVIDEND INCOME			
ABBOTT LABORATORIES	4,324	4,324	4,324
ACCENTURE, LTD	3,375	3,375	3,375
AMERICAN EXPRESS COMPANY	1,080	1,080	1,080
AT&T, INC	5,160	5,160	5,160

FORM 990-PF, PART I - ANALYSIS OF REVENUE AND EXPENSES

DESCRIPTION			
INTEREST AND DIVIDENDS FROM SECURITIES			
DIVIDEND INCOME (CONTINUED)			
COCA-COLA COMPANY	3,760	3,760	3,760
CONOCOPHILLIPS	5,280	5,280	5,280
WALT DISNEY COMPANY (HOLDING COMPANY)	1,200	1,200	1,200
DOVER CORPORATION	1,180	1,180	1,180
EXELON CORPORATION	6,300	6,300	6,300
EXXON MOBIL CORPORATION	3,053	3,053	3,053
HOUGHTON ROYALTY TRUST	9,478	9,478	9,478
ILLINOIS TOOL WORKS, INC	3,036	3,036	3,036
INTEL CORPORATION	3,912	3,912	3,912
ISHARES MSCI EAFE INDEX FUND	5,710	5,710	5,710
ISHARES MSCI EMERGING MARKETS INDEX	4,753	4,753	4,753
ISHARES RUSSELL 2000 INDEX	3,090	3,090	3,090
JOHNSON & JOHNSON	4,500	4,500	4,500
KOHLS CORPORATION	1,125	1,125	1,125
LOWES COMPANIES, INC	2,500	2,500	2,500
NESTLE S A (ADR)	4,157	4,157	4,157
NORTHERN TRUST CORPORATION	2,240	2,240	2,240
ORACLE CORPORATION	920	920	920
PROCTER & GAMBLE, CO	10,901	10,901	10,901
ROYAL DUTCH SHELL PLC (SPON ADR)	924	924	924
SOUTHERN COMPANY	5,618	5,618	5,618
STARWOOD PROPERTY TRUST, INC	5,182	5,182	5,182
STRYKER CORPORATION	1,440	1,440	1,440
SYSCO CORPORATION	4,628	4,628	4,628
TRAVELERS COMPANIES, INC	615	615	615
UNITED PARCEL SERVICE, INC	624	624	624
VIRTUS MILTI-SECTOR SHORT-TERM BOND FUND	6,139	6,139	6,139
VANGUARD SHORT-TERM INVESTMENT GRADE BOND FUND	15,289	15,289	15,289
WALGREEN COMPANY	1,725	1,725	1,725
3M COMPANY	2,640	2,640	2,640
TOTAL DIVIDEND INCOME	135,857	135,857	135,857

SUMMARY

TOTAL INTEREST INCOME	117,988	117,988	117,988
TOTAL DIVIDEND INCOME	135,857	135,857	135,857
TOTAL	253,845	253,845	253,845

FORM 990-PF, PART I - ANALYSIS OF REVENUE AND EXPENSES

	DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	DISBURSEMENTS FOR CHARITABLE PURPOSES
LINE 16a	LEGAL FEES					
	STEPHEN M FISHER & ASSOCIATES LLP, ATTORNEY'S FEES AND DISBURSEMENTS		2,775	NONE	NONE	2,775
LINE 16c	OTHER PROFESSIONAL FEES					
	THE PRIVATE BANK, AGENCY/CUSTODY FEES		6,508	3,254	3,254	3,254
	LODESTAR INVESTMENT COUNSEL, INC , INVESTMENT MANAGEMENT FEES		39,948	39,948	39,948	NONE
		TOTAL	46,456	43,202	43,202	3,254
LINE 18	TAXES					
	FOREIGN TAXES WITHHELD AT SOURCE		1,791	1,791	1,791	NONE
	UNITED STATES TREASURY, 2010 EXCISE TAX ON INVESTMENT INCOME		2,732	NONE	NONE	NONE
	UNITED STATES TREASURY, 2011 EXCISE TAX ON INVESTMENT INCOME		2,500	NONE	NONE	NONE
		TOTAL	7,023	1,791	1,791	NONE
LINE 23 -	OTHER EXPENSES					
	DEPARTMENT OF FINANCIAL INSTITUTIONS, ANNUAL REPORT FILING FEE		10	NONE	NONE	10

FORM 990-PF, PART II - BALANCE SHEETS

LINE 10a INVESTMENTS / U S AND STATE GOVERNMENT OBLIGATIONS

			ENDING BOOK VALUE	ENDING MARKET VALUE
$	150,000	U S TREASURY NOTE 1 625% INFLATION PROTECTED NOTE/2018	152,466	170,813
$	101,686	U S TREASURY NOTE 1 625% INFLATION PROTECTED NOTE/2018	99,238	115,795
$	100,000	U S TREASURY NOTE 1 625% INFLATION PROTECTED NOTE/2018	107,140	113,875
$	150,000	U S TREASURY NOTE 1 625% INFLATION PROTECTED NOTE/2018	166,236	170,813
$	38,779	U S TREASURY NOTE 1 625% INFLATION PROTECTED NOTE/2018	33,197	44,120
$	100,000	BALTIMORE COUNTY, MARYLAND, BOND 3 125%/2014	103,980	105,726
$	100,000	CONNECTICUT STATE HEALTH & EDUCATIONAL FACILITIES, BOND 4 250%/2049	102,502	104,979
$	75,000	DU PAGE COUNTY, ILLINOIS SCHOOL DIST , BOND 4 400%/2014	77,980	81,277
$	10,168 90	GOVERNMENT NATIONAL MORTGAGE ASSOCIATION, POOL #485049 6 000%/2028	10,019	11,603
$	100,000	OHIO STATE BUILD AMERICA BOND, 2 527%/2015	102,300	103,913
$	100,000	ROSEMONT, ILLINOIS, TAXABLE BOND, 2 375%/2014	100,000	102,679
$	150,000	SKOKIE, ILLINOIS, BOND 5 375%/2012	150,163	156,374
$	150,000	SOUTH ST PAUL MINNESOTA SPECIAL SCHOOL DISTRICT, BOND 3 250%/2014	156,653	157,490
$	100,000	WISCONSIN STATE TRANSPORTATION AUTHORITY, REVENUE BOND 4 003%/2016	101,982	110,086
		TOTAL U S AND STATE GOVERNMENT OBLIGATIONS	**1,463,854**	**1,549,540**

LINE 10b INVESTMENTS / CORPORATE STOCK

COMMON STOCK			ENDING BOOK VALUE	ENDING MARKET VALUE
1,000	SHS	ABBOTT LABORATORIES	45,860	56,230
800	SHS	ABBOTT LABORATORIES	42,910	44,984
500	SHS	ABBOTT LABORATORIES	23,943	28,115
2,000	SHS	ACCENTURE, LTD	52,210	106,460
1,000	SHS	ACCENTURE, LTD	23,520	53,230
1,000	SHS	AMERICAN EXPRESS COMPANY	30,320	47,170

FORM 990-PF, PART II - BALANCE SHEETS

LINE 10b INVESTMENTS / CORPORATE STOCK (CONTINUED)

COMMON STOCK

			ENDING BOOK VALUE	ENDING MARKET VALUE
500	SHS	AMERICAN EXPRESS COMPANY	19,210	23,585
1,200	SHS	COCA-COLA COMPANY	53,140	83,964
800	SHS	COCA-COLA COMPANY	38,944	55,976
1,000	SHS	CONOCOPHILLIPS	30,630	72,870
1,000	SHS	CONOCOPHILLIPS	66,845	72,870
1,000	SHS	DOVER CORPORATION	31,442	58,050
1,200	SHS	EXELON CORPORATION	57,918	52,044
800	SHS	EXELON CORPORATION	36,760	34,696
1,000	SHS	EXELON CORPORATION	40,509	43,370
1,000	SHS	EXXON MOBIL CORPORATION	32,430	84,760
150	SHS	EXXON MOBIL CORPORATION	5,067	12,714
500	SHS	EXXON MOBIL CORPORATION	30,914	42,380
2,000	SHS	HOUGHTON ROYALTY TRUST	49,931	37,680
1,000	SHS	HOUGHTON ROYALTY TRUST	24,034	18,840
2,000	SHS	HOUGHTON ROYALTY TRUST	33,774	37,680
2,000	SHS	HOUGHTON ROYALTY TRUST	43,418	37,680
4,000	SHS	INTEL CORPORATION	83,138	97,000
1,000	SHS	INTEL CORPORATION	21,188	24,250
2,000	SHS	ISHARES MSCI EAFE INDEX FUND	101,999	99,060
1,000	SHS	ISHARES MSCI EAFE INDEX FUND	55,590	49,530
3,000	SHS	ISHARES MSCI EMERGING MARKETS INDEX	116,610	113,820
1,500	SHS	ISHARES MSCI EMERGING MARKETS INDEX	61,830	56,910
500	SHS	ISHARES MSCI EMERGING MARKETS INDEX	22,795	18,970
3,000	SHS	ISHARES RUSSELL 2000 INDEX	231,030	221,250
2,200	SHS	ILLINOIS TOOL WORKS, INC	76,642	102,762
1,000	SHS	JOHNSON & JOHNSON	61,590	65,580
500	SHS	JOHNSON & JOHNSON	31,285	32,790
500	SHS	JOHNSON & JOHNSON	27,380	32,790
1,000	SHS	KINDER MORGAN ENERGY PARTNERS, L P	50,904	84,950
1,500	SHS	KOHLS CORPORATION	81,913	74,025
3,000	SHS	LOWES COMPANIES, INC	60,800	76,140
2,000	SHS	LOWES COMPANIES, INC	43,900	50,760
2,000	SHS	NESTLE, S A (SPON ADR)	43,440	115,496
1,500	SHS	NORTHERN TRUST CORPORATION	76,066	59,490
500	SHS	NORTHERN TRUST CORPORATION	24,139	19,830
3,000	SHS	ORACLE CORPORATION	68,250	76,950
1,000	SHS	ORACLE CORPORATION	24,135	25,650
900	SHS	PROCTER & GAMBLE COMPANY	1,407	60,039
760	SHS	PROCTER & GAMBLE COMPANY	-	50,700

FORM 990-PF, PART II - BALANCE SHEETS

LINE 10b INVESTMENTS / CORPORATE STOCK (CONTINUED)

			ENDING BOOK VALUE	ENDING MARKET VALUE
340	SHS	PROCTER & GAMBLE COMPANY	277	22,681
2,100	SHS	PROCTER & GAMBLE COMPANY	132,783	140,091
1,200	SHS	PROCTER & GAMBLE COMPANY	-	80,052
1,100	SHS	ROYAL DUTCH SHELL PLC (SPON ADR)	69,515	83,611
2,000	SHS	SOUTHERN COMPANY	62,540	92,580
1,000	SHS	SOUTHERN COMPANY	32,163	46,290
2,000	SHS	SYSCO CORPORATION	51,124	58,660
1,700	SHS	SYSCO CORPORATION	40,470	49,861
1,000	SHS	SYSCO CORPORATION	28,409	29,330
3,500	SHS	STARWOOD PROPERTY TRUST, INC	71,578	64,785
1,000	SHS	STARWOOD PROPERTY TRUST, INC	22,579	18,510
		LESS RETURN OF CAPITAL	(1,595)	
1,500	SHS	STRYKER CORPORATION	74,480	74,565
500	SHS	STRYKER CORPORATION	25,275	24,855
1,500	SHS	TRAVELERS COMPANIES, INC	73,497	88,755
1,200	SHS	UNITED PARCEL SERVICE, INC	77,598	87,828
3,000	SHS	VODAFONE GROUP PLC (ADR)	76,544	84,090
3,000	SHS	WALT DISNEY COMPANY	70,519	112,500
700	SHS	3M COMPANY	54,697	57,211
500	SHS	3M COMPANY	38,570	40,865
		TOTAL CORPORATE STOCKS	**3,180,786**	**3,971,210**

LINE 10c INVESTMENTS / CORPORATE BONDS

			ENDING BOOK VALUE	ENDING MARKET VALUE
$	100,000	BELLSOUTH CORPORATION, NOTE 4 750%/2012	101,302	103,348
$	100,000	BOEING CAPITAL CORPORATION, NOTE 6 350%/2012	100,905	100,902
$	100,000	GENERAL ELECTRIC CAPITAL CORPORATION, NOTE 4 000%/2012	100,000	100,334
$	200,000	HOWARD HUGHES MEDEICAL CENTER, NOTE 3 450%/2014	200,559	213,300
$	100,000	ELI LILLY & CO, SENIOR UNSECURED NOTES 3 550%/2012	100,146	100,522
$	200,000	J P MORGAN CHASE & CO , NOTE 5 375%/2012	207,123	206,774
$	200,000	NATIONAL RURAL UTILITY COOPERATIVE, 5 500%/2013	212,370	213,908
$	100,000	SEARIVER MARITIME, INC , DEBENTURE 0%/2012	92,473	99,290
$	108,000	SEARIVER MARITIME, INC , DEBENTURE 0%/2012	101,927	107,229

FORM 990-PF, PART II - BALANCE SHEETS

LINE 10c INVESTMENTS / CORPORATE BONDS (CONTINUED)

			ENDING BOOK VALUE	ENDING MARKET VALUE
$	150,000	WAL-MART STORES, INC , NOTE 7 250%/2013	152,702	164,033
		TOTAL CORPORATE BONDS	**1,369,509**	**1,409,640**

LINE 13 INVESTMENTS / OTHER / MUTUAL FUNDS

	51,020 41	SHS	VIRTUS MILTI-SECTOR SHORT-TERM BOND FUND	250,000	241,327
#	14,258 550	SHS	VANGUARD SHORT-TERM INVESTMENT GRADE BOND FUND	150,000	151,711
#	14,018 691	SHS	VANGUARD SHORT-TERM INVESTMENT GRADE BOND FUND	150,000	149,159
#	9,355 246	SHS	VANGUARD SHORT-TERM INVESTMENT GRADE BOND FUND	100,195	99,540
			TOTAL OTHER INVESTMENTS	**650,195**	**641,736**

FORM 990-PF, PART III - ANALYSIS OF CHANGES IN NET ASSETS FOR FUND BALANCES

LINE 3 - OTHER INCREASES

KINDER MORGAN ENERGY PARTNERS, L P PARTNERSHIP DISTRIBUTIONS	**4,580**

LINE 5 - OTHER DECREASES

ADJUST TAX COST FOR 1,200 SHS PROCTER & GAMBLE CO, TO DONOR'S COST OF DONATED SHARES	21,335

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

SHORT-TERM CAPITAL GAIN AND (LOSS)

	DESCRIPTION	HOW ACQUIRED	DATE ACQUIRED	DATE SOLD	PROCEEDS OF SALE	COST OR OTHER BASIS	GAIN OR (LOSS)
$ 200,000	FEDERAL FARM CREDIT BANKS, NOTE 3 180%/2015	P	2/8/2010	1/13/2011	200,000	201,325	(1,325)
$ 150,000	FEDERAL NATIONAL MORTGAGE ASSOCIATION, DEBENTURE 2 000%/2013	P	5/26/2010	4/15/2011	150,000	150,664	(664)
9,199 632	VANGUARD SHORT-TERM INVESTMENT GRADE BOND FUND		5/31/2011	9/23/2010	99,356	100,000	(644)
$ 75,000	FEDERAL FARM CREDIT BANKS, NOTE 4 700%/2011	P	12/3/2010	10/3/2011	75,000	75,000	-
				TOTAL SHORT-TERM CAPITAL GAIN AND (LOSS)			**(2,633)**

LONG-TERM CAPITAL GAIN AND (LOSS)

	DESCRIPTION	HOW ACQUIRED	DATE ACQUIRED	DATE SOLD	PROCEEDS OF SALE	COST OR OTHER BASIS	GAIN OR (LOSS)
AMORTIZATION AND RETURN OF PRINCIPAL							
	GOVERNMENT NATIONAL MORTGAGE ASSOCIATION, POOL #485049 6 000%/2028	P	VAR	VAR	349	344	5
$ 150,000	TARGET CORPORATION, NOTE 6 350%/2011	P	10/11/2001	1/15/2011	150,000	150,000	-
$ 100,000	U S TREASURY NOTE 5 000%/2011	P	10/31/2001	2/15/2011	100,000	100,000	-
2,000 SHS	CISCO SYSTEMS, INC	P	2/11/2008	3/2/2011	37,119	47,098	(9,979)
1,000 SHS	CISCO SYSTEMS, INC	P	9/16/2008	3/2/2011	18,560	22,800	(4,240)
1,000 SHS	CISCO SYSTEMS, INC	P	10/14/2008	3/2/2011	18,560	18,680	(120)
$ 75,000	MANITOWOC, WISCONSIN, SCHOOL DISTRICT, PROMISSORY NOTE 5 100%/2011	P	1/6/2003	4/1/2011	75,000	75,000	-
9,318 890 SHS	VANGUARD SHORT-TERM INVEST GRADE BOND	P	5/31/2011	3/17/2010	100,644	99,805	839
$ 100,000	AMERICAN EXPRESS CO , SENIOR NOTE 5 250%/2011	P	1/29/2008	9/12/2011	100,000	100,000	-
1,200 SHS	WALGREEN COMPANY	P	9/7/2007	9/13/2011	42,718	53,513	(10,794)
300 SHS	WALGREEN COMPANY	P	9/7/2007	9/13/2011	10,680	11,614	(934)
500 SHS	WALGREEN COMPANY	P	1/30/2008	9/13/2011	17,799	17,300	500
1,000 SHS	WALGREEN COMPANY	P	2/20/2009	9/13/2011	35,599	25,170	10,429
2,000 SHS	AT&T, INC	P	7/17/2008	9/13/2011	55,939	63,037	(7,098)
1,000 SHS	AT&T, INC	P	10/14/2008	9/13/2011	27,969	26,943	1,026
1,000 SHS	AT&T, INC	P	2/20/2009	9/13/2011	27,969	23,560	4,409

LUX FOUNDATION, INC 39-1618778

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

LONG-TERM CAPITAL GAIN AND (LOSS)

		DESCRIPTION	HOW ACQUIRED	DATE ACQUIRED	DATE SOLD	PROCEEDS OF SALE	COST OR OTHER BASIS	GAIN OR (LOSS)
$	150,000	FEDERAL NATIONAL MORTGAGE ASSOCIATION, DEBENTURE 5 375%/2011	P	4/30/2002	11/15/2011	150,000	150,000	-
$	100,000	GENERAL ELECTRIC CAPITAL CORPORATION, NOTE 5 000%/2011	P	8/22/2007	11/15/2011	100,000	100,000	-
					TOTAL LONG-TERM CAPITAL GAIN AND (LOSS)			**(15,958)**
					NET GAIN OR (LOSS) FROM SALE OF ASSETS			**(18,591)**
					GROSS SALES PRICE FOR ALL ASSETS		**1,593,262**	

CAPITAL GAINS DISTRIBUTIONS

STARWOOD PROPERTY TRUST, INC	473
VANGUARD SHORT-TERM INVESTMENT GRADE BOND FUND	1,628
TOTAL CAPITAL GAINS DISTRIBUTIONS	**2,101**

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

NAME AND ADDRESS	TITLE	TIME DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS AND EXPENSE ACCOUNTS
BARBARA E MANGER 3318 N LAKE DRIVE MILWAUKEE, WI 53211	PRESIDENT / DIRECTOR	AS REQUIRED BUT LESS THAN FULL TIME	NONE	NONE
ROBERT E MANGER 687 EL RANCHO ROAD SANTA BARBARA, CA 93108	VICE PRESIDENT / DIRECTOR	AS REQUIRED BUT LESS THAN FULL TIME	NONE	NONE
WILLIAM H LYNCH 3318 N LAKE DRIVE MILWAUKEE, WI 53211	TREASURER / DIRECTOR	AS REQUIRED BUT LESS THAN FULL TIME	NONE	NONE
STEPHEN M FISHER 11414 W PARK PLACE MILWAUKEE, WI 53202-5306	SECRETARY	AS REQUIRED BUT LESS THAN FULL TIME	NONE	NONE
LUKE M LYNCH P O BOX 12197 JACKSON, WY 83002	DIRECTOR	AS REQUIRED	NONE	NONE

FORM 990-PF, PART XV - SUPPLEMENTARY INFORMATION

LINE 1A - 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

BARBARA E MANGER 3240 N SUMMIT AVENUE MILWAUKEE, WI 53211	LUKE M LYNCH P O BOX 12197 JACKSON, WY 83002	MATTHEW B MANGER-LYNCH TRUST 3318 N LAKE DRIVE MILWAUKEE, WI 53211

LINE 3 - GRANTS AND CONTRIBUTIONS PAID DURING YEAR

RECIPIENT NAME AND ADDRESS [AND RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR]	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	
ARTISTS WORKING IN EDUCATION MILWAUKEE, WISCONSIN BARBARA E MANAGER IS A DIRECTOR OF THIS ORGANIZATION	PUBLIC CHARITY	UNRESTRICTED GRANT	25,000
BAY BEACH WILDLIFE SANCTUARY GREEN BAY, WISCONSIN [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	20,000
BELLIN SCHOOL OF NURSING GREEN BAY, WISCONSIN [NONE]	PUBLIC CHARITY	SCHOLARSHIP FUND	30,000
BICYCLE FEDERATION OF WISCONSIN MILWAUKEE, WISCONSIN [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	10,000
BOUNDARY WATERS WILDERNESS FOUNDATION MINNEAPOLIS, MINNESOTA [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	5,000
CAMP MANITO-WISH YMCA BOULDER JUNCTION, WISCONSIN [NONE]	PUBLIC CHARITY	ACE CAMPERSHIP ENDOWMENT	10,000
CENTER FOR DEAF-BLIND PERSONS MILWAUKEE, WISCONSIN [NONE]	PUBLIC CHARITY	GRANT FOR OPERATIONS	5,000
CONSERVATION FUND WASHINGTON, D C [NONE]	PUBLIC CHARITY	UPPER PENINSULA MICHIGAN PROGRAMS	15,000
CONSERVATION FUND WASHINGTON, D C [NONE]	PUBLIC CHARITY	WYOMING PROGRAMS	15,000

FORM 990-PF, PART XV - SUPPLEMENTARY INFORMATION

LINE 3 - GRANTS AND CONTRIBUTIONS PAID DURING YEAR (CONTINUED)

THE GATHERING MILWAUKEE, WISCONSIN [NONE]	PUBLIC CHARITY	GRANT FOR OPERATIONS	7,500
GATHERING WATERS CONSERVANCY MADISON, WISCONSIN [NONE]	PUBLIC CHARITY	GRANT FOR OPERATIONS	5,000
GRAND AVENUE CLUB MILWAUKEE, WISCONSIN [NONE]	PUBLIC CHARITY	GRANT FOR OPERATIONS	10,000
THE GUESTHOUSE MILWAUKEE, WISCONSIN [NONE]	PUBLIC CHARITY	GRANT FOR OPERATIONS	5,000
HABITAT FOR HUMANITY MILWAUKEE, WISCONSIN [NONE]	PUBLIC CHARITY	GRANT FOR OPERATIONS	10,000
KEEWENAW LAND TRUST HOUGHTON, MICHIGAN [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	10,000
MENOMINEE TRIBAL COLLEGE KESHENA, WISCONSIN [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	12,500
MILWAUKEE RIVERKEEPER MILWAUKEE, WISCONSIN [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	5,000
MIDWEST ENVIRONMENTAL ADVOCATES MADISON, WISCONSIN WILLIAM H LYNCH IS AN OFFICER AND DIRECTOR OF THIS ORGANIZATION	PUBLIC CHARITY	UNRESTRICTED GRANT	10,000
MIDWEST ENVIRONMENTAL CONSORTIUM MILWAUKEE, WISCONSIN [NONE]	PUBLIC CHARITY	GRANT FOR MILWAUKEE RIVER GREENWAY COALITION	10,000
FRIENDS OF MWANGAZA ROCK ISLAND, ILLINOIS [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	5,000
MS SOCIETY MILWAUKEE, WISCONSIN [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	5,000
NATURAL RESOURCES FOUNDATION OF WISCONSIN MADISON, WISCONSIN [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	20,000

FORM 990-PF, PART XV - SUPPLEMENTARY INFORMATION

LINE 3 - GRANTS AND CONTRIBUTIONS PAID DURING YEAR (CONTINUED)

NORTH COUNTRY TRAIL ASSOCIATION LOWELL, MICHIGAN [NONE]	PUBLIC CHARITY	GRANT FOR IMPROVEMENTS	25,000
NORTH EAST WISCONSIN LAND TRUST APPLETON, WISCONSIN [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	5,000
PLOUGHSHARES FUND SAN FRANCISCO, CALIFORNIA [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	10,000
RIVER ALLIANCE MILWAUKEE, WISCONSIN [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	5,000
RIVER REVITALIZATION FUND MADISON, WISCONSIN [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	5,000
ST NORBERT COLLEGE DE PERE, WISCONSIN [NONE]	PUBLIC CHARITY	GRANT TO MANGER SCHOLARSHIP FUND	20,000
TETON FREEDOM RIDERS JACKSON, WYOMING [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	5,000
TROUT UNLIMITED MILWAUKEE, WISCONSIN [NONE]	PUBLIC CHARITY	WYOMING WATER PROJECT	12,500
URBAN ECOLOGY CENTER MILWAUKEE, WISCONSIN [NONE]	PUBLIC CHARITY	GRANT FOR OPERATIONS	15,000
WALKERS POINT CENTER FOR THE ARTS MILWAUKEE, WISCONSIN [NONE]	PUBLIC CHARITY	GRANT FOR OPERATIONS	10,000
WEST TOWN BIKES CHICAGO, IL [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	7,500
WILDERNESS INQUIRY MINNEAPOLIS, MINNESOTA [NONE]	PUBLIC CHARITY	GRANT FOR SCHOLARSHIPS	10,000
		TOTAL	**380,000**