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

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

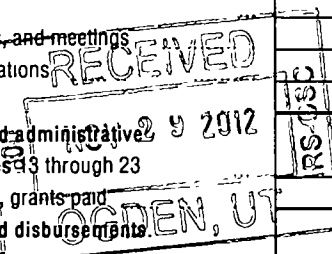
, and ending

Name of foundation THE TEN-TEN FOUNDATION		A Employer identification number 43-6055675
Number and street (or P O box number if mail is not delivered to street address) 1200 MAIN STREET	Room/suite 3500	B Telephone number 816-474-7400
City or town, state, and ZIP code KANSAS CITY, MO 64105		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, col (c), line 16) \$ 5,787,797. (Part I, column (d) must be on cash basis)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	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 <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>	(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	319,138.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	133,958.	133,958.		STATEMENT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	202,794.			
b Gross sales price for all assets on line 6a 1,521,070.				
7 Capital gain net income (from Part IV, line 2)		202,794.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income	12,858.	12,858.		STATEMENT 2
12 Total. Add lines 1 through 11	668,748.	349,610.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees STMT 3	933.	0.		933.
b Accounting fees STMT 4	5,093.	2,547.		2,546.
c Other professional fees STMT 5	43,359.	21,680.		21,679.
17 Interest				
18 Taxes STMT 6	5,047.	5,047.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses				
24 Total operating and administrative expenses. Add lines 13 through 23	54,432.	29,274.		25,158.
25 Contributions, gifts, grants paid	851,555.			851,555.
26 Total expenses and disbursements. Add lines 24 and 25	905,987.	29,274.		876,713.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	<237,239.>			
b Net investment income (if negative, enter -0-)		320,336.		
c Adjusted net income (if negative, enter -0-)			N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments				
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock STMT 7	5,448,160.	5,210,921.	5,787,797.	
	c	Investments - corporate bonds				
	11	Investments - land, buildings and equipment basis ▶				
	Less accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment: basis ▶					
	Less accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers)	5,448,160.	5,210,921.	5,787,797.		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/>					
	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 <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds	5,448,160.	5,210,921.		
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds	0.	0.			
30	Total net assets or fund balances	5,448,160.	5,210,921.			
31	Total liabilities and net assets/fund balances	5,448,160.	5,210,921.			

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	5,448,160.
2	Enter amount from Part I, line 27a	2	<237,239.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	5,210,921.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,210,921.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b SEE ATTACHED STATEMENT				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e	1,521,070.	1,318,276.	202,794.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e			202,794.	
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	202,794.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8			3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

Yes No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	756,383.	5,995,104.	.126167
2009	726,724.	5,482,870.	.132544
2008	410,456.	6,742,131.	.060879
2007	496,910.	7,401,935.	.067132
2006	378,995.	6,583,050.	.057571
2 Total of line 1, column (d)			.444293
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			.088859
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			6,114,856.
5 Multiply line 4 by line 3			543,360.
6 Enter 1% of net investment income (1% of Part I, line 27b)			3,203.
7 Add lines 5 and 6			546,563.
8 Enter qualifying distributions from Part XII, line 4			876,713.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	3,203.
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	0.
3	Add lines 1 and 2	3	3,203.
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	3,203.
6	Credits/Payments:		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	4,400.
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	4,400.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	1,197.
11	Enter the amount of line 10 to be: Credited to 2012 estimated tax <input type="checkbox"/> Refunded <input checked="" type="checkbox"/>	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		
1c		X
2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2		X
If "Yes," attach a detailed description of the activities		
3		X
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		
4a		X
4b		
N/A		
5		X
If "Yes," attach the statement required by General Instruction T		
6	X	
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?		
7	X	
If "Yes," complete Part II, col. (c), and Part XV		
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> MO	
8b	X	
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		
9		X
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		
10		X
Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)			X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X		
14	The books are in care of ► MR. B. JOHN READEY, III Telephone no. ► 816-474-7400 Located at ► 1200 MAIN, SUITE 3500 KC, MO ZIP+4 ► 64105			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►		Yes	No X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <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 type="checkbox"/> Yes <input checked="" 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)? Organizations relying on a current notice regarding disaster assistance check here ► N/A	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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.) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No **N/A** 5b

Organizations relying on a current notice regarding disaster assistance check here

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

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? Yes No 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? Yes No **N/A** 7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE ATTACHED STATEMENT				
	0.00	0.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000 0

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

Table with 3 columns: (a) Name and address of each person paid more than \$50,000, (b) Type of service, (c) Compensation. Row 1 contains 'NONE'.

Total number of others receiving over \$50,000 for professional services 0

Part IX-A Summary of Direct Charitable Activities

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

Table with 2 columns: Description of activities, Expenses. Row 1 contains 'NOT APPLICABLE' and '0.'.

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

Table with 2 columns: Description of investments, Amount. Row 1 contains 'NOT APPLICABLE' and '0.'.

All other program-related investments. See instructions.

Table with 2 columns: Description of other investments, Amount. Row 1 is blank.

Total. Add lines 1 through 3 0.

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	6,207,976.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets	1c	0.
d	Total (add lines 1a, b, and c)	1d	6,207,976.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	6,207,976.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	93,120.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,114,856.
6	Minimum investment return. Enter 5% of line 5	6	305,743.

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	305,743.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	3,203.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,203.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	302,540.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	302,540.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	302,540.

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	876,713.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	876,713.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	3,203.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	873,510.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				302,540.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	60,214.			
b From 2007	133,327.			
c From 2008	75,026.			
d From 2009	453,682.			
e From 2010	465,400.			
f Total of lines 3a through e	1,187,649.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$	876,713.			
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				302,540.
e Remaining amount distributed out of corpus	574,173.			
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:	1,761,822.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	60,214.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	1,701,608.			
10 Analysis of line 9:				
a Excess from 2007	133,327.			
b Excess from 2008	75,026.			
c Excess from 2009	453,682.			
d Excess from 2010	465,400.			
e Excess from 2011	574,173.			

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)

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

NONE

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

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:
BETH K. SMITH, (816) 374-3200
1200 MAIN STREET, STE. 3500, KANSAS CITY, MO 64105

b The form in which applications should be submitted and information and materials they should include:
NO SPECIFIC FORM REQUIRED

c Any submission deadlines:
NONE

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
NONE

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a Paid during the year				
		EACH RECIPIENT LISTED	EACH GRANT WAS MADE FOR CHARITABLE,	851,555.
		IS A SECTION 501 (C)(3)	EDUCATIONAL, SCIENTIFIC, RELIGIOUS, OR	
SEE STATEMENT	NONE	EXEMPT ENTITY	LITERARY PURPOSES.	
Total				851,555.
b Approved for future payment				
NONE				
Total				0.

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

Table with 2 main columns: Question (1) and Yes/No. Sub-questions include transfers of cash, other assets, and services.

Table with 4 columns: (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

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

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

Paid Preparer Use Only Print/Type preparer's name, Preparer's signature, Date, Firm's name, Firm's EIN, Firm's address, Phone no.

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

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

2011

Name of the organization

Employer identification number

THE TEN-TEN FOUNDATION**43-6055675**

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

 501(c)() (enter number) organization 4947(a)(1) nonexempt charitable trust not treated as a private foundation 527 political organization

Form 990-PF

 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

-
- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization THE TEN-TEN FOUNDATION	Employer identification number 43-6055675
-------------------------------------------------------	-----------------------------------------------------

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	BETH K SMITH CHARITABLE LEAD ANNUITY TRUST 433 WARD PARKWAY, APT. 2S KANSAS CITY, MO 64112	\$ 229,228.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	BETH K SMITH CHARITABLE LEAD UNITRUST 433 WARD PARKWAY, APT. 2S KANSAS CITY, MO 64112	\$ 89,910.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization THE TEN-TEN FOUNDATION	Employer identification number 43-6055675
-------------------------------------------------------	-----------------------------------------------------

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____

Name of organization THE TEN-TEN FOUNDATION	Employer identification number 43-6055675
-------------------------------------------------------	-----------------------------------------------------

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ▶ \$ _____
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	

FORM 990-PF

DIVIDENDS AND INTEREST FROM SECURITIES

STATEMENT 1

<u>SOURCE</u>	<u>GROSS AMOUNT</u>	<u>CAPITAL GAINS DIVIDENDS</u>	<u>COLUMN (A) AMOUNT</u>
ACCRUED INTEREST AND DIVIDENDS	8,301.	0.	8,301.
ACCRUED INTEREST PURCHASED	<4,607.>	0.	<4,607.>
NEUBERGER BERMAN, LLC - DIVIDENDS	53,837.	0.	53,837.
NEUBERGER BERMAN, LLC - INTEREST	76,427.	0.	76,427.
TOTAL TO FM 990-PF, PART I, LN 4	133,958.	0.	133,958.

FORM 990-PF

OTHER INCOME

STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MISCELLANEOUS INCOME	12,858.	12,858.	
TOTAL TO FORM 990-PF, PART I, LINE 11	12,858.	12,858.	

FORM 990-PF

LEGAL FEES

STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BRYAN CAVE LLP	933.	0.		933.
TO FM 990-PF, PG 1, LN 16A	933.	0.		933.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STRATUS GROUP LLC	5,093.	2,547.		2,546.
TO FORM 990-PF, PG 1, LN 16B	5,093.	2,547.		2,546.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	43,359.	21,680.		21,679.
TO FORM 990-PF, PG 1, LN 16C	43,359.	21,680.		21,679.

FORM 990-PF

TAXES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX WITHHELD	1,665.	1,665.		0.
TAX ON INVESTMENT INCOME	3,382.	3,382.		0.
TO FORM 990-PF, PG 1, LN 18	5,047.	5,047.		0.

FORM 990-PF

CORPORATE STOCK

STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
NEUBERGER BERMAN - BLEND	659,844.	699,600.
AMES FUND INVESTMENTS	3,398,395.	3,814,645.
NEUBERGER BERMAN - SRI	1,152,682.	1,273,552.
TOTAL TO FORM 990-PF, PART II, LINE 10B	5,210,921.	5,787,797.

THE TEN-TEN FOUNDATION
43-6055675
PART XV GRANTS AND CONTRIBUTIONS PAID DURING YEAR
-2011-

<u>Payee*</u>	<u>AMOUNT</u>
Ad Hoc Group Agains Crime	1,500
American Jazz Museum	10000
Arts Council of Metro KC	10000
Aspen Music Festival	500
Boys and Girls Club	10300
Camp Mitug	250
Center for Practical Bioethics	5000
Child Abuse Prevention	75
Children Facing History	25000
Jewish Community Federation Endowment	100000
Exchange City	100
Festivals of Faith	250
Friends of Alvin Ailey	1500
Friends of the Conservatory	100
Friends of Chamber Music	5000
Gillis Center	500
Guadalupe Centers	250
People in Harmony	1000
Harriman Jewell Series	500
Harry S Truman Library	50000
Henry Block Foundation	1000
The History Project	1000
Hyman Brand Hebrew Academy	1000
Jackson County CASA	200
JCRB/ASC	5000
Jewish Family Services	5000
Kansas City Arts Institute	250
Kansas City Symphony	1250
Kauffman Center for Performing Arts	2500
KCPT	2500
Legal Aid of Western Missouri	100000
The Links Foundation	500
Mattie Rhodes Center	25000
Missouri Repertory Theatre	1000
Miles of Smiles	150
Murphy Research Foundation	10000
NPR Foundation	2500
Nelson Atkins Museum	500
Operation Breakthrough	10000
Powell Gardens	1000
Pilgrim Center	50
St Marks Childs Family	150
Samuel U Rodgers Health Center	10000
Social Accountability	1000
Synergy Services	500
The Torah Fund	180
Turning Point	250
US Action Education Fund	200000
UMKC Foundation	58050
United Way	20000
University Academy	5000
Village Shalom	2600
Youth Volunteer Corp	500
Wildwood Outdoor Education Center	25000
Win for KC	10000
Women's Employment Network	100000
Women's Aid Foundation	25000
Women's Foundation of Greater KC	1000
World War I Museum	100
Grand Total	<u>851,555</u>

*ALL RECIPIENTS ARE EDUCATIONAL OR CHARITABLE 501(C)(3) ORGANIZATIONS

THE PURPOSE OF THE GRANT OR CONTRIBUTION IS TO FURTHER THE QUALIFIED TAX EXEMPT PURPOSE OF THE ORGANIZATION THE ORGANIZATIONS MUST EXPLAIN THEIR PURPOSE IN THEIR REQUESTS WHICH ARE SUBMITTED TO THE FOUNDATION CONTRIBUTIONS ARE MADE SPECIFICALLY IN AN EFFORT TO SUPPORT RELIGIOUS, CHARITABLE, COMMUNITY AND EDUCATIONAL PURPOSES

THE TEN-TEN FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a NEUBERGER BERMAN (#81120 - SEE ATTACHED)	P	VARIOUS	VARIOUS
b NEUBERGER BERMAN (#81120 - SEE ATTACHED)	P	VARIOUS	VARIOUS
c NEUBERGER BERMAN (#81121 - SEE ATTACHED)	P	VARIOUS	VARIOUS
d NEUBERGER BERMAN (#81121 - SEE ATTACHED)	P	VARIOUS	VARIOUS
e NEUBERGER BERMAN (#81122 - SEE ATTACHED)	P	VARIOUS	VARIOUS
f NEUBERGER BERMAN (#81122 - SEE ATTACHED)	P	VARIOUS	VARIOUS
g			
h			
i			
j			
k			
l			
m			
n			
o			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 220,424.		209,735.	10,689.
b 977,406.		823,410.	153,996.
c 61,868.		45,566.	16,302.
d 49,991.		58,184.	<8,193.>
e 33,624.		31,126.	2,498.
f 177,757.		150,255.	27,502.
g			
h			
i			
j			
k			
l			
m			
n			
o			

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

(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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			10,689.
b			153,996.
c			16,302.
d			<8,193.>
e			2,498.
f			27,502.
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	202,794.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

THE TEN-TEN FOUNDATION
CURRENT LIST OF OFFICERS AND DIRECTORS FOR FORM 990-PF

Officers

Beth K. Smith	-	President
Sarah Malino	-	Vice President
Judith E. Smith	-	Vice President
Deborah M. Smith	-	Vice President
James D. Smith	-	Vice President
B. John Readey, III	-	Secretary
Joseph L. Hiersteiner	-	Treasurer

Directors

Beth K. Smith
Sarah Malino
Judith E. Smith
Deborah M. Smith
James D. Smith

TEN TEN FOUNDATION

Account 55081120 - AMES THE 42 FUND OF THE, for 01 Jan 2011 to 31 Dec 2011; as of 04 May 2012

Realized Gains/Losses

Summary	
Short Term Gains/Losses	\$10,689 04
Long Term Gains/Losses	\$153,996 49
Total Capital Gains/Losses	\$164,685 53
Total Short Sales Gains/Losses	\$0 00
Discount Income	\$0 00

Realized Gains/Losses Details: Capital Gains - Covered

Security Description	Indicator	Quantity	Purchase Date	Close Date	Total Cost	Proceeds	Short Term Gains/Losses	Long Term Gains/Losses
ALTERA CORP	ST	100	8-Sep-11	7-Dec-11	\$3,535 77	\$3,641 94	\$106 17	\$0 00
CIMAREX ENERGY CO	ST	75	6-May-11	7-Dec-11	\$7,219 66	\$5,251 39	(\$1,968 27)	\$0 00
DANAHER CORP	ST	85	8-Sep-11	7-Dec-11	\$3,747 94	\$4,009 41	\$261 47	\$0 00
ECOLAB INC	ST	340	17-Aug-11	7-Dec-11	\$15,839 55	\$18,823 19	\$2,983 64	\$0 00
GOOGLE INC-CL A	ST	26	29-Apr-11	7-Dec-11	\$14,107 54	\$16,179 22	\$2,071 68	\$0 00
MCCORMICK & CO INC NON-VOTING	ST	145	4-Feb-11	7-Dec-11	\$6,498 45	\$7,108 28	\$609 83	\$0 00
NEWFIELD EXPLORATION CO	ST	125	8-Sep-11	7-Dec-11	\$6,224 90	\$5,411 17	(\$813 73)	\$0 00
NEWFIELD EXPLORATION CO	ST	135	17-Feb-11	7-Dec-11	\$9,194 01	\$5,844 06	(\$3,349 95)	\$0 00
PROCTER & GAMBLE CO	ST	215	28-Jan-11	27-Oct-11	\$13,781 91	\$13,945 96	\$164 05	\$0 00
SCRIPPS NETWORKS INTERACTIVE INC CL A	ST	185	8-Sep-11	7-Dec-11	\$7,602 43	\$7,604 61	\$2 18	\$0 00
TARGET CORP	ST	135	12-Jan-11	7-Dec-11	\$7,488 03	\$7,272 31	(\$215 72)	\$0 00
TARGET CORP	ST	85	12-Jan-11	22-Sep-11	\$4,714 69	\$4,253 62	(\$461 07)	\$0 00
TARGET CORP	ST	455	13-Jan-11	22-Sep-11	\$25,340 54	\$22,769 40	(\$2,571 14)	\$0 00
***UNILEVER N VNEW YORK SHS NEW	ST	100	5-Oct-11	7-Dec-11	\$3,111 94	\$3,395 23	\$283 29	\$0 00
COSTCO WHOLESALE CORP-NEW	ST	110	6-Oct-10	6-May-11	\$7,143 21	\$8,847 87	\$1,704 66	\$0 00
COSTCO WHOLESALE CORP-NEW	ST	665	6-Oct-10	10-Aug-11	\$43,183 97	\$48,003 82	\$4,819 85	\$0 00
MASTERCARD INC	ST	86	26-Jul-10	4-Feb-11	\$18,570 32	\$21,223 02	\$2,652 70	\$0 00
MASTERCARD INC	ST	22	16-Sep-10	10-Aug-11	\$4,656 08	\$6,953 61	\$2,297 53	\$0 00
MASTERCARD INC	ST	36	26-Jul-10	7-Jun-11	\$7,773 63	\$9,885 50	\$2,111 87	\$0 00
TOTAL SHORT TERM					\$209,734 57	\$220,423 61	\$10,689 04	
3M COMPANY	LT	45	16-Aug-06	7-Dec-11	\$3,166 56	\$3,665 17	\$0 00	\$498 61
3M COMPANY	LT	60	16-Aug-06	7-Jun-11	\$4,222 07	\$5,481 03	\$0 00	\$1,258 96
ALTERA CORP	LT	280	6-Nov-06	27-Apr-11	\$5,134 53	\$13,486 78	\$0 00	\$8,352 25
ALTERA CORP	LT	145	4-Oct-06	3-Feb-11	\$2,674 64	\$5,683 60	\$0 00	\$3,008 96
ANIXTER INTERNATIONAL INC	LT	150	4-Jan-08	7-Dec-11	\$8,728 36	\$9,250 32	\$0 00	\$521 96
ANIXTER INTERNATIONAL INC	LT	105	4-Jan-08	4-Feb-11	\$6,109 86	\$7,109 60	\$0 00	\$999 74
BANK NEW YORK MELLON CORP	LT	291	21-Oct-09	8-Sep-11	\$8,320 27	\$5,971 49	\$0 00	(\$2,348 78)
BANK NEW YORK MELLON CORP	LT	814	21-Oct-09	1-Sep-11	\$23,273 89	\$17,231 97	\$0 00	(\$6,041 92)
BANK NEW YORK MELLON CORP	LT	325	29-May-09	8-Sep-11	\$8,840 00	\$6,669 20	\$0 00	(\$2,170 80)
BANK NEW YORK MELLON CORP	LT	910	11-Jul-06	12-Aug-11	\$31,066 25	\$18,363 90	\$0 00	(\$12,702 35)
BANK NEW YORK MELLON CORP	LT	236	11-Jul-06	1-Sep-11	\$8,056 74	\$4,996 00	\$0 00	(\$3,060 74)
BECTON DICKINSON & CO	LT	315	11-Jan-10	27-Oct-11	\$24,625 95	\$24,679 27	\$0 00	\$53 32
BECTON DICKINSON & CO	LT	50	11-Jan-10	7-Dec-11	\$3,908 88	\$3,665 92	\$0 00	(\$242 96)
***BG GROUP PLC ADR FINALINSTALLMENT NEW REPSTG 5 ORDSHS	LT	35	14-May-07	3-Feb-11	\$2,641 35	\$4,049 68	\$0 00	\$1,408 33
**BG GROUP PLC ADR FINALINSTALLMENT NEW REPSTG 5 ORDSHS	LT	95	14-May-07	7-Dec-11	\$7,169 37	\$10,196 15	\$0 00	\$3,026 78
**BG GROUP PLC ADR FINALINSTALLMENT NEW REPSTG 5 ORDSHS	LT	27	14-May-07	4-Apr-11	\$2,037 61	\$3,395 09	\$0 00	\$1,357 48
**BG GROUP PLC ADR FINALINSTALLMENT NEW REPSTG 5 ORDSHS	LT	20	7-Jun-07	3-Feb-11	\$1,518 45	\$2,314 10	\$0 00	\$795 65
BLACKROCK INCL A	LT	45	9-Nov-10	7-Dec-11	\$7,436 14	\$7,776 75	\$0 00	\$340 61
***CANADIAN NATIONAL RAILROAD	LT	145	4-Dec-03	8-Apr-11	\$2,902 35	\$10,806 65	\$0 00	\$7,904 30
***CANADIAN NATIONAL RAILROAD	LT	140	4-Dec-03	6-Jul-11	\$2,802 27	\$11,167 86	\$0 00	\$8,365 59
***CANADIAN NATIONAL RAILROAD	LT	50	4-Dec-03	7-Dec-11	\$1,000 82	\$3,865 92	\$0 00	\$2,865 10
CHARLES SCHWAB CORP NEW	LT	550	15-Nov-07	7-Dec-11	\$13,171 51	\$6,640 24	\$0 00	(\$6,531 27)
CIMAREX ENERGY CO	LT	145	27-Aug-09	11-Feb-11	\$5,797 28	\$15,331 91	\$0 00	\$9,534 63
CITIGROUP INCSR NTS 50000% 4/11/2013 172967EQ0A0_11	LT	25000	16-Apr-08	7-Dec-11	\$25,109 50	\$25,579 25	\$0 00	\$469 75
COMCAST CORPORATIONNEW SPL CLASS A	LT	230	4-Nov-05	7-Dec-11	\$4,118 61	\$5,299 55	\$0 00	\$1,180 94
COMCAST CORPORATIONNEW SPL CLASS A	LT	290	19-May-04	12-Jan-11	\$5,375 03	\$6,181 44	\$0 00	\$806 41

Security Description	Indicator	Quantity	Purchase Date	Close Date	Total Cost	Proceeds	Short Term Gains/Losses	Long Term Gains/Losses
COMCAST CORPORATIONNEW SPL CLASS A	LT	262	19-May-04	26-Apr-11	\$4,856 07	\$6,272 89	\$0 00	\$1,416 82
COMCAST CORPORATIONNEW SPL CLASS A	LT	458	4-Nov-05	26-Apr-11	\$8,201 41	\$10,965 59	\$0 00	\$2,764 18
***COVIDIEN PLC	LT	150	23-Feb-10	7-Dec-11	\$7,478 71	\$6,674 27	\$0 00	(\$804 44)
***COVIDIEN PLC	LT	410	23-Feb-10	4-Apr-11	\$20,441 80	\$21,617 53	\$0 00	\$1,175 73
DANAHER CORP	LT	170	20-Jan-04	4-Apr-11	\$3,993 58	\$8,900 80	\$0 00	\$4,907 22
DANAHER CORP	LT	300	20-Jan-04	13-Jan-11	\$7,047 50	\$14,132 65	\$0 00	\$7,085 15
DANAHER CORP	LT	155	20-Jan-04	7-Dec-11	\$3,641 21	\$7,311 29	\$0 00	\$3,670 08
FEDERAL FARM CREDIT BANK3 87500% 08/25/2011 31331YZ86FA_25	LT	25000	19-Jun-08	25-Aug-11	\$24,997 25	\$25,000 00	\$0 00	\$2 75
FEDL HOME LOAN MTG CORP#A25752R/MD 6 00 08/01/20346 00000% 08/01/2034 31297DL97	LT	110 92	2-Mar-06	15-Aug-11	\$111 68	\$110 92	\$0 00	(\$0 76)
FEDL HOME LOAN MTG CORP#A25752R/MD 6 00 08/01/20346 00000% 08/01/2034 31297DL97	LT	117 15	2-Mar-06	17-Oct-11	\$117 96	\$117 15	\$0 00	(\$0 81)
FEDL HOME LOAN MTG CORP#A25752R/MD 6 00 08/01/20346 00000% 08/01/2034 31297DL97	LT	224 83	2-Mar-06	15-Sep-11	\$226 38	\$224 83	\$0 00	(\$1 55)
FEDL HOME LOAN MTG CORP#A25752R/MD 6 00 08/01/20346 00000% 08/01/2034 31297DL97	LT	129 8	2-Mar-06	15-Apr-11	\$130 69	\$129 80	\$0 00	(\$0 89)
FEDL HOME LOAN MTG CORP#A25752R/MD 6 00 08/01/20346 00000% 08/01/2034 31297DL97	LT	118 49	2-Mar-06	15-Jul-11	\$119 30	\$118 49	\$0 00	(\$0 81)
FEDL HOME LOAN MTG CORP#A25752R/MD 6 00 08/01/20346 00000% 08/01/2034 31297DL97	LT	68 85	2-Mar-06	15-Mar-11	\$69 32	\$68 85	\$0 00	(\$0 47)
FEDL HOME LOAN MTG CORP#A25752R/MD 6 00 08/01/20346 00000% 08/01/2034 31297DL97	LT	11 1	2-Mar-06	15-Jun-11	\$11 18	\$11 10	\$0 00	(\$0 08)
FEDL HOME LOAN MTG CORP#A25752R/MD 6 00 08/01/20346 00000% 08/01/2034 31297DL97	LT	217 91	2-Mar-06	16-May-11	\$219 41	\$217 91	\$0 00	(\$1 50)
FEDL HOME LOAN MTG CORP#A25752R/MD 6 00 08/01/20346 00000% 08/01/2034 31297DL97	LT	194 78	2-Mar-06	15-Dec-11	\$196 12	\$194 78	\$0 00	(\$1 34)
FEDL HOME LOAN MTG CORP#A25752R/MD 6 00 08/01/20346 00000% 08/01/2034 31297DL97	LT	73 95	2-Mar-06	15-Nov-11	\$74 46	\$73 95	\$0 00	(\$0 51)
FEDL HOME LOAN MTG CORP#A25752R/MD 6 00 08/01/20346 00000% 08/01/2034 31297DL97	LT	292 05	2-Mar-06	18-Jan-11	\$294 06	\$292 05	\$0 00	(\$2 01)
FEDL HOME LOAN MTG CORP#A25752R/MD 6 00 08/01/20346 00000% 08/01/2034 31297DL97	LT	412 58	2-Mar-06	15-Feb-11	\$415 42	\$412 58	\$0 00	(\$2 84)
FNMA GTD PASS THRU POOL 618014ISSUE DATE 01/01/20025 00000% 02/01/2017 31388XSB1	LT	97 54	16-Feb-05	25-Jan-11	\$99 15	\$97 54	\$0 00	(\$1 61)
FNMA GTD PASS THRU POOL 618014ISSUE DATE 01/01/20025 00000% 02/01/2017 31388XSB1	LT	87 52	16-Feb-05	25-Jul-11	\$88 96	\$87 52	\$0 00	(\$1.44)
FNMA GTD PASS THRU POOL 618014ISSUE DATE 01/01/20025 00000% 02/01/2017 31388XSB1	LT	140 62	16-Feb-05	25-Feb-11	\$142 94	\$140 62	\$0 00	(\$2 32)
FNMA GTD PASS THRU POOL 618014ISSUE DATE 01/01/20025 00000% 02/01/2017 31388XSB1	LT	183 05	16-Feb-05	25-Apr-11	\$186 07	\$183 05	\$0 00	(\$3 02)
FNMA GTD PASS THRU POOL 618014ISSUE DATE 01/01/20025 00000% 02/01/2017 31388XSB1	LT	88 63	16-Feb-05	25-Aug-11	\$90 09	\$88 63	\$0 00	(\$1 46)

Security Description	Indicator	Quantity	Purchase Date	Close Date	Total Cost	Proceeds	Short Term Gains/Losses	Long Term Gains/Losses
FNMA GTD PASS THRU POOL 618014ISSUE DATE 01/01/20025 00000% 02/01/2017 31388XSB1	LT	308 54	16-Feb-05	25-Mar-11	\$313 63	\$308 54	\$0 00	(\$5 09)
FNMA GTD PASS THRU POOL 618014ISSUE DATE 01/01/20025 00000% 02/01/2017 31388XSB1	LT	200 42	16-Feb-05	25-May-11	\$203 72	\$200 42	\$0 00	(\$3 30)
FNMA GTD PASS THRU POOL 618014ISSUE DATE 01/01/20025 00000% 02/01/2017 31388XSB1	LT	87 52	16-Feb-05	26-Sep-11	\$88 96	\$87 52	\$0 00	(\$1 44)
FNMA GTD PASS THRU POOL 618014ISSUE DATE 01/01/20025 00000% 02/01/2017 31388XSB1	LT	190 48	16-Feb-05	25-Oct-11	\$193 62	\$190 48	\$0 00	(\$3 14)
FNMA GTD PASS THRU POOL 618014ISSUE DATE 01/01/20025 00000% 02/01/2017 31388XSB1	LT	84.01	16-Feb-05	27-Dec-11	\$85 39	\$84 01	\$0 00	(\$1 38)
FNMA GTD PASS THRU POOL 618014ISSUE DATE 01/01/20025 00000% 02/01/2017 31388XSB1	LT	86 19	16-Feb-05	25-Nov-11	\$87 61	\$86 19	\$0 00	(\$1 42)
FNMA GTD PASS THRU POOL 618014ISSUE DATE 01/01/20025 00000% 02/01/2017 31388XSB1	LT	158 47	16-Feb-05	27-Jun-11	\$161 08	\$158 47	\$0 00	(\$2 61)
FNMA GTD PASS THRU POOL#2560225 50000% 12/01/2035 31371MLB1	LT	210 16	24-Jan-07	25-Aug-11	\$207 07	\$210 16	\$0 00	\$3 09
FNMA GTD PASS THRU POOL#2560225 50000% 12/01/2035 31371MLB1	LT	259 03	24-Jan-07	27-Dec-11	\$255 23	\$259 03	\$0 00	\$3 80
FNMA GTD PASS THRU POOL#2560225 50000% 12/01/2035 31371MLB1	LT	187 63	24-Jan-07	25-Oct-11	\$184 87	\$187 63	\$0 00	\$2 76
FNMA GTD PASS THRU POOL#2560225 50000% 12/01/2035 31371MLB1	LT	206 48	24-Jan-07	27-Jun-11	\$203 45	\$206 48	\$0 00	\$3 03
FNMA GTD PASS THRU POOL#2560225 50000% 12/01/2035 31371MLB1	LT	196 67	24-Jan-07	25-May-11	\$193 78	\$196 67	\$0 00	\$2 89
FNMA GTD PASS THRU POOL#2560225 50000% 12/01/2035 31371MLB1	LT	170 33	24-Jan-07	25-Jul-11	\$167 83	\$170 33	\$0 00	\$2 50
FNMA GTD PASS THRU POOL#2560225 50000% 12/01/2035 31371MLB1	LT	222 66	24-Jan-07	25-Nov-11	\$219 39	\$222 66	\$0 00	\$3 27
FNMA GTD PASS THRU POOL#2560225 50000% 12/01/2035 31371MLB1	LT	218 23	24-Jan-07	25-Apr-11	\$215 02	\$218 23	\$0 00	\$3 21
FNMA GTD PASS THRU POOL#2560225 50000% 12/01/2035 31371MLB1	LT	259 08	24-Jan-07	25-Feb-11	\$255 27	\$259 08	\$0 00	\$3 81
FNMA GTD PASS THRU POOL#2560225 50000% 12/01/2035 31371MLB1	LT	199 3	24-Jan-07	26-Sep-11	\$196 37	\$199 30	\$0 00	\$2 93
FNMA GTD PASS THRU POOL#2560225 50000% 12/01/2035 31371MLB1	LT	253 58	24-Jan-07	25-Mar-11	\$249 86	\$253 58	\$0 00	\$3 72
FNMA GTD PASS THRU POOL#2560225 50000% 12/01/2035 31371MLB1	LT	366 48	24-Jan-07	25-Jan-11	\$361 10	\$366 48	\$0 00	\$5 38
FNMA GTD PASS THRU POOL#444459FNMA5 50000% 10/01/2028 31380MWU6	LT	136 54	25-May-05	25-Jul-11	\$138 37	\$136 54	\$0 00	(\$1 83)
FNMA GTD PASS THRU POOL#444459FNMA5 50000% 10/01/2028 31380MWU6	LT	113 77	25-May-05	27-Jun-11	\$115 30	\$113 77	\$0 00	(\$1 53)
FNMA GTD PASS THRU POOL#444459FNMA5 50000% 10/01/2028 31380MWU6	LT	115 02	25-May-05	25-Aug-11	\$116 57	\$115 02	\$0 00	(\$1 55)
FNMA GTD PASS THRU POOL#444459FNMA5 50000% 10/01/2028 31380MWU6	LT	2170 7	25-May-05	25-Mar-11	\$2,199 87	\$2,170 70	\$0 00	(\$29 17)
FNMA GTD PASS THRU POOL#444459FNMA5 50000% 10/01/2028 31380MWU6	LT	143 68	25-May-05	25-Feb-11	\$145 61	\$143 68	\$0 00	(\$1 93)
FNMA GTD PASS THRU POOL#444459FNMA5 50000% 10/01/2028 31380MWU6	LT	67 83	25-May-05	27-Dec-11	\$68 74	\$67 83	\$0 00	(\$0 91)

Security Description	Indicator	Quantity	Purchase Date	Close Date	Total Cost	Proceeds	Short Term Gains/Losses	Long Term Gains/Losses
FNMA GTD PASS THRU POOL#444459FNMA5 50000% 10/01/2028 31380MWU6	LT	119 73	25-May-05	25-Jan-11	\$121 34	\$119 73	\$0 00	(\$1 61)
FNMA GTD PASS THRU POOL#444459FNMA5 50000% 10/01/2028 31380MWU6	LT	134 73	25-May-05	25-Apr-11	\$136 54	\$134 73	\$0 00	(\$1 81)
FNMA GTD PASS THRU POOL#444459FNMA5 50000% 10/01/2028 31380MWU6	LT	113 2	25-May-05	25-May-11	\$114 72	\$113 20	\$0 00	(\$1 52)
FNMA GTD PASS THRU POOL#444459FNMA5 50000% 10/01/2028 31380MWU6	LT	827 01	25-May-05	25-Nov-11	\$838 12	\$827 01	\$0 00	(\$11 11)
FNMA GTD PASS THRU POOL#444459FNMA5 50000% 10/01/2028 31380MWU6	LT	117 77	25-May-05	25-Oct-11	\$119 35	\$117 77	\$0 00	(\$1 58)
FNMA GTD PASS THRU POOL#444459FNMA5 50000% 10/01/2028 31380MWU6	LT	141 48	25-May-05	26-Sep-11	\$143 38	\$141 48	\$0 00	(\$1 90)
FNMA GTD PASS THRU POOL#7636206 00000% 01/01/2034 31404BK92	LT	621 6	2-Sep-04	25-Aug-11	\$644 23	\$621 60	\$0 00	(\$22 63)
FNMA GTD PASS THRU POOL#7636206 00000% 01/01/2034 31404BK92	LT	24 14	2-Sep-04	26-Sep-11	\$25 02	\$24 14	\$0 00	(\$0 88)
FNMA GTD PASS THRU POOL#7636206 00000% 01/01/2034 31404BK92	LT	24 56	2-Sep-04	27-Dec-11	\$25 45	\$24 56	\$0 00	(\$0 89)
FNMA GTD PASS THRU POOL#7636206 00000% 01/01/2034 31404BK92	LT	25 53	2-Sep-04	25-May-11	\$26 46	\$25 53	\$0 00	(\$0 93)
FNMA GTD PASS THRU POOL#7636206 00000% 01/01/2034 31404BK92	LT	799 4	2-Sep-04	25-Jan-11	\$828 50	\$799 40	\$0 00	(\$29 10)
FNMA GTD PASS THRU POOL#7636206 00000% 01/01/2034 31404BK92	LT	25 3	2-Sep-04	25-Feb-11	\$26 22	\$25 30	\$0 00	(\$0 92)
FNMA GTD PASS THRU POOL#7636206 00000% 01/01/2034 31404BK92	LT	535 89	2-Sep-04	25-Apr-11	\$555 40	\$535 89	\$0 00	(\$19 51)
FNMA GTD PASS THRU POOL#7636206 00000% 01/01/2034 31404BK92	LT	24 87	2-Sep-04	25-Jul-11	\$25 78	\$24 87	\$0 00	(\$0 91)
FNMA GTD PASS THRU POOL#7636206 00000% 01/01/2034 31404BK92	LT	24 39	2-Sep-04	25-Oct-11	\$25 28	\$24 39	\$0 00	(\$0 89)
FNMA GTD PASS THRU POOL#7636206 00000% 01/01/2034 31404BK92	LT	26 35	2-Sep-04	25-Nov-11	\$27 31	\$26 35	\$0 00	(\$0 96)
FNMA GTD PASS THRU POOL#7636206 00000% 01/01/2034 31404BK92	LT	26 82	2-Sep-04	27-Jun-11	\$27 80	\$26 82	\$0 00	(\$0 98)
FNMA GTD PASS THRU POOL#7636206 00000% 01/01/2034 31404BK92	LT	25 74	2-Sep-04	25-Mar-11	\$26 68	\$25 74	\$0 00	(\$0 94)
FNMA GTD PASS THRU POOL#7734295 00000% 06/01/2034 31404NHE9	LT	1559 86	14-Dec-05	27-Dec-11	\$1,508 19	\$1,559 86	\$0 00	\$51 67
FNMA GTD PASS THRU POOL#7734295 00000% 06/01/2034 31404NHE9	LT	1753 75	14-Dec-05	25-Feb-11	\$1,695 66	\$1,753 75	\$0 00	\$58 09
FNMA GTD PASS THRU POOL#7734295 00000% 06/01/2034 31404NHE9	LT	402 16	14-Dec-05	25-Mar-11	\$388 84	\$402 16	\$0 00	\$13 32
FNMA GTD PASS THRU POOL#7734295 00000% 06/01/2034 31404NHE9	LT	965 19	14-Dec-05	25-May-11	\$933 22	\$965 19	\$0 00	\$31 97
FNMA GTD PASS THRU POOL#7734295 00000% 06/01/2034 31404NHE9	LT	851 47	14-Dec-05	25-Nov-11	\$823 26	\$851 47	\$0 00	\$28 21
FNMA GTD PASS THRU POOL#7734295 00000% 06/01/2034 31404NHE9	LT	1055 27	14-Dec-05	25-Jan-11	\$1,020 31	\$1,055 27	\$0 00	\$34 96
FNMA GTD PASS THRU POOL#7734295 00000% 06/01/2034 31404NHE9	LT	1126 98	14-Dec-05	25-Apr-11	\$1,089 65	\$1,126 98	\$0 00	\$37 33

Security Description	Indicator	Quantity	Purchase Date	Close Date	Total Cost	Proceeds	Short Term Gains/Losses	Long Term Gains/Losses
FNMA GTD PASS THRU POOL#7734295 00000% 06/01/2034 31404NHE9	LT	1156 17	14-Dec-05	25-Oct-11	\$1,117 87	\$1,156 17	\$0 00	\$38 30
FNMA GTD PASS THRU POOL#7734295 00000% 06/01/2034 31404NHE9	LT	1087 96	14-Dec-05	25-Jul-11	\$1,051 92	\$1,087 96	\$0 00	\$36 04
FNMA GTD PASS THRU POOL#7734295 00000% 06/01/2034 31404NHE9	LT	211 43	14-Dec-05	25-Aug-11	\$204 43	\$211 43	\$0.00	\$7 00
FNMA GTD PASS THRU POOL#7734295 00000% 06/01/2034 31404NHE9	LT	397 2	14-Dec-05	26-Sep-11	\$384 04	\$397 20	\$0 00	\$13 16
FNMA GTD PASS THRU POOL#7734295 00000% 06/01/2034 31404NHE9	LT	257 46	14-Dec-05	27-Jun-11	\$248 93	\$257 46	\$0 00	\$8 53
FNMA GTD PASS THRU POOL#8881295 50000% 02/01/2037 31410FVW2	LT	357 5	25-Oct-07	25-May-11	\$355 01	\$357 50	\$0 00	\$2 49
FNMA GTD PASS THRU POOL#8881295 50000% 02/01/2037 31410FVW2	LT	311 4	25-Oct-07	27-Jun-11	\$309 23	\$311 40	\$0 00	\$2 17
FNMA GTD PASS THRU POOL#8881295 50000% 02/01/2037 31410FVW2	LT	366 31	25-Oct-07	25-Apr-11	\$363 76	\$366 31	\$0 00	\$2 55
FNMA GTD PASS THRU POOL#8881295 50000% 02/01/2037 31410FVW2	LT	289 08	25-Oct-07	25-Aug-11	\$287 07	\$289 08	\$0 00	\$2 01
FNMA GTD PASS THRU POOL#8881295 50000% 02/01/2037 31410FVW2	LT	301 09	25-Oct-07	27-Dec-11	\$299 00	\$301 09	\$0 00	\$2 09
FNMA GTD PASS THRU POOL#8881295 50000% 02/01/2037 31410FVW2	LT	328 18	25-Oct-07	26-Sep-11	\$325 90	\$328 18	\$0 00	\$2 28
FNMA GTD PASS THRU POOL#8881295 50000% 02/01/2037 31410FVW2	LT	333 83	25-Oct-07	25-Nov-11	\$331 51	\$333 83	\$0 00	\$2 32
FNMA GTD PASS THRU POOL#8881295 50000% 02/01/2037 31410FVW2	LT	307 21	25-Oct-07	25-Oct-11	\$305 07	\$307 21	\$0 00	\$2 14
FNMA GTD PASS THRU POOL#8881295 50000% 02/01/2037 31410FVW2	LT	323 86	25-Oct-07	25-Jul-11	\$321 61	\$323 86	\$0 00	\$2 25
FNMA GTD PASS THRU POOL#8881295 50000% 02/01/2037 31410FVW2	LT	484 36	25-Oct-07	25-Feb-11	\$480 99	\$484 36	\$0 00	\$3 37
FNMA GTD PASS THRU POOL#8881295 50000% 02/01/2037 31410FVW2	LT	536 19	25-Oct-07	25-Jan-11	\$532 46	\$536 19	\$0 00	\$3 73
FNMA GTD PASS THRU POOL#8881295 50000% 02/01/2037 31410FVW2	LT	382 04	25-Oct-07	25-Mar-11	\$379 38	\$382 04	\$0 00	\$2 66
GENERAL ELEC CAP CORPMEDIUM TERM NOTES 72000% 8/22/2011 36962GX82JJ_22	LT	15000	4-Mar-08	22-Aug-11	\$15,232 50	\$15,000 00	\$0 00	(\$232 50)
HERMAN MILLER INC	LT	125	31-Aug-09	7-Dec-11	\$1,985 85	\$2,586 20	\$0 00	\$600 35
HOSPIRA INC	LT	170	27-Oct-10	7-Dec-11	\$10,007 10	\$4,707 27	\$0 00	(\$5,299 83)
ICF INTL INC	LT	330	30-Oct-09	7-Dec-11	\$9,495 52	\$8,703 48	\$0 00	(\$792 04)
ICF INTL INC	LT	830	30-Oct-09	20-Oct-11	\$23,882 67	\$17,928 65	\$0 00	(\$5,954 02)
ICF INTL INC	LT	95	19-Jan-10	7-Dec-11	\$2,425 47	\$2,505 55	\$0 00	\$80 08
INTUIT INC	LT	305	21-Apr-09	10-Jan-11	\$7,456 46	\$14,606 20	\$0 00	\$7,149 74
INTUIT INC	LT	480	13-Apr-09	10-Jan-11	\$12,338 35	\$22,986 81	\$0 00	\$10,648 46
MARKEL CORP HOLDING CO	LT	94	24-Mar-09	25-Apr-11	\$24,780 86	\$38,869 70	\$0 00	\$14,088 84
MARKEL CORP HOLDING CO	LT	15	24-Mar-09	4-Apr-11	\$3,954 39	\$6,298 61	\$0 00	\$2,344 22
MARKEL CORP HOLDING CO	LT	71	24-Mar-09	11-Feb-11	\$18,717 46	\$29,566 84	\$0 00	\$10,849 38
MASTERCARD INC	LT	21	16-Sep-10	7-Dec-11	\$4,444 44	\$7,764 60	\$0 00	\$3,320 16
MASTERCARD INC	LT	28	26-Jul-10	10-Aug-11	\$6,046 15	\$8,850 05	\$0 00	\$2,803 90
MASTERCARD INC	LT	41	19-Jul-10	7-Dec-11	\$8,055 49	\$15,159 45	\$0 00	\$7,103 96
NATIONAL INSTRUMENTS CORP	LT	65	25-Jul-06	1-Feb-11	\$1,685 33	\$2,792 87	\$0 00	\$1,107 54
NATIONAL INSTRUMENTS CORP	LT	35	5-Oct-04	31-Jan-11	\$939 69	\$1,489 26	\$0 00	\$549 57
NATIONAL INSTRUMENTS CORP	LT	65	25-Jul-06	17-Feb-11	\$1,685 32	\$3,117 16	\$0 00	\$1,431 84
NATIONAL INSTRUMENTS CORP	LT	90	25-Jul-06	31-Jan-11	\$2,333 53	\$3,829 51	\$0 00	\$1,495 98
NATIONAL INSTRUMENTS CORP	LT	80	25-Jul-06	18-Feb-11	\$2,074 25	\$3,810 40	\$0 00	\$1,736 15
NATIONAL INSTRUMENTS CORP	LT	275	5-Oct-04	12-Jan-11	\$7,383 25	\$10,712 38	\$0 00	\$3,329 13
NATIONAL INSTRUMENTS CORP	LT	230	30-Sep-05	18-Feb-11	\$5,670 10	\$10,954 89	\$0 00	\$5,284 79
NATIONAL INSTRUMENTS CORP	LT	210	30-Sep-05	7-Dec-11	\$3,451 36	\$5,566 53	\$0 00	\$2,115 17

Security Description	Indicator	Quantity	Purchase Date	Close Date	Total Cost	Proceeds	Short Term Gains/Losses	Long Term Gains/Losses
NOBLE ENERGY INC	LT	70	31-Aug-10	7-Dec-11	\$4,928 70	\$6,739 12	\$0 00	\$1,810 42
***NOVO NORDISK A/S-ADRREPSTG 1/2 CL B								
SH	LT	60	18-Oct-05	7-Jun-11	\$1,481 99	\$7,620 72	\$0 00	\$6,138 73
***NOVO NORDISK A/S-ADRREPSTG 1/2 CL B								
SH	LT	40	18-Oct-05	7-Dec-11	\$988 00	\$4,583 11	\$0 00	\$3,595 11
***NOVOZYMES A/SADR	LT	5	27-May-09	7-Jun-11	\$390 02	\$869 99	\$0 00	\$479 97
***NOVOZYMES A/SADR	LT	50	26-May-09	7-Jun-11	\$3,947 40	\$8,699 92	\$0 00	\$4,752 52
PNC FUNDING CORP2 30000% 06/22/2012								
69351CAC7FDIC JD_22	LT	75000	19-Apr-10	7-Dec-11	\$76,798 50	\$75,858 00	\$0 00	(\$940 50)
PRAXAIR INC	LT	80	8-Oct-08	6-Jul-11	\$5,259 17	\$8,742 07	\$0 00	\$3,482 90
PRAXAIR INC	LT	155	8-Oct-08	3-Feb-11	\$10,189 64	\$14,651 98	\$0 00	\$4,462 34
PRAXAIR INC	LT	45	8-Oct-08	7-Dec-11	\$2,958 28	\$4,617 36	\$0 00	\$1,659 08
PROCTER & GAMBLE CO	LT	55	1-Dec-09	27-Oct-11	\$3,463 97	\$3,567 57	\$0 00	\$103.60
PROCTER & GAMBLE CO	LT	125	1-Dec-09	7-Dec-11	\$7,872 65	\$8,099 02	\$0 00	\$226 37
PROGRESSIVE CORP-OHIO-	LT	410	11-Oct-07	7-Dec-11	\$8,011 40	\$7,627 24	\$0 00	(\$384 16)
PROGRESSIVE CORP-OHIO-	LT	100	10-May-07	7-Dec-11	\$2,339 49	\$1,860 30	\$0 00	(\$479 19)
***ROCHE HOLDING LTDSPONSORED ADR								
REPSTG ORD	LT	170	23-Nov-09	7-Dec-11	\$7,000 11	\$6,838 96	\$0 00	(\$161 15)
***ROCHE HOLDING LTDSPONSORED ADR								
REPSTG ORD	LT	600	23-Nov-09	10-Aug-11	\$24,706 26	\$24,402 61	\$0 00	(\$303 65)
SMUCKER J M COMPANYNEW	LT	225	9-Oct-09	12-Jan-11	\$12,094 42	\$14,424 41	\$0 00	\$2,329 99
SMUCKER J M COMPANYNEW	LT	55	9-Oct-09	7-Dec-11	\$2,956 42	\$4,187 06	\$0 00	\$1,230 64
SMUCKER J M COMPANYNEW	LT	275	9-Oct-09	18-Apr-11	\$14,782 07	\$20,256 14	\$0 00	\$5,474 07
SMUCKER J M COMPANYNEW	LT	185	9-Oct-09	28-Jan-11	\$9,944 31	\$11,580 84	\$0 00	\$1,636 53
TEXAS INSTRUMENTS INC	LT	320	6-Dec-04	14-Feb-11	\$8,081 89	\$11,448 28	\$0 00	\$3,366 39
TEXAS INSTRUMENTS INC	LT	80	6-Dec-04	7-Dec-11	\$2,020 47	\$2,446 63	\$0 00	\$426 16
TEXAS INSTRUMENTS INC	LT	260	30-Nov-04	7-Dec-11	\$6,435 08	\$7,951 53	\$0 00	\$1,516 45
TEXAS INSTRUMENTS INC	LT	45	17-Mar-05	14-Feb-11	\$1,155 90	\$1,609 92	\$0 00	\$454 02
W W GRAINGER INC	LT	65	24-Mar-10	7-Dec-11	\$7,068 50	\$12,068 96	\$0 00	\$5,000 46
W W GRAINGER INC	LT	8	24-Mar-10	14-Oct-11	\$869 97	\$1,263 49	\$0 00	\$393 52
W W GRAINGER INC	LT	65	14-Apr-10	14-Oct-11	\$7,209 32	\$10,265 89	\$0 00	\$3,056 57
YAHOO INC	LT	735	2-Feb-10	6-May-11	\$11,191 62	\$13,711 89	\$0 00	\$2,520 27
YAHOO INC	LT	1145	7-May-09	7-Sep-11	\$16,799 55	\$15,546 74	\$0 00	(\$1,252 81)
YAHOO INC	LT	115	7-May-09	6-May-11	\$1,687 29	\$2,145 40	\$0 00	\$458 11
YAHOO INC	LT	415	17-Mar-09	7-Sep-11	\$5,732 48	\$5,634 84	\$0 00	(\$97 64)
YAHOO INC	LT	3305	17-Mar-09	8-Sep-11	\$45,652 62	\$45,382 72	\$0 00	(\$269 90)
YAHOO INC	LT	530	4-Aug-09	7-Sep-11	\$7,765 19	\$7,196 31	\$0 00	(\$568 88)
TOTAL LONG TERM					\$823,409 83	\$977,406 32		\$153,996 49

TOTAL PROCEEDS

\$1,197,829 93

TEN TEN FOUNDATION
 EIN. 43-6055675
 Account 55081121

Realized Gains/Losses

Summary	
Short Term Gains/Losses	\$16,302 83
Long Term Gains/Losses	(\$8,193 60)
Total Capital Gains/Losses	\$8,109 23
Total Short Sales Gains/Losses	\$0 00
Discount Income	\$0 00

Realized Gains/Losses Details: Capital Gains - Covered

Security Description	Indicator	Quantity	Purchase Date	Close Date	Total Cost	Proceeds	Short Term Gains/Losses	Long Term Gains/Losses
NALCO HOLDING COMPANY	ST	95	2-Feb-11	20-Jul-11	\$2,611 73	\$3,543 43	\$931 70	\$0 00
CISCO SYSTEMS INC	ST	655	19-Aug-10	10-Feb-11	\$14,539 76	\$12,742 97	(\$1,796 79)	\$0 00
DRESSER RAND GROUP INC	ST	230	29-Oct-10	25-Feb-11	\$7,325 20	\$11,363 55	\$4,038 35	\$0 00
DRESSER RAND GROUP INC	ST	130	29-Oct-10	16-Feb-11	\$4,140 33	\$6,253 21	\$2,112 88	\$0 00
DRESSER RAND GROUP INC	ST	50	29-Oct-10	27-Jan-11	\$1,592 44	\$2,263 76	\$671 32	\$0 00
***TELVENT GIT SA	ST	215	16-Nov-10	22-Jun-11	\$5,118 72	\$8,566 36	\$3,447 64	\$0 00
***TELVENT GIT SA	ST	430	16-Nov-10	1-Jul-11	<u>\$10,237 44</u>	<u>\$17,135 17</u>	<u>\$6,897 73</u>	\$0 00
TOTAL SHORT TERM					<u>\$45,565.62</u>	<u>\$61,868.45</u>	<u>\$16,302.83</u>	
BLACKROCK KELSO CAPCORPORATION		230	11-May-11	3-Oct-11	\$20 61	\$20 61	\$0 00	\$0 00
BLACKROCK KELSO CAPCORPORATION		1300	7-Jul-10	3-Oct-11	\$116 48	\$116 48	\$0 00	\$0 00
BLACKROCK KELSO CAPCORPORATION		1300	7-Jul-10	1-Jul-11	\$116 48	\$116 48	\$0 00	\$0 00
BLACKROCK KELSO CAPCORPORATION		1300	7-Jul-10	1-Apr-11	\$143 39	\$143 39	\$0 00	\$0 00
BLACKROCK KELSO CAPCORPORATION		230	11-May-11	1-Jul-11	\$20 61	\$20 61	\$0 00	\$0 00
EXELIS INCCOM	LT	170	30-Jul-10	2-Dec-11	\$1,855 69	\$1,532 49	\$0 00	(\$323 20)
EXELIS INCCOM	LT	380	28-Jul-10	2-Dec-11	\$4,424 17	\$3,425 55	\$0 00	(\$998 62)
ITT CORP NEWNEW	LT	190	28-Jul-10	2-Dec-11	\$3,645 55	\$3,832 95	\$0 00	\$187 40
ITT CORP NEWNEW	LT	85	30-Jul-10	2-Dec-11	\$1,529 10	\$1,714 74	\$0 00	\$185 64
NALCO HOLDING COMPANY	LT	105	7-Jul-10	20-Jul-11	\$2,286 74	\$3,916 42	\$0 00	\$1,629 68
NALCO HOLDING COMPANY	LT	405	7-Jul-10	8-Aug-11	\$8,820 29	\$12,805 28	\$0 00	\$3,984 99
WILLBROS GROUP INC	LT	2635	7-Jul-10	20-Dec-11	\$19,638 13	\$8,619 71	\$0 00	(\$11,018 42)
XYLEM INCCOM	LT	380	28-Jul-10	27-Dec-11	\$10,967 14	\$9,483 53	\$0 00	(\$1,483 61)
XYLEM INCCOM	LT	170	30-Jul-10	27-Dec-11	\$4,600 09	\$4,242 63	\$0 00	(\$357 46)
TOTAL LONG TERM					<u>\$58,184.47</u>	<u>\$49,990.87</u>		<u>(\$8,193.60)</u>

TEN TEN FOUNDATION
 EIN 43-6055675
 Account 55081122

Realized Gains/Losses

Summary	
Short Term Gains/Losses	\$2,497 69
Long Term Gains/Losses	\$27,502 44
Total Capital Gains/Losses	\$30,000 13
Total Short Sales Gains/Losses	\$0 00
Discount Income	\$0 00

Realized Gains/Losses Details: Capital Gains - Covered

Security Description	Indicator	Quantity	Purchase Date	Close Date	Total Cost	Proceeds	Short Term Gains/Losses	Long Term Gains/Losses
ECOLAB INC	ST	70	17-Aug-11	9-Dec-11	\$3,261 08	\$3,910 18	\$649 10	\$0 00
TARGET CORP	ST	135	13-Jan-11	22-Sep-11	\$7,518 62	\$6,755 76	(\$762 86)	\$0 00
COSTCO WHOLESALE CORP-NEW	ST	202	6-Oct-10	10-Aug-11	\$13,117 54	\$14,581 62	\$1,464 08	\$0 00
COSTCO WHOLESALE CORP-NEW	ST	18	6-Oct-10	6-May-11	\$1,168 89	\$1,447 83	\$278 94	\$0 00
MASTERCARD INC	ST	19	26-Jul-10	4-Feb-11	\$4,102 75	\$4,688 80	\$586 05	\$0 00
MASTERCARD INC	ST	1	16-Sep-10	10-Aug-11	\$211 64	\$316 07	\$104 43	\$0 00
SMUCKER J M COMPANYNEW	ST	30	24-Feb-10	12-Jan-11	\$1,745 30	\$1,923 25	\$177 95	\$0 00
TOTAL SHORT TERM					\$31,125.82	\$33,623.51	\$2,497.69	
ALTERA CORP	LT	45	6-Nov-06	3-Feb-11	\$825 19	\$1,763 87	\$0 00	\$938.68
ALTERA CORP	LT	85	6-Nov-06	27-Apr-11	\$1,558 70	\$4,094 20	\$0 00	\$2,535 50
ANIXTER INTERNATIONAL INC	LT	45	22-Apr-08	8-Apr-11	\$2,718 50	\$3,260 67	\$0 00	\$542 17
AT&T WIRELESS SERVICES								
INCNOTES8 12500% 05/01/2012								
00209AAG1MN_01	LT	20000	14-Oct-10	28-Dec-11	\$22,185 00	\$20,526 51	\$0 00	(\$1,658 49)
BANK NEW YORK MELLON CORP	LT	90	29-May-09	8-Sep-11	\$2,448 00	\$1,846 85	\$0 00	(\$601 15)
BANK NEW YORK MELLON CORP	LT	235	11-Jul-06	12-Aug-11	\$8,033 73	\$4,742 32	\$0 00	(\$3,291 41)
BANK NEW YORK MELLON CORP	LT	109	21-Oct-09	8-Sep-11	\$3,116 53	\$2,236 75	\$0 00	(\$879 78)
BANK NEW YORK MELLON CORP	LT	126	21-Oct-09	1-Sep-11	\$3,602 59	\$2,667 35	\$0 00	(\$935 24)
BANK NEW YORK MELLON CORP	LT	219	11-Jul-06	1-Sep-11	\$7,486 76	\$4,636 12	\$0 00	(\$2,850 64)
**BG GROUP PLC ADR FINALINSTALLMENT								
NEW REPSTG 5 ORDSHS	LT	15	19-Oct-07	3-Feb-11	\$1,355 21	\$1,735 57	\$0 00	\$380 36
***BG GROUP PLC ADR FINALINSTALLMENT								
NEW REPSTG 5 ORDSHS	LT	8	19-Oct-07	4-Apr-11	\$722 78	\$1,005 95	\$0 00	\$283 17
***CANADIAN NATIONAL RAILROAD	LT	33	4-Dec-03	6-Jul-11	\$660 54	\$2,632 42	\$0 00	\$1,971 88
***CANADIAN NATIONAL RAILROAD	LT	30	4-Dec-03	8-Apr-11	\$600 49	\$2,235 85	\$0 00	\$1,635.36
CIMAREX ENERGY CO	LT	40	2-Sep-08	11-Feb-11	\$2,113 66	\$4,229 49	\$0 00	\$2,115 83
COMCAST CORPORATIONNEW SPL CLASS A	LT	215	4-Nov-05	26-Apr-11	\$3,850 00	\$5,147 60	\$0 00	\$1,297 60
COMCAST CORPORATIONNEW SPL CLASS A	LT	35	4-Nov-05	12-Jan-11	\$626 75	\$746 03	\$0 00	\$119 28
***COVIDIEN PLC	LT	90	23-Feb-10	4-Apr-11	\$4,487 22	\$4,745 30	\$0 00	\$258 08
DANAHER CORP	LT	45	20-Jan-04	13-Jan-11	\$1,059 75	\$2,119 89	\$0 00	\$1,060 14
DANAHER CORP	LT	50	20-Jan-04	4-Apr-11	\$1,177 50	\$2,617 88	\$0 00	\$1,440 38
ICF INTL INC	LT	180	29-Oct-09	20-Oct-11	\$5,204 23	\$3,888 14	\$0 00	(\$1,316 09)
INTUIT INC	LT	100	14-May-07	10-Jan-11	\$2,779 87	\$4,788 91	\$0 00	\$2,009 04
INTUIT INC	LT	135	14-May-07	11-Jan-11	\$3,752 83	\$6,424 89	\$0 00	\$2,672 06
MARKEL CORP HOLDING CO	LT	28	24-Mar-09	25-Apr-11	\$7,381 53	\$11,578 20	\$0 00	\$4,196 67
MARKEL CORP HOLDING CO	LT	5	24-Mar-09	4-Apr-11	\$1,318 13	\$2,099 53	\$0 00	\$781 40
MARKEL CORP HOLDING CO	LT	17	24-Mar-09	11-Feb-11	\$4,481 65	\$7,079 38	\$0 00	\$2,597 73
MASTERCARD INC	LT	7	16-Sep-10	9-Dec-11	\$1,481 48	\$2,602 70	\$0 00	\$1,121 22
MASTERCARD INC	LT	21	26-Jul-10	10-Aug-11	\$4,534 61	\$6,637 53	\$0 00	\$2,102 92
NATIONAL INSTRUMENTS CORP	LT	95	5-Oct-04	18-Feb-11	\$2,552 16	\$4,524 85	\$0 00	\$1,972 69
NATIONAL INSTRUMENTS CORP	LT	35	5-Oct-04	31-Jan-11	\$940 27	\$1,489 26	\$0 00	\$548 99
NATIONAL INSTRUMENTS CORP	LT	20	5-Oct-04	1-Feb-11	\$537 30	\$859 34	\$0 00	\$322 04
NATIONAL INSTRUMENTS CORP	LT	20	5-Oct-04	17-Feb-11	\$537 30	\$959 13	\$0 00	\$421 83
NATIONAL INSTRUMENTS CORP	LT	45	5-Oct-04	12-Jan-11	\$1,208 92	\$1,752 94	\$0 00	\$544 02
PRAXAIR INC	LT	35	8-Oct-08	3-Feb-11	\$2,300 89	\$3,308 51	\$0 00	\$1,007 62
PRAXAIR INC	LT	15	8-Oct-08	6-Jul-11	\$986 09	\$1,639 13	\$0 00	\$653 04
**ROCHE HOLDING LTDSPPONSORED ADR								
REPSTG ORD	LT	65	23-Nov-09	10-Aug-11	\$2,676 51	\$2,643 61	\$0 00	(\$32 90)

Security Description	Indicator	Quantity	Purchase Date	Close Date	Total Cost	Proceeds	Gains/Losses	Gains/Losses
***ROCHE HOLDING LTDSponsored ADR								
REPSTG ORD	LT	40	4-Jan-10	10-Aug-11	\$1,745 43	\$1,626 84	\$0 00	(\$118 59)
SMUCKER J M COMPANYNEW	LT	20	9-Oct-09	12-Jan-11	\$1,075 06	\$1,282 17	\$0 00	\$207 11
SMUCKER J M COMPANYNEW	LT	55	9-Oct-09	28-Jan-11	\$2,956 41	\$3,442 95	\$0 00	\$486 54
SMUCKER J M COMPANYNEW	LT	85	9-Oct-09	18-Apr-11	\$4,569 01	\$6,260 98	\$0 00	\$1,691 97
W W GRAINGER INC	LT	2	24-Mar-10	9-Dec-11	\$217 49	\$370 66	\$0 00	\$153 17
W W GRAINGER INC	LT	16	14-Apr-10	14-Oct-11	\$1,774 60	\$2,526 99	\$0 00	\$752 39
W W GRAINGER INC	LT	10	14-Apr-10	9-Dec-11	\$1,109 13	\$1,853 31	\$0 00	\$744 18
YAHOO INC	LT	75	4-Aug-09	7-Sep-11	\$1,098 85	\$1,018 34	\$0 00	(\$80 51)
YAHOO INC	LT	140	2-Feb-10	6-May-11	\$2,131 74	\$2,611 78	\$0 00	\$480 04
YAHOO INC	LT	85	4-Aug-09	8-Sep-11	\$1,245 36	\$1,167 18	\$0 00	(\$78 18)
YAHOO INC	LT	330	7-May-09	7-Sep-11	\$4,841 80	\$4,480 72	\$0 00	(\$361 08)
YAHOO INC	LT	165	2-Feb-10	7-Sep-11	\$2,512 40	\$2,240 36	\$0 00	(\$272 04)
YAHOO INC	LT	990	17-Mar-09	8-Sep-11	\$13,675 07	\$13,594 22	\$0 00	(\$80 85)
NATIONAL INSTRUMENTS CORP		14 29		4/27/2011	\$0 00	\$14 29		\$14 29
TOTAL LONG TERM					\$150,255.02	\$177,757.46		\$27,502.44

• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

• If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions THE TEN-TEN FOUNDATION	Employer identification number (EIN) or <input checked="" type="checkbox"/> 43-6055675
	Number, street, and room or suite no. If a P.O. box, see instructions. 1200 MAIN STREET, NO. 3500	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. KANSAS CITY, MO 64105	

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

MR. B. JOHN READEY, III

• The books are in the care of **1200 MAIN, SUITE 3500 KC, MO - 64105**

Telephone No. **816-474-7400**

FAX No.

• If the organization does not have an office or place of business in the United States, check this box

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2012.**

5 For calendar year **2011**, or other tax year beginning _____, and ending _____.

6 If the tax year entered in line 5 is for less than 12 months, check reason: Initial return Final return Change in accounting period

7 State in detail why you need the extension
TAXPAYER REQUIRES ADDITIONAL TIME TO GATHER INFORMATION NECESSARY TO FILE AN ACCURATE RETURN DUE TO SERIOUS ILLNESS OF PRIMARY SIGNER

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$ 3,203.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	\$ 4,400.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$ 0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature Title Date