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Form **990-PF**

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

OMB No 1545-0052

2011Department 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 JOHN J. SULLIVAN, JR. FOUNDATION JOHN HOULEHAN & MARK HENKE-TRUSTEES		A Employer identification number 74-2815203
Number and street (or P O box number if mail is not delivered to street address) 11914 SUMMIT	Room/suite	B Telephone number (see instructions) 816-225-4524
City or town, state, and ZIP code KANSAS CITY MO 64145		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 5,701,229	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	105,331	105,331		
	4 Dividends and interest from securities	105,943	105,943		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	77,017			
	b Gross sales price for all assets on line 6a	1,313,714			
	7 Capital gain net income (from Part IV, line 2)		77,017		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns & 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	288,291	288,291	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	57,313	28,656		28,657
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) SEE STMT 1	1,550	775		775
	b Accounting fees (attach schedule) STMT 2	4,200	2,100		2,100
	c Other professional fees (attach schedule) STMT 3	28,844	27,044		1,800
	Interest	1,604	1,604		
	18 Taxes (attach schedule) (see instructions) STMT 4	3,692	865		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	1,600	800		800
	22 Printing and publications				
	23 Other expenses (att sch) STMT 5	2,324	1,504		820
	24 Total operating and administrative expenses. Add lines 13 through 23	101,127	63,348	0	34,952
25 Contributions, gifts, grants paid	361,001			361,001	
26 Total expenses and disbursements. Add lines 24 and 25	462,128	63,348	0	395,953	
27 Subtract line 26 from line 12	-173,837				
a Excess of revenue over expenses and disbursements		224,943			
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2011)

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	42,997	33,973	33,973
	3 Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (att. schedule) ▶ Less allowance for doubtful accounts ▶	0		
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule) STMT 6	845,239	789,329	855,119
	b Investments—corporate stock (attach schedule) SEE STMT 7	2,975,763	3,035,076	3,465,248
	c Investments—corporate bonds (attach schedule) SEE STMT 8	1,371,409	1,202,378	1,317,357
	11 Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch.) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule) SEE STATEMENT 9			26,532
	14 Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch.) ▶			
15 Other assets (describe ▶ SEE STATEMENT 10)	1,953	3,000	3,000	
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	5,237,361	5,063,756	5,701,229	
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	5,237,361	5,063,756	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	5,237,361	5,063,756	
31 Total liabilities and net assets/fund balances (see instructions)	5,237,361	5,063,756		

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	5,237,361
2 Enter amount from Part I, line 27a	2	-173,837
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 11	3	232
4 Add lines 1, 2, and 3	4	5,063,756
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	5,063,756

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 SEE WORKSHEET				
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

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

(i) FMV 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			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)

If gain, also enter in Part I, line 7
If (loss), enter -0- in Part I, line 7

2**77,017****3** Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)

If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in
Part I, line 8

3**936****Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	385,452	5,875,020	0.065609
2009	382,213	5,532,990	0.069079
2008	352,838	6,111,388	0.057735
2007	381,869	6,764,409	0.056453
2006	387,479	6,498,915	0.059622

2 Total of line 1, column (d)**2****0.308498****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****0.061700****4** Enter the net value of noncharitable-use assets for 2011 from Part X, line 5**4****5,985,136****5** Multiply line 4 by line 3**5****369,283****6** Enter 1% of net investment income (1% of Part I, line 27b)**6****2,249****7** Add lines 5 and 6**7****371,532****8** Enter qualifying distributions from Part XII, line 4**8****395,953**

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	2,249
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	2,249
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	2,249
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	3,000
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	3,000
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	751
11	Enter the amount of line 10 to be Credited to 2012 estimated tax 751 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) MO		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► JOHN G. HOULEHAN 11914 SUMMIT Located at ► KANSAS CITY MO ZIP+4 ► 64145 Telephone no ► 816-360-8639			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b	X
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? N/A	1c	
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If "Yes," list the years ► 20 , 20 , 20 , 20 ☐ Yes ☒ No		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 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) 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))? (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? (3) Provide a grant to an individual for travel, study, or other similar purposes? (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? 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)? 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? 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? b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 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? b If Yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	☐ Yes ☒ No ☐ Yes ☒ No ☐ Yes ☒ No ☐ Yes ☒ No ☐ Yes ☒ No ☐ Yes ☒ No N/A ☐ Yes ☐ No ☐ Yes ☒ No ☐ Yes ☒ No ☐ Yes ☒ No N/A ☐ Yes ☐ No ☐ Yes ☒ No N/A ☐ Yes ☐ No	5b 6b 7b	X
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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JOHN HOULEHAN 11914 SUMMIT KANSAS CITY MO 64145	TRUSTEE 8.00	28,657	0	0
MARK HENKE 12408 CATALINA SHAWNEE MSN KS 66209	TRUSTEE 8.00	28,656	0	0

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

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

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 (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 NONE	
2	
3	
4	

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	5,996,513
b	Average of monthly cash balances	1b	76,767
c	Fair market value of all other assets (see instructions)	1c	3,000
d	Total (add lines 1a, b, and c)	1d	6,076,280
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	6,076,280
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	91,144
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,985,136
6	Minimum investment return. Enter 5% of line 5	6	299,257

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	299,257
2a	Tax on investment income for 2011 from Part VI, line 5	2a	2,249
b	Income tax for 2011 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,249
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	297,008
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	297,008
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	297,008

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	395,953
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	395,953
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	2,249
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	393,704

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				297,008
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2011				
a From 2006	67,386			
b From 2007	49,436			
c From 2008	50,390			
d From 2009	108,415			
e From 2010	97,355			
f Total of lines 3a through e	372,982			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 395,953				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2011 distributable amount				297,008
e Remaining amount distributed out of corpus	98,945			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	471,927			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see instructions				
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) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	67,386			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	404,541			
10 Analysis of line 9				
a Excess from 2007	49,436			
b Excess from 2008	50,390			
c Excess from 2009	108,415			
d Excess from 2010	97,355			
e Excess from 2011	98,945			

Part XIV Private Operating Foundations (see 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 foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))
NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest
NONE

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

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

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

c Any submission deadlines
N/A

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

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

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 SEE STATEMENT 12					361,001
Total					361,001
b Approved for future payment N/A					
Total					

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) 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	105,331	
4 Dividends and interest from securities			14	105,943	
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			14	77,017	
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)		0		288,291	0
13 Total. Add line 12, columns (b), (d), and (e)				13	288,291

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Capital Gains and Losses for Tax on Investment Income

Form **990-PF**

2011

For calendar year 2011, or tax year beginning

, and ending

Name

**JOHN J. SULLIVAN, JR. FOUNDATION
JOHN HOULEHAN & MARK HENKE-TRUSTEES**

Employer Identification Number

74-2815203

(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) SEE COUNTRY CLUB TRUST STMT ATTACHED	P	VARIOUS	VARIOUS
(2) SEE COUNTRY CLUB TRUST STMT ATTACHED	P	VARIOUS	VARIOUS
(3) SEE COUNTRY CLUB TRUST STMT ATTACHED	P	VARIOUS	VARIOUS
(4) SEE COUNTRY CLUB TRUST STMT ATTACHED	P	VARIOUS	VARIOUS
(5) EL PASO CORP SEC LITIGATION	P	VARIOUS	01/19/11
(6) SPRINT CORP SEC LITIGATION	P	VARIOUS	03/09/11
(7) QUEST COMMUNICATIONS SEC	P	VARIOUS	06/28/11
(8) CONAGRA FOODS INC SETTLEMENT	P	VARIOUS	08/23/11
(9) MOTOROLA INC SEC LITIGATION	P	VARIOUS	08/17/11
(10) COUNTRY CLUB TRUST CO. - CGD	P	VARIOUS	VARIOUS
(11)			
(12)			
(13)			
(14)			
(15)			

(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)
(1) 108,093		123,894	-15,801
(2) 144,821		134,441	10,380
(3) 1,042,767		967,218	75,549
(4) 17,501		11,144	6,357
(5) 37			37
(6) 32			32
(7) 26			26
(8) 16			16
(9) 12			12
(10) 409			409
(11)			
(12)			
(13)			
(14)			
(15)			

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))
(1)			-15,801
(2)			10,380
(3)			75,549
(4)			6,357
(5)			37
(6)			32
(7)			26
(8)			16
(9)			12
(10)			409
(11)			
(12)			
(13)			
(14)			
(15)			

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
R. REUTER-FDTN LEGAL SERVICES	\$ 1,550	\$ 775	\$	\$ 775
TOTAL	\$ 1,550	\$ 775	\$ 0	\$ 775

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
KMB - CPAS, LLC	\$	\$	\$	\$
-ACCOUNTING, TAX & CONSULTING	4,200	2,100		2,100
TOTAL	\$ 4,200	\$ 2,100	\$ 0	\$ 2,100

Statement 3 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
COUNTRY CLUB TRUST CO	\$	\$	\$	\$
-INV AGENCY / TRUST ADM FEES	25,844	25,844		
ANNE E. HOULEHAN				
-ADMINISTRATIVE SERVICES	2,400	1,200		1,200
JOHN E. HOULEHAN				
-ADMINISTRATIVE SERVICES	600			600
TOTAL	\$ 28,844	\$ 27,044	\$ 0	\$ 1,800

Statement 4 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FOREIGN TAXES	\$ 865	\$ 865	\$	\$
FEDERAL EXCISE TAX ON INV INCOME	2,827			
TOTAL	\$ 3,692	\$ 865	\$ 0	\$ 0

Federal Statements

Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES	\$	\$	\$	\$
INSURANCE	1,282	1,282		
FOUNDATION ASSOCIATION DUES	695			695
INVESTMENT EXPENSES	222	222		
FOUNDTN ASSOC PUBLICATION	125			125
TOTAL	\$ 2,324	\$ 1,504	\$ 0	\$ 820

Federal Statements

Statement 6 - Form 990-PF, Part II, Line 10a - US and State Government Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
F H L B DEBENTURES	\$ 123,490	\$ 74,584	COST	\$ 86,960
F N M A DEBENTURES	26,963	24,085	COST	24,209
FPL GROUP CAP TR PFD TR SECS 5.875%		40,194	COST	40,248
G N M A DEBENTURES	244,975	198,353	COST	219,030
UNITED STATES TREASURY NOTE 2.0%	66,422	68,724	COST	71,419
COLUMBIA MO SPL OBLIG 4.70% BD	50,573	50,573	COST	54,946
JOHNSON COUNTY KS USD 4.50% BD	50,000	50,000	COST	54,277
MERAMEC VY SCH DIST NO R 4.791% BD	75,000	75,000	COST	81,206
ST CHARLES CO MO SPL OBLIG 5.155% BD	51,347	51,347	COST	57,062
ST CHARLES CO MO SPL OBLIG 5.805% BD	40,885	40,885	COST	45,270
STANFORD LELAND JR UNIV BD 4.25% BD	115,584	115,584	COST	120,492
TOTAL	\$ 845,239	\$ 789,329		\$ 855,119

Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
SEE STATEMENTS ATTACHED - EQUITIES	\$ 2,975,763	\$ 3,035,076	COST	\$ 3,465,248
TOTAL	\$ 2,975,763	\$ 3,035,076		\$ 3,465,248

Statement 8 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
SEE STMTS ATTACHED - CORP SECS & BDS	\$ 1,371,409	\$ 1,202,378	COST	\$ 1,317,357
TOTAL	\$ 1,371,409	\$ 1,202,378		\$ 1,317,357

Federal Statements

Statement 9 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
ACCRUED INCOME	\$	\$	COST	\$ 26,532
TOTAL	\$ 0	\$ 0		\$ 26,532

Federal Statements**Statement 10 - Form 990-PF, Part II, Line 15 - Other Assets**

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Fair Market Value</u>
PREPAID FEDERAL EXCISE TAX/INV INC	\$ <u>1,953</u>	\$ <u>3,000</u>	\$ <u>3,000</u>
TOTAL	\$ <u>1,953</u>	\$ <u>3,000</u>	\$ <u>3,000</u>

Statement 11 - Form 990-PF, Part III, Line 3 - Other Increases

<u>Description</u>	<u>Amount</u>
BOOK/TAX REPORTING DIFF ON ASSET SALES-BASIS ADJS.	\$ <u>232</u>
TOTAL	\$ <u>232</u>

Federal Statements**Form 990-PF, Part XV, Line 1a - Managers Who Contributed Over 2% or \$5,000**

Name of Manager	Amount
NONE	\$
TOTAL	\$ 0

Form 990-PF, Part XV, Line 1b - Managers Who Own 10% or More Stock

Name of Manager	Amount
NONE	\$
TOTAL	\$ 0

Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description
N/A

Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description
N/A

Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description
N/A

Federal Statements

Statement 12 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year

Name		Address		Relationship		Status	Purpose	Amount
ABNORMAL SOCIETY								
KANSAS CITY MO 64148								
ACTON INSTITUTE								
GRAND RAPIDS MI 49503								
ADVICE & AID PREGNANCY CT								
SHAWNEE KS 66214								
ALZHEIMERS'S ASSOCIATION								
KANSAS CITY KS 66103								
ARCHDIOCESE OF KC-KS								
KANSAS CITY KS 66109								
AMERICAN CANCER SOCIETY								
MERRIAM KS 66204								
ANGEL FLIGHT CENTRAL								
KANSAS CITY MO 64116								
AVILA UNIVERSITY								
KANSAS CITY MO 64145								
BENEDICTINE COLLEGE								
ATCHISON KS 66002								
BENILDE HALL PROGRAM								
KANSAS CITY MO 64108								
BIG BROTHERS BIG SISTERS								
KANSAS CITY MO 64111								
BISHOP MIEGE HIGH SCHOOL								
SHAWNEE MISSION KS 66205								
BISHOP MIEGE HIGH SCHOOL								
SHAWNEE MISSION KS 66205								
BISHOP SULLIVAN CTR								
KANSAS CITY MO 64126								
BISHOP WARD HIGH SCHOOL								
KANSAS CITY KS 66102								
BOYS HOPE GIRLS HOPE								
KANSAS CITY MO 64145								
BRAIN INJURY ASSOC.								
KANSAS CITY MO 64105								
BRIAN ANSELMO FOUNDATION								
KANSAS CITY MO 64145								
CATHOLIC EDUCATION FDTN.								
'SHAWNEE KS 66227								

Federal Statements

**Statement 12 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)**

Name		Address		Relationship	Status	Purpose	Amount
Address							
CATHOLIC CHARITIES FDTN. KANSAS CITY KS 66102		N/A	2220 CENTRAL AVENUE PUB. CHARITY			FINCL SUPPORT OF CHARITABLE ORG.	5,000
CATHOLIC CHARITIES KANSAS CITY KS 66102		N/A	2220 CENTRAL AVENUE PUB. CHARITY			FINCL SUP OF CHAR FUNDRAISER EVENTS	2,000
CATHOLIC RADIO NETWORK EXCELSIOR SPRINGS MO 6402		N/A	201 N. INDUSTRIAL PARK RD RELIG. ORG.			FINCL SUPPORT OF RELIGIOUS RADIO NET	2,000
CHILDREN'S MERCY HOSPITAL KANSAS CITY MO 64108		N/A	2401 GILLHAM RD. HOSPITAL			FINCL SUP OF HOSPITAL	2,050
CHURCH OF THE ASCENSION OVERLAND PARK KS 66213		N/A	9510 W. 127TH ST. CHURCH			FINCL SUPPORT OF RELIGIOUS ORG.	1,000
CHRISTMAS IN OCTOBER KANSAS CITY MO 64111		N/A	4310 MADISON AVE. PUB. CHARITY			FINCL SUPPORT OF CHARITABLE ORG.	267
COLLEGE OF ST MARY MAGDALEN WARNER NH 03278		N/A	511 KEARSARGE MTN RD. EDUC. ORG.			FINCL SUPPORT OF RELIGIOUS ORG.	1,000
CONCEPTION ABBEY SEMINARY CONCEPTION MO 64433		N/A	P.O. BOX 501 EDUC. ORG.			FINCL SUPPORT OF GENERAL USE FD	2,000
COMMUNITY-GOOD SHEPHERD KANSAS CITY MO 64134		N/A	10101 JAMES A REED RD PUB. CHARITY			FINCL SUPPORT OF CHARITABLE ORG	9,000
COOPER CONNOR ENDOWED FD KANSAS CITY MO 64108		N/A	2401 GILLHAM RD. PUB. CHARITY			FINCL SUPPORT OF CHARITABLE ORG.	1,500
CRISTO REY KANSAS CITY KANSAS CITY MO 64111		N/A	211 W. LINWOOD BLVD. EDUC. ORG.			FINCL SUPPORT OF EDUCATIONAL ORG.	1,000
CURE OF ARS LEAWOOD KS 66206		N/A	9401 MISSION RD. CHURCH			FINCL SUPPORT OF CHURCH ORG.	15,000
DELLA LAMB KANSAS CITY MO 64106		N/A	500 WOODLAND AVE. PUB. CHARITY			FINCL SUPPORT OF CHARITABLE ORG.	500
DELASALLE EDUCATION CTR. KANSAS CITY MO 64109		N/A	3740 FOREST EDUC. ORG.			FINCL SUPPORT OF EDUCATIONAL ORG.	10,000
DIOCESE OF SALINA SALINA KS 67401		N/A	103 N. 9TH ST. CHURCH			FINCL SUPPORT OF RELIGIOUS ORG.	1,000
DIOCESE OF KC - ST. JOSEPH KANSAS CITY MO 64111		N/A	300 E. 36TH ST. CHURCH			FINCL SUPPORT OF RELIGIOUS ORG.	2,500
DONNELLY COLLEGE KANSAS CITY KS 66102		N/A	608 N. 18TH ST. EDUC ORG			FINCL SUPPORT OF EDUCATIONAL ORG.	1,250
GORDON PARKS ELEM SCHOOL KANSAS CITY MO 64111		N/A	3715 WYOMING EDUC. ORG.			FINCL SUPPORT OF EDUCATIONAL ORG.	1,000

Federal Statements

Statement 12 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)

Name		Address		Relationship	Status	Purpose	Amount
IRISH MUSEUM AND CULTURAL CTR KANSAS CITY MO 64108				N/A		30 W. PERSHING RD. PUB. CHARITY FINCL SUPPORT OF MUSEUM	6,305
HALO FOUNDATION KANSAS CITY MO 64102				N/A		1600 GENESSEE #528 PUB. CHARITY FINCL SUPPORT OF CHARITABLE ORG.	1,000
HIGHER M-PACT KANSAS CITY MO 64138				N/A		P.O. BOX 11718 PUB. CHARITY FINCL SUPPORT OF CHARITABLE ORG.	1,000
FAIRVIEW ELEM SCHOOL OLATHE KS 66061				N/A		600 N. MARION EDUC. ORG. FINCL SUPPORT OF SCHOOL NURSE FD.	1,000
FIRE FOUNDATION KANSAS CITY MO 64113				N/A		P.O. BOX 22515 RELIG. ORG. FINCL SUPPORT OF RELIGIOUS ORG.	2,000
FOSS BERKELEY CA 94720				N/A		UNIVERSITY OF CALIFORNIA EDUC. ORG. FINCL SUPPORT OF EDUC. PROGRAM	1,000
JOHN PAUL II HIGH SCHOOL SHAWNEE MISSION KS 66204				N/A		6915 W. 71ST ST. RELIG. ORG. FINCL SUPPORT OF RELIGIOUS ORG	500
KANSAS CITY HOSPICE KANSAS CITY MO 64114				N/A		9221 WARD PKWY STE 100 PUB. CHARITY FINCL SUPPORT OF CHARITABLE ORG.	1,000
KAUFFMAN CTR FOR THE PERF ARTS KANSAS CITY MO 64106				N/A		1601 BROADWAY PUB. CHARITY FINCL SUPPORT OF ARTISTIC ORG.	3,000
LADIES OF CHARITY KANSAS CITY MO 64148				N/A		P.O. BOX 480753 PUB. CHARITY FINCL SUPPORT OF SETON CENTER	2,000
LAKEMARY CENTER PAOLA KS 66071				N/A		100 LAKEMARY DRIVE PUB. CHARITY FINCL SUPPORT OF HOMES FOR CHILDREN	1,000
L'ARCHE HEARTLAND OVERLAND PARK KS 66204				N/A		8001 CONSER PUB. CHARITY FINCL SUPPORT OF CHARITABLE ORG.	1,000
LEAWOOD ROTARY CLUB CHAR FD LEAWOOD KS 66206				N/A		2201 W. 120TH TERRACE PUB. CHARITY FINCL SUPPORT FOR GENERAL USE FD	1,000
LITTLE SISTERS OF THE POOR KANSAS CITY MO 64138				N/A		8745 JAMES A. REED RD. RELIG. ORG. FINCL SUPPORT OF RELIGIOUS ORG.	1,000
MERCEDARIAN MISSIONARIES LIBERTY MO 64068				N/A		2115 MATURANA DR. PUB. CHARITY FINCL SUPPORT OF CHARITABLE ORG.	2,000
MO ORPIN DIRECTOR OF DEVL P ROELAND PARK KS 66205				N/A		5250 MISSION RD. RELIG. ORG. FINCL SUPPORT OF RELIGIOUS ORG.	500
NATIVITY SCHOOL LEAWOOD KS 66209				N/A		3700 W. 119TH ST. EDUC. ORG. FINCL SUPPORT OF EDUCATIONAL ORG.	1,050
NOTRE DAME DE SION KANSAS CITY MO 64114				N/A		10631 WORNALL EDUC. ORG. FINCL SUPPORT & CAPITAL CAMPAIGN	25,000

Federal Statements

**Statement 12 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)**

Name		Address		Relationship	Status	Purpose	Amount
NOTRE DAME UNIVERSITY		100 ECK CENTER				FINCL SUPPORT OF EDUCATIONAL ORG.	5,000
NOTRE DAME IN 46556		EDUC. ORG.					
OUR LADY OF PERPETUAL HLP		3333 BROADWAY				FINCL SUPPORT OF RELIGIOUS ORG	10,000
KANSAS CITY MO 64111		RELIG. ORG.					
OZANAM		421 E. 137TH ST.				FINCL SUPPORT OF CHARITABLE ORG.	2,050
KANSAS CITY MO 64145		PUB. CHARITY					
RAYTOWN EMERG ASSIST PROG		9300 E. 75TH				FINCL SUPPORT OF ASSISTANCE PROGRAM	2,000
RAYTOWN MO 64138		PUB CHARITY					
ROBERT MOHART EDUC FDTN		6407 MORNINGSIDE DR				FINCL SUPPORT OF EDUCATIONAL ORG.	250
KANSAS CITY MO 64113		EDUC. ORG.					
ROCKHURST UNIVERSITY		1100 ROCKHURST ROAD				FINCL SUPPORT OF EDUCATIONAL ORG.	2,500
KANSAS CITY MO 64110		EDUC. ORG.					
ROCKHURST HIGH SCHOOL		9301 STATE LINE RD.				FINCL SUPPORT OF EDUCATIONAL ORG.	43,379
KANSAS CITY MO 64110		EDUC. ORG.					
ROSE BROOKS CENTER		3350 EAST 77TH ST.				FINCL SUPPORT OF CHARITABLE ORG.	250
KANSAS CITY MO 64132		PUB. CHARITY					
SHAWNEE INDIAN MISSION PATRIOTS		5450 BUENA VISTA ST. #101				FINCL SUPPORT OF CHARITABLE ORG.	250
FAIRWAY KS 66205		PUB. CHARITY					
SISTERS OF ST. BENEDICT		104 CHAPEL LANE				FINCL SUPPORT OF RELIGIOUS ORG.	1,000
ST. JOSEPH MN 56374		RELIG. ORG.					
SOC OF OUR LADY MOST HOLY TRINITY		3738 TRACY AVE.				FINCL SUPPORT OF RELIGIOUS ORG.	5,000
KANSAS CITY MO 64109		RELIG. ORG.					
SPOFFORD HOME OF KC		9700 GRANDVIEW RD.				FINCL SUPPORT OF CHARITABLE ORG.	1,000
KANSAS CITY MO 64137		PUB. CHARITY					
ST. JAMES ACADEMY		24505 PRAIRIE STAR PKWY.				FINCL SUPPORT OF CHARITABLE AUCTION	1,050
LENEXA KS 66227		PUB. CHARITY					
ST. JAMES FOOD KITCHEN		P.O. BOX 515				FINCL SUPPORT OF CHARITABLE ORG.	1,500
ST. JAMES MO 65559		PUB. CHARITY					
ST. JOSEPH HEALTH CENTER		1000 CARONDELET DR.				FINCL SUPPORT RESEARCH FOUNDATION	2,500
KANSAS CITY MO 64114		HOSPITAL					
ST. JOSEPH MED CTR FDTN		1000 CARONDELET DR.				FINCL SUPPORT RESEARCH FOUNDATION	1,000
KANSAS CITY MO 64114		HOSPITAL FDT					
ST. JOSEPH SISTERS OF CARONDELET		6400 MINNESOTA AVE.				FINCL SUPPORT OF RELIGIOUS ORG.	1,000
ST. LOUIS MO 63111		RELIG. ORG.					
ST. LAWRENCE CATHOLIC CTR		1631 CRESCENT RD.				FINCL SUPPOTR OF CHARITABLE ORG.	5,000
LAWRENCE KS 66044		PUB. CHARITY					

Federal Statements

Statement 12 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)

Name		Address			Relationship	Status		Purpose	Amount
Address									
ST. PETER'S CATHOLIC SCHOOL KANSAS CITY MO 64131	N/A	6415 HOLMES ST.	RELIG SCHOOL	FINCL	SUPPORT OF RELIGIOUS SCHOOL			2,500	
ST. TERESA'S ACADEMY KANSAS CITY MO 64113	N/A	5600 MAIN	EDUC. ORG.	FINCL	SUP OF CHAR AUCTION/ GEN FD			1,050	
ST. THOMAS AQUINAS OVERLAND PARK KS 66215	N/A	11411 PFLUMM RD.	EDUC. ORG.	FINCL	SUPPORT OF EDUCATIONAL ORG.			1,000	
ST. THOMAS MORE CHURCH KANSAS CITY MO 64131	N/A	11822 HOLMES RD.	CHURCH	FINCL	SUPPORT & CAPITAL CAMPAIGN			2,500	
ST. THOMAS MORE SCHOOL KANSAS CITY MO 64131	N/A	11822 HOLMES RD.	RELIG SCHOOL	FINCL	SUPPORT OF RELIGIOUS SCHOOL			2,000	
STRONG CITY SCHOOL FUND KANSAS CITY MO 64104	N/A	20 W. NINTH ST.	EDUC. ORG.	FINCL	SUPPORT OF EDUCATIONAL ORG.			2,000	
SCHOOL OF FAITH OVERLAND PARK KS 66214	N/A	11400 W. 103RD STREET	RELIG SCHOOL	FINCL	SUPPORT OF RELIGIOUS SCHOOL			1,000	
SISTER SERVANTS OF MARY KANSAS CITY KS 66102	N/A	800 N. 18TH ST.	PUB. CHARITY	FINCL	SUPPORT OF RELIGIOUS/CHAR ORG.			11,500	
SUNFLOWER HOUSE SHAWNEE KS 66217	N/A	15440 W. 65TH ST.	PUB. CHARITY	FINCL	SUPPORT OF CHARITABLE ORG.			500	
THE SERRA CLUB CHICAGO IL 60601	N/A	65 E. WACKER PLACE	RELIG. ORG.	FINCL	SUPPORT OF RELIGIOUS ORG.			500	
TLC FOR CHILDREN & FAMILY INC OLATHE KS 66062	N/A	480 SOUTH ROGERS RD.	PUB. CHARITY	FINCL	SUPPORT OF CHARITABLE ORG.			1,000	
TURNING POINT SHAWNEE MISSION KS 66206	N/A	8900 STATE LINE, STE 240	PUB. CHARITY	FINCL	SUPPORT OF GENERAL USE FD			11,000	
UMKC KANSAS CITY MO 64110	N/A	5100 ROCKHILL ROAD	EDUC. ORG.	FINCL	SUPPORT OF EDUC. ORG.			1,000	
UNION GOSPEL MISSION OF TARRANT CO FORT WORTH TX 76102	N/A	1321 E. LANCASTER AVE.	PUB. CHARITY	FINCL	SUPPORT OF CHARITABLE ORG.			5,000	
UNIV OF KS BREAST CANCER WESTWOOD KS 66205	N/A	2330 SHAWNEE MISSION PKWY	MED. CARE	FINCL	SUPPORT OF MEDICAL RES/CARE			11,000	
UNIVERSITY OF ST. MARY LEAVENWORTH KS 66048	N/A	4100 S. 4TH ST.	EDUC. ORG.	FINCL	SUPPORT OF EDUCATIONAL ORG.			4,000	
URBAN RANGERS KANSAS CITY MO 64130	N/A	5908 SWOPE PARKWAY	PUB. CHARITY	FINCL	SUPPORT OF CHARITABLE ORG.			1,000	
VITAE SOCIETY JEFFERSON CITY MO 65102	N/A	621B E. MCCARTY ST.	PUB. CHARITY	FINCL	SUPPORT OF CHARITABLE ORG.			3,000	

Federal Statements

Statement 12 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)

Name		Address		Relationship	Status	Purpose	Amount
Address							
WAYSIDE WAIFS				P.O. BOX 9791			
KANSAS CITY MO 64134				N/A		PUB. CHARITY FINCL SUPPORT OF CHARITABLE ORG.	2,000
WELCOME HOUSE				1414 E. 27TH ST.			
KANSAS CITY MO 64108				N/A		PUB. CHARITY FINCL SUPPORT OF GENERAL USE FD	7,000
TOTAL							<u>361,001</u>

JOHN J SULLIVAN JR CHAR TR IMA-MAIN

Account Number:
Statement Period:61-1563-00-8
01/01/11 - 12/31/11

Asset Position As of 12/31/11

Asset Description	Units	Market Value Cost	Est. Annual Income Accruals	Current Yield
Cash Equivalents				
Money Market Sweep	33,973.120	33,973.12 33,973.12	2.00 0.69	0.01%
Total Cash Equivalents		\$ 33,973.12 \$ 33,973.12	2.00 0.69	0.01%
Equities				
AT&T Inc Com	2,000.000	60,480.00 48,095.98	3,520.00	5.82%
Abbott Labs Com	1,250.000	70,287.50 52,137.08	2,400.00	3.41%
Affiliated Managers Group Com	400.000	38,380.00 36,503.76		
Archer Daniels Midland Co Com	1,900.000	54,340.00 51,631.75	1,330.00	2.45%
Astrazeneca PLC Sponsored ADR	1,100.000	50,919.00 54,350.90	2,970.00	5.83%
Bank Hawaii Corp Com	1,250.000	55,612.50 57,490.30	2,250.00	4.05%
Boeing Co Com	500.000	36,675.00 33,688.65	880.00	2.40%
CVS Caremark Corp Com	1,750.000	71,365.00 64,479.98	1,137.00	1.59%
Centurylink Inc	1,750.000	65,100.00 61,432.60	5,075.00	7.80%
Chevron Corporation	700.000	74,480.00 32,326.72	2,268.00	3.05%
Cisco Sys Inc Com	4,000.000	72,320.00 84,745.60	960.00	1.33%
Coca Cola Co Com	600.000	41,982.00 40,049.76	1,128.00	2.69%
Disney Walt Co Com	2,000.000	75,000.00 54,419.52	1,200.00 1,200.00	1.60%
Donnelley R R & Sons Co Com	4,000.000	57,720.00 69,370.75	4,160.00	7.21%



JOHN J SULLIVAN JR CHAR TR IMA-MAIN

Account Number:
Statement Period:

61-1563-00-8
01/01/11 - 12/31/11

Asset Position As of 12/31/11

Asset Description	Units	Market Value Cost	Est. Annual Income Accruals	Current Yield
Du Pont E I De Nemours & Co Com	1,250.000	57,225.00 43,773.93	2,050.00	3.58%
Exxon Mobil Corp Com	850.000	72,046.00 47,256.12	1,598.00	2.22%
General Elec Co Com	3,500.000	62,685.00 79,941.94	2,380.00 595.00	3.80%
Gilead Sciences Inc Com	1,400.000	57,302.00 50,337.00		
Hasbro Inc Com	2,000.000	63,780.00 59,795.05	2,400.00	3.76%
Intel Corp Com	3,000.000	72,750.00 61,342.50	2,520.00	3.46%
International Business Machs Corp Com	400.000	73,552.00 44,656.71	1,200.00	1.63%
Ishares Inc Msci Australia Index Fd	1,500.000	32,160.00 31,039.72	1,630.00	5.07%
Ishares Inc Msci Cda Index Fd	1,250.000	33,250.00 32,585.53	698.00	2.10%
Ishares Inc Msci Pacific Ex Japan Index Fd	1,000.000	38,930.00 40,847.35	1,717.00	4.41%
Ishares Msci Germany Index Fd	1,500.000	28,830.00 30,802.59	1,011.00	3.51%
Ishares Tr Msci Emerging Mkts Index Fd	1,000.000	37,940.00 36,787.40	808.00	2.13%
Ishares Nasdaq Biotechnology Index Fund	500.000	52,175.00 41,554.52	7.00	0.01%
Ishares Tr S&P Midcap 400/Barra Growth Index Fd	1,550.000	153,031.50 116,606.76	1,012.00	0.66%
Ishares S&P Smallcap 600 Index	500.000	34,150.00 33,968.00	350.00	1.02%
Ishares Tr S&P Global Materials Index Fd	455.000	26,026.00 21,746.94	576.00	2.22%
Jacobs Engr Group Inc Com	1,500.000	60,870.00 62,632.28		
Johnson & Johnson Com	1,100.000	72,138.00 67,234.43	2,508.00	3.48%

Asset Position As of 12/31/11

Asset Description	Units	Market Value Cost	Est. Annual Income Accruals	Current Yield
Kemper Corp Del Com	1,500.000	43,815.00 42,524.55	1,440.00	3.29%
L-3 Communications Hldgs Inc Com	750.000	50,010.00 54,743.58	1,350.00	2.70%
Linear Technology Corp Com	1,500.000	45,045.00 47,894.40	1,440.00	3.20%
Microsoft Corp Com	2,250.000	58,410.00 58,907.25	1,800.00	3.08%
Microchip Technology Inc Com	1,000.000	36,630.00 34,110.70	1,392.00	3.80%
Nyse Euronext Com	2,250.000	58,725.00 54,662.94	2,700.00	4.60%
Nextera Energy Inc Com	1,000.000	60,880.00 48,881.37	2,200.00	3.61%
Novartis Ag Sponsored ADR	750.000	42,877.50 46,507.13	1,503.00	3.51%
Omnicom Group Com	1,250.000	55,725.00 47,088.74	1,250.00 312.50	2.24%
Oracle Corp Com	2,000.000	51,300.00 43,955.00	480.00	0.94%
PPL Corp Com	2,250.000	66,195.00 61,788.15	3,150.00 787.50	4.76%
Praxair Inc Com	650.000	69,485.00 49,537.20	1,300.00	1.87%
Procter & Gamble Co Com	700.000	46,697.00 27,867.71	1,470.00	3.15%
Qualcomm Inc Com	1,200.000	65,640.00 47,466.95	1,032.00	1.57%
Spdr Gold Tr Gold Shs	300.000	45,597.00 34,855.19		
Spdr Ser Tr Morgan Stanley Technology Etf	500.000	29,331.50 25,711.06	235.00	0.80%
Spdr Ser Tr S&P Metals & Mng Etf	500.000	24,495.00 17,864.00	231.00	0.94%
Schlumberger LTD Com	800.000	54,648.00 32,558.09	800.00 200.00	1.46%



JOHN J SULLIVAN JR CHAR TR IMA-MAIN

Account Number:
Statement Period:

61-1563-00-8
01/01/11 - 12/31/11

Asset Position As of 12/31/11

Asset Description	Units	Market Value Cost	Est. Annual Income Accruals	Current Yield
Schwab Charles Corp New Com	3,250.000	36,595.00 49,363.28	780.00	2.13%
Southern Co Com	1,500.000	69,435.00 53,172.50	2,835.00	4.08%
Sysco Corp Com	1,700.000	49,861.00 50,476.90	1,836.00	3.68%
Teva Pharmaceutical Inds LTD ADR	1,750.000	70,630.00 86,968.49	1,373.00	1.94%
Thermo Fisher Corp Com	1,000.000	44,970.00 41,744.67		
Time Warner Cable Inc Com	900.000	57,213.00 28,927.10	1,728.00	3.02%
Total S A Sponsored ADR	1,000.000	51,110.00 54,826.42	2,635.00 807.51	5.16%
United Technologies Corp Com	750.000	54,817.50 35,393.25	1,440.00	2.63%
Vanguard Intl Equity Index Fds Ftse All World Ex US Index Fd Etf	600.000	23,790.00 25,740.36	821.00	3.45%
Wal Mart Stores Inc Com	1,000.000	59,760.00 55,425.50	1,460.00 365.00	2.44%
Waste Management Inc Com	1,750.000	57,242.50 48,617.93	2,380.00	4.16%
Williams Cos Inc Com	2,350.000	77,597.00 43,106.29	2,350.00	3.03%
Xilinx Inc Com	1,660.000	53,219.60 40,757.65	1,261.00	2.37%
Total Equities		\$ 3,465,248.10 \$ 3,035,076.47	96,415.00 4,267.51	2.78%
Fixed Income				
Berkshire Hathaway Fin Corp Gtd Sr Nt 144a 4.00% Dtd 04/02/2009 Due 04/15/2012 Callable	47,000.000	47,471.41 49,585.00	1,880.00 396.88	3.96%
Boeing Co Sr Nt 4.875% Dtd 07/28/2009 Due 02/15/2020 Callable	75,000.000	87,568.50 76,665.00	3,656.00 1,381.25	4.18%

Asset Position As of 12/31/11

Asset Description	Units	Market Value Cost	Est. Annual Income Accruals	Current Yield
Columbia MO Spl Oblig Taxable Spl Oblig Impt B 2009a Taxable 4.70% Dtd 09/01/2009 Due 03/01/2021 Callable	50,000.000	54,946.00 50,573.00	2,350.00 783.33	4.28%
Comcast Corp New Nt Pfd 6.625%	2,510.000	65,485.90 65,003.68	4,156.00	6.35%
Conocophillips Gtd Nt 6.00% Dtd 05/21/2009 Due 01/15/2020 Callable	50,000.000	61,747.00 50,877.50	3,000.00 1,383.33	4.86%
FPL Group Cap Tr I Pfd Tr Secs 5.875%	1,560.000	40,248.00 40,193.92	2,291.00	5.69%
Federal Home Loan Bks Cons Bds 5.00% Dtd 11/03/2005 Due 12/11/2015	75,000.000	86,960.25 74,584.50	3,750.00 208.33	4.31%
Federal Natl Mtg Assn Gtd Passthru CTF Pool #75365 Arm Rate Dtd 04/01/89 Due 03/01/2019 IPD24	24,106.290	24,208.74 24,085.49	618.00 51.66	2.56%
Fidelity New Markets Income Fund #331	2,500.000	39,575.00 40,125.00	1,951.00 314.29	4.93%
GNMA II Passthru CTF Pool #3795 5.000% Dtd 12/01/05 Due 12/20/2035	61,170.890	68,018.36 59,752.90	3,058.00 254.87	4.50%
GNMA II Passthru CTF Pool #3830 5.500% Dtd 03/01/06 Due 03/20/2036	15,904.050	17,935.32 15,659.55	874.00 72.89	4.88%
GNMA II Passthru CTF Pool #3840 5.000% Dtd 04/01/06 Due 04/20/2036	46,197.350	51,354.36 44,251.96	2,309.00 192.48	4.50%
GNMA II Passthru CTF Pool #8031 6.000% Dtd 01/01/85 Due 12/20/2014	5,021.980	5,326.21 5,009.47	301.00 25.10	5.66%
GNMA II Passthru CTF Pool #8195 5.375% Dtd 02/01/87 Due 02/20/2017	11,376.440	11,762.22 11,329.94	270.00 22.51	2.30%
GNMA II Gtd Pass Thru CTF Pool #8417 5.125% Dtd 10/01/88 Due 10/20/2018	7,420.200	7,806.64 7,394.05	296.00 24.73	3.80%
GNMA II Passthru CTF Pool #8811 5.625% Dtd 07/01/91 Due 07/20/2021	6,425.830	6,671.88 6,380.38	160.00 13.38	2.41%
GNMA II Passthru CTF Pool #8950 6.375% Dtd 04/01/92 Due 04/20/2022	4,463.440	4,619.39 4,450.68	106.00 8.83	2.29%
GNMA II Passthru CTF Pool #80031 5.375% Dtd 01/01/97 Due 01/20/2027	4,796.750	4,959.41 4,787.73	113.00 9.49	2.30%
GNMA II Passthru CTF Pool #80093 5.625% Dtd 07/01/97 Due 07/20/2027	13,049.400	13,423.40 13,007.24	212.00 17.67	1.58%



JOHN J SULLIVAN JR CHAR TR IMA-MAIN

Account Number:
Statement Period:

61-1563-00-8
01/01/11 - 12/31/11

Asset Position As of 12/31/11

Asset Description	Units	Market Value Cost	Est. Annual Income Accruals	Current Yield
GNMA II Passthru CTF Pool #80094 5.625% Dtd 07/01/97 Due 07/20/2027	16,279.350	16,745.92 16,236.01	264.00 22.04	1.58%
GNMA II Gtd Passthru CTF Pool #80968 5.625% Dtd 07/01/04 Due 07/20/2034	3,819.730	3,929.20 3,811.08	62.00 5.17	1.58%
GNMA II Passthru CTF Pool #81056 5.625% Dtd 09/01/04 Due 09/20/2034	6,297.220	6,477.70 6,281.97	102.00 8.52	1.58%
General Elec Co Nt 5.25% Dtd 12/06/2007 Due 12/06/2017	55,000.000	63,126.80 54,285.00	2,887.00 200.52	4.57%
JPMorgan Chase & Co 6.00% Dtd 12/20/2007 Due 01/15/2018	60,000.000	66,940.80 61,485.60	3,600.00 1,660.00	5.38%
Johnson Cnty Kans Uni Sch Dist GO Sch Bds 2010a Taxable 4.50% Dtd 07/01/2010 Due 09/01/2021 Callable	50,000.000	54,276.50 50,000.00	2,250.00 750.00	4.15%
Mfs Multimarket Income Tr Sh Ben Int	9,000.000	60,480.00 63,407.30	4,590.00	7.59%
Meramec Vy Sch Dist No R III M Taxable GO Bds 2010a Taxable 4.791% Dtd 08/05/2010 Due 03/01/2021 Callable	75,000.000	81,206.25 75,000.00	3,593.00 1,197.75	4.42%
Merck & Co Inc 4.75% Dtd 02/17/2005 Due 03/01/2015 Callable	50,000.000	55,829.50 50,183.00	2,375.00 791.66	4.25%
Nucor Corp Nt 5.75% Dtd 12/03/2007 Due 12/01/2017 Callable	30,000.000	35,345.40 30,720.00	1,725.00 143.75	4.88%
Pepsico Inc Nt 4.65% Dtd 12/04/2007 Due 02/15/2013	100,000.000	104,625.00 103,192.00	4,650.00 1,756.66	4.44%
Pfizer Inc Nt 4.65% Dtd 02/19/2003 Due 03/01/2018 Non-Callable	75,000.000	85,559.25 75,540.00	3,487.00 1,162.50	4.08%
Procter & Gamble Co Sr Nt 4.70% Dtd 02/06/2009 Due 02/15/2019 Callable	50,000.000	59,007.50 50,625.00	2,350.00 887.77	3.98%
St Charles Cnty MO Spl Oblig Spl Oblig Bds 2010c Taxable 5.155% Dtd 05/06/2010 Due 10/01/2020 Non-Callable	50,000.000	57,061.50 51,347.00	2,577.00 644.37	4.52%

JOHN J SULLIVAN JR CHAR TR IMA-MAIN

Account Number:
Statement Period:61-1563-00-8
01/01/11 - 12/31/11

Asset Position As of 12/31/11

Asset Description	Units	Market Value Cost	Est. Annual Income Accruals	Current Yield
St Charles Cnty MO Spl Oblig Spl Oblig Bds 2010c Taxable 5.805% Dtd 05/06/2010 Due 10/01/2025 Callable	40,000.000	45,269.60 40,884.80	2,322.00 580.50	5.13%
Stanford Leland Jr Univ Board Bd 4.25% Dtd 04/29/2009 Due 05/01/2016 Callable	115,000.000	120,492.38 115,583.60	4,887.00 814.58	4.06%
Target Corp Nt 5.375% Dtd 05/01/2007 Due 05/01/2017 Callable	100,000.000	117,528.00 101,900.00	5,375.00 895.83	4.57%
Thermo Fisher Scientific Inc Sr Nt 144a 3.25% Dtd 11/20/2009 Due 11/20/2014 Callable	50,000.000	52,946.00 49,896.50	1,625.00 185.06	3.07%
US Treasury Note 2.000% Dtd 01/15/04 Due 01/15/2014 Treasury Inflation Protection Security	67,400.850	71,418.61 68,723.59	1,348.00 621.97	1.89%
Verizon Communications Inc Nt 5.55% Dtd 02/15/2006 Due 02/15/2016 Callable	50,000.000	57,213.50 51,975.00	2,775.00 1,048.33	4.85%
Wal-Mart Stores Inc Nt 5.80% Dtd 08/24/2007 Due 02/15/2018	50,000.000	61,291.50 52,663.50	2,900.00 1,095.55	4.73%
Wal Mart Stores Inc Nt 4.125% Dtd 01/23/2009 Due 02/01/2019 Non-Callable	75,000.000	84,029.25 74,550.00	3,093.00 1,289.06	3.68%
Waste Mgmt Inc Del Gtd Sr 6.375% Dtd 02/26/2009 Due 03/11/2015 Callable	50,000.000	57,046.00 50,234.00	3,187.00 973.95	5.59%
Wells Fargo Bk Natl Assn Sub Nt Accredited Invs 5.75% Dtd 05/15/2006 Due 05/16/2016	50,000.000	54,542.00 49,464.50	2,875.00 367.36	5.27%
Total Fixed Income		\$ 2,172,476.15 \$ 1,991,706.44	96,250.00 22,263.92	4.43%

Cash

Principal Cash	-557,604.69
	-557,604.69

Income Cash	557,604.69
	557,604.69



JOHN J SULLIVAN JR CHAR TR IMA-MAIN

Account Number:
Statement Period:

61-1563-00-8
01/01/11 - 12/31/11

Asset Position As of 12/31/11

Asset Description	Units	Market Value Cost	Est. Annual Income Accruals	Current Yield
Total Cash		\$ 0.00 \$ 0.00	0.00 0.00	0.00%
Total Market Value		\$ 5,671,697.37 \$ 5,060,756.03	192,667.00 26,532.12	3.40%
Total Market Value Plus Accruals		\$ 5,698,229.49		

Income Activity

	Date	Income Cash	Principal Cash
Interest Income			
Berkshire Hathaway Fin Corp Gtd Sr Nt 144a 4.00% Dtd 04/02/2009 Due 04/15/2012 Callable			
Int To 04/15/11 on 47,000	04/15/11	940.00	
Int To 10/15/11 on 47,000	10/17/11	940.00	
Boeing Co Sr Nt 4.875% Dtd 07/28/2009 Due 02/15/2020 Callable			
Int To 02/15/11 on 75,000	02/15/11	1,828.12	
Int To 08/15/11 on 75,000	08/15/11	1,828.12	
Columbia MO Spl Oblig Taxable Spl Oblig Impt B 2009a Taxable 4.70% Dtd 09/01/2009 Due 03/01/2021 Callable			
Int To 03/01/11 on 50,000	03/01/11	1,175.00	
Int To 09/01/11 on 50,000	09/01/11	1,175.00	
Conocophillips Gtd Nt 6.00% Dtd 05/21/2009 Due 01/15/2020 Callable			
Int To 01/15/11 on 50,000	01/18/11	1,500.00	
Int To 07/15/11 on 50,000	07/15/11	1,500.00	
Federal Home Ln Bks Cons Bds 5.625% Dtd 12/04/2001 Due 11/15/2011			
Int To 05/15/11 on 50,000	05/16/11	1,406.25	
Int To 11/15/11 on 50,000	11/15/11	1,406.25	
Federal Home Loan Bks Cons Bds 5.00% Dtd 11/03/2005 Due 12/11/2015			
Int To 06/11/11 on 75,000	06/13/11	1,875.00	
Int To 12/11/11 on 75,000	12/12/11	1,875.00	

JOHN J SULLIVAN JR CHAR TR IMA-MAINAccount Number:
Statement Period:61-1563-00-8
01/01/10 - 12/31/10**Asset Position As of 12/31/10**

Asset Description	Units	Market Value Cost	Est. Annual Income Accruals	Current Yield
Cash Equivalents				
Money Market Sweep	43,117.450	43,117.45 43,117.45	25.00 3.00	0.06%
Total Cash Equivalents		\$ 43,117.45 \$ 43,117.45	25.00 3.00	0.06%
Equities				
AT&T Inc Com	2,500.000	73,450.00 61,114.78	4,300.00	5.85%
Abbott Labs Com	1,000.000	47,910.00 40,409.60	1,760.00	3.67%
Archer Daniels Midland Co Com	1,500.000	45,120.00 41,303.75	900.00	1.99%
Bank New York Mellon Corp Com	1,000.000	30,200.00 27,738.95	360.00	1.19%
Bristol Myers Squibb Co Com	2,000.000	52,960.00 53,007.40	2,640.00	4.98%
CVS Caremark Corp Com	1,500.000	52,155.00 55,685.00	525.00	1.01%
Centurylink Inc	1,370.000	63,252.90 48,180.00	3,973.00	6.28%
Chevron Corporation	750.000	68,437.50 36,227.72	2,160.00	3.16%
Cisco Sys Inc Com	2,500.000	50,575.00 55,102.40		
Claymore Exchange-Traded Fd Tr Guggenheim Brazil Russia India & China Etf	750.000	34,605.00 30,675.18	647.00	1.87%
Disney Walt Co Com	1,500.000	56,265.00 38,700.92	600.00 600.00	1.07%
Donnelley R R & Sons Co Com	2,500.000	43,675.00 45,673.00	2,600.00	5.95%
Du Pont E I De Nemours & Co Com	1,500.000	74,820.00 54,573.16	2,460.00	3.29%
Duke Energy Hldg Corp Com	3,000.000	53,430.00 48,876.00	2,940.00	5.50%

JOHN J SULLIVAN JR CHAR TR IMA-MAIN**Account Number:
Statement Period:****61-1563-00-8
01/01/10 - 12/31/10****Asset Position As of 12/31/10**

Asset Description	Units	Market Value Cost	Est. Annual Income Accruals	Current Yield
Exxon Mobil Corp Com	850.000	62,152.00 47,256.12	1,496.00	2.41%
General Elec Co Com	3,500.000	64,015.00 79,941.94	1,960.00 490.00	3.06%
Gilead Sciences Inc Com	1,400.000	50,736.00 50,337.00		
Harsco Corp Com	1,500.000	42,480.00 45,012.78	1,230.00	2.90%
Hasbro Inc Com	1,500.000	70,770.00 43,064.10	1,500.00	2.12%
Hewlett Packard Co Com	1,000.000	42,100.00 24,818.00	320.00	0.76%
Intel Corp Com	3,000.000	63,090.00 61,342.50	1,890.00	3.00%
International Business Machs Corp Com	500.000	73,380.00 56,899.28	1,300.00	1.77%
Ishares Inc Msci Australia Index Fd	1,500.000	38,160.00 31,039.72	1,245.00	3.26%
Ishares Inc Msci Cda Index Fd	1,250.000	38,750.00 32,585.53	623.00	1.61%
Ishares Inc Msci Pacific Ex Japan Index Fd	750.000	35,235.00 30,195.00	1,163.00	3.30%
Ishares Msci United Kingdom	1,000.000	17,370.00 16,361.63	422.00	2.43%
Ishares Msci Germany Index Fd	1,200.000	28,728.00 24,523.59	342.00	1.19%
Ishares Tr Msci Emerging Mkts Index Fd	750.000	35,731.50 26,622.40	484.00 18.84	1.36%
S&P North American Natural Resources Sector Index Fund	725.000	30,225.25 24,860.93	417.00	1.38%
Ishares Tr S&P Latin Amer 40 Index Fd	600.000	32,316.00 26,123.62	703.00 22.28	2.18%
Ishares Nasdaq Biotechnology Index Fund	500.000	46,710.00 41,554.52	255.00	0.55%
Ishares Tr S&P Midcap 400/Barra Growth Index Fd	1,405.000	141,511.60 98,407.00	800.00	0.57%

JOHN J SULLIVAN JR CHAR TR IMA-MAIN

Account Number:
Statement Period:61-1563-00-8
01/01/10 - 12/31/10

Asset Position As of 12/31/10

Asset Description	Units	Market Value Cost	Est. Annual Income Accruals	Current Yield
Ishares Tr S&P Global Materials Index Fd	455.000	33,328.75 21,746.94	547.00	1.64%
Jacobs Engr Group Inc Com	1,200.000	55,020.00 49,997.69		
Johnson & Johnson Com	850.000	52,572.50 49,961.51	1,836.00	3.49%
L-3 Communications Hldgs Inc Com	750.000	52,867.50 54,743.58	1,200.00	2.27%
Linear Technology Corp Com	1,500.000	51,885.00 47,894.40	1,380.00	2.66%
Microsoft Corp Com	2,250.000	62,797.50 58,907.25	1,440.00	2.29%
Nyse Euronext Com	1,750.000	52,465.00 39,820.49	2,100.00	4.00%
New York Cmnty Bancorp Inc Com	3,500.000	65,975.00 39,919.36	3,500.00	5.31%
Nextera Energy Inc Com	1,250.000	64,987.50 61,526.87	2,500.00	3.85%
Nucor Corp Com	1,650.000	72,303.00 74,965.14	2,392.00 598.12	3.31%
Oil Svc Holdrs Tr Oil Svc Holdrs Depositary Rcpt	150.000	21,079.50 17,148.21	128.00	0.61%
Omnicom Group Com	1,250.000	57,250.00 47,088.74	1,000.00 250.00	1.75%
Oracle Corp Com	2,500.000	78,250.00 55,655.00	500.00	0.64%
Paychex Inc Com	1,750.000	54,092.50 48,403.78	2,170.00	4.01%
Praxair Inc Com	750.000	71,602.50 58,504.35	1,350.00	1.89%
Procter & Gamble Co Com	800.000	51,464.00 24,166.57	1,541.00	3.00%
Qualcomm Inc Com	1,200.000	59,388.00 47,466.95	912.00	1.54%
Spdr Gold Tr Gold Shs	275.000	38,148.00 27,301.90		

JOHN J SULLIVAN JR CHAR TR IMA-MAIN**Account Number:
Statement Period:****61-1563-00-8
01/01/10 - 12/31/10****Asset Position As of 12/31/10**

Asset Description	Units	Market Value Cost	Est. Annual Income Accruals	Current Yield
Spdr Ser Tr Morgan Stanley Technology Etf	500.000	33,040.00 25,711.06	149.00	0.45%
Spdr Ser Tr S&P Metals & Mng Etf	500.000	34,390.00 17,864.00	187.00	0.54%
Schlumberger LTD Com	900.000	75,150.00 36,653.50	756.00 210.00	1.01%
Schwab Charles Corp New Com	3,000.000	51,330.00 44,665.80	720.00	1.40%
Sector Spdr Tr Shs Ben Int-Materials	585.000	22,469.85 19,583.78	689.00	3.07%
Southern Co Com	1,750.000	66,902.50 62,457.50	3,185.00	4.76%
Sunoco Inc Com	1,498.000	60,384.38 63,206.65	898.00	1.49%
Sysco Corp Com	1,500.000	44,100.00 44,325.00	1,560.00	3.54%
Teva Pharmaceutical Inds LTD ADR	1,250.000	65,162.50 67,268.34	833.00	1.28%
Texas Instrs Inc Com	1,600.000	52,000.00 35,429.50	832.00	1.60%
Thermo Fisher Corp Com	1,000.000	55,360.00 41,744.67		
Time Warner Cable Inc Com	1,100.000	72,633.00 35,406.26	1,760.00	2.42%
United Technologies Corp Com	860.000	67,699.20 41,011.71	1,462.00	2.16%
Vanguard Intl Equity Index Fds Ftse All World Ex US Index Fd Etf	443.000	21,144.39 17,906.06	451.00	2.13%
Wal Mart Stores Inc Com	1,000.000	53,930.00 55,425.50	1,210.00 302.50	2.24%
Waste Management Inc Com	1,750.000	64,522.50 48,617.93	2,205.00	3.42%
Williams Cos Inc Com	2,960.000	73,171.20 54,295.58	1,480.00	2.02%
Xilinx Inc Com	1,660.000	48,106.80 40,757.65	1,062.00	2.21%

JOHN J SULLIVAN JR CHAR TR IMA-MAINAccount Number:
Statement Period:61-1563-00-8
01/01/10 - 12/31/10**Asset Position As of 12/31/10**

Asset Description	Units	Market Value Cost	Est. Annual Income Accruals	Current Yield
Total Equities		\$ 3,617,288.32 \$ 2,975,762.74	85,950.00 2,491.74	2.38%
Fixed Income				
Berkshire Hathaway Fin Corp Gtd Sr Nt 144a 4.00% Dtd 04/02/2009 Due 04/15/2012 Callable	47,000.000	48,879.53 49,585.00	1,880.00 396.88	3.85%
Boeing Co Sr Nt 4.875% Dtd 07/28/2009 Due 02/15/2020 Callable	75,000.000	80,736.75 76,665.00	3,656.00 1,381.25	4.53%
Columbia MO Spl Oblig Taxable Spl Oblig Impt B 2009a Taxable 4.70% Dtd 09/01/2009 Due 03/01/2021 Callable	50,000.000	50,521.50 50,573.00	2,350.00 783.33	4.65%
Conocophillips Gtd Nt 6.00% Dtd 05/21/2009 Due 01/15/2020 Callable	50,000.000	58,212.50 50,877.50	3,000.00 1,383.33	5.15%
Federal Home Ln Bks Cons Bds 5.625% Dtd 12/04/2001 Due 11/15/2011	50,000.000	52,268.50 48,905.50	2,812.00 359.37	5.38%
Federal Home Loan Bks Cons Bds 5.00% Dtd 11/03/2005 Due 12/11/2015	75,000.000	84,564.75 74,584.50	3,750.00 208.33	4.43%
Federal Natl Mtg Assn Gtd Passthru CTF Pool #75365 Arm Rate Dtd 04/01/89 Due 03/01/2019 IPD24	26,984.110	27,251.25 26,963.31	799.00 66.80	2.93%
GNMA II Passthru CTF Pool #3795 5.000% Dtd 12/01/05 Due 12/20/2035	74,144.020	79,151.71 72,726.03	3,707.00 308.93	4.68%
GNMA II Passthru CTF Pool #3830 5.500% Dtd 03/01/06 Due 03/20/2036	20,428.660	22,047.02 20,184.16	1,123.00 93.63	5.10%
GNMA II Passthru CTF Pool #3840 5.000% Dtd 04/01/06 Due 04/20/2036	58,974.190	62,806.92 57,028.80	2,948.00 245.72	4.69%
GNMA II Passthru CTF Pool #8031 6.000% Dtd 01/01/85 Due 12/20/2014	6,637.300	6,920.58 6,624.79	398.00 33.18	5.75%
GNMA II Passthru CTF Pool #8195 5.375% Dtd 02/01/87 Due 02/20/2017	15,525.840	16,008.07 15,479.34	523.00 43.66	3.27%
GNMA II Gtd Pass Thru CTF Pool #8417 5.125% Dtd 10/01/88 Due 10/20/2018	10,085.050	10,424.71 10,058.90	403.00 33.61	3.87%
GNMA II Passthru CTF Pool #8811 5.625% Dtd 07/01/91 Due 07/20/2021	7,079.200	7,248.89 7,033.75	185.00 15.48	2.56%

JOHN J SULLIVAN JR CHAR TR IMA-MAIN**Account Number:
Statement Period:****61-1563-00-8
01/01/10 - 12/31/10****Asset Position As of 12/31/10**

Asset Description	Units	Market Value Cost	Est. Annual Income Accruals	Current Yield
GNMA II Passthru CTF Pool #8950 6.375% Dtd 04/01/92 Due 04/20/2022	6,830.890	7,045.31 6,818.13	230.00 19.21	3.27%
GNMA II Passthru CTF Pool #80031 5.375% Dtd 01/01/97 Due 01/20/2027	5,463.900	5,633.61 5,454.88	184.00 15.36	3.27%
GNMA II Passthru CTF Pool #80093 5.625% Dtd 07/01/97 Due 07/20/2027	14,530.050	14,878.34 14,487.89	381.00 31.78	2.56%
GNMA II Passthru CTF Pool #80094 5.625% Dtd 07/01/97 Due 07/20/2027	17,855.490	18,283.49 17,812.15	468.00 39.05	2.56%
GNMA II Gtd Passthru CTF Pool #80968 5.625% Dtd 07/01/04 Due 07/20/2034	4,250.790	4,352.68 4,242.14	111.00 9.29	2.56%
GNMA II Passthru CTF Pool #81056 5.625% Dtd 09/01/04 Due 09/20/2034	7,039.500	7,208.24 7,024.25	184.00 15.39	2.56%
General Elec Co Nt 5.25% Dtd 12/06/2007 Due 12/06/2017	55,000.000	59,404.95 54,285.00	2,887.00 200.52	4.86%
Georgia Pwr Co Sr Nt 2007d Pfd 6.375%	1,500.000	40,140.00 39,954.00	2,391.00 597.64	5.96%
JPMorgan Chase & Co 6.00% Dtd 12/20/2007 Due 01/15/2018	100,000.000	111,675.00 102,476.00	6,000.00 2,766.66	5.37%
Johnson Cnty Kans Uni Sch Dist GO Sch Bds 2010a Taxable 4.50% Dtd 07/01/2010 Due 09/01/2021 Callable	50,000.000	49,157.50 50,000.00	2,250.00 1,125.00	4.58%
Mfs Multimarket Income Tr Sh Ben Int	9,000.000	62,100.00 63,407.30	4,752.00	7.65%
Meramec Vy Sch Dist No R III M Taxable GO Bds 2010a Taxable 4.791% Dtd 08/05/2010 Due 03/01/2021 Callable	75,000.000	73,583.25 75,000.00	3,593.00 1,457.26	4.88%
Merck & Co Inc 4.75% Dtd 02/17/2005 Due 03/01/2015 Callable	50,000.000	55,060.00 50,183.00	2,375.00 791.66	4.31%
Nextera Energy Cap Hldgs Inc Jr Sb Db A Pfd	2,500.000	64,275.00 63,519.00	4,125.00 1,031.25	6.42%
Nucor Corp Nt 5.75% Dtd 12/03/2007 Due 12/01/2017 Callable	30,000.000	33,804.60 30,720.00	1,725.00 143.75	5.10%
Pepsico Inc Nt 4.65% Dtd 12/04/2007 Due 02/15/2013	100,000.000	107,681.00 103,192.00	4,650.00 1,756.66	4.32%

JOHN J SULLIVAN JR CHAR TR IMA-MAIN**Account Number:
Statement Period:****61-1563-00-8
01/01/10 - 12/31/10****Asset Position As of 12/31/10**

Asset Description	Units	Market Value Cost	Est. Annual Income Accruals	Current Yield
Pfizer Inc Nt 4.65% Dtd 02/19/2003 Due 03/01/2018 Non-Callable	75,000.000	80,352.00 75,540.00	3,487.00 1,162.50	4.34%
Procter & Gamble Co Sr Nt 4.70% Dtd 02/06/2009 Due 02/15/2019 Callable	50,000.000	54,124.00 50,625.00	2,350.00 887.77	4.34%
St Charles Cnty MO Spl Oblig Spl Oblig Bds 2010c Taxable 5.155% Dtd 05/06/2010 Due 10/01/2020 Non-Callable	50,000.000	50,615.00 51,347.00	2,577.00 1,682.53	5.09%
St Charles Cnty MO Spl Oblig Spl Oblig Bds 2010c Taxable 5.805% Dtd 05/06/2010 Due 10/01/2025 Callable	40,000.000	40,745.60 40,884.80	2,322.00 1,515.75	5.70%
Stanford Leland Jr Univ Board Bd 4.25% Dtd 04/29/2009 Due 05/01/2016 Callable	115,000.000	115,884.82 115,583.60	4,887.00 814.58	4.22%
Target Corp Nt 5.375% Dtd 05/01/2007 Due 05/01/2017 Callable	100,000.000	112,068.00 101,900.00	5,375.00 895.83	4.80%
Thermo Fisher Scientific Inc Sr Nt 144a 3.25% Dtd 11/20/2009 Due 11/20/2014 Callable	50,000.000	51,411.50 49,896.50	1,625.00 185.06	3.16%
US Treasury Note 2.000% Dtd 01/15/04 Due 01/15/2014 Treasury Inflation Protection Security	65,099.100	69,950.94 66,421.84	1,301.00 600.08	1.86%
Verizon Communications Inc Nt 5.55% Dtd 02/15/2006 Due 02/15/2016 Callable	50,000.000	56,046.00 51,975.00	2,775.00 1,048.33	4.95%
Wal-Mart Stores Inc Nt 5.80% Dtd 08/24/2007 Due 02/15/2018	50,000.000	57,452.00 52,663.50	2,900.00 1,095.55	5.05%
Wal Mart Stores Inc Nt 4.125% Dtd 01/23/2009 Due 02/01/2019 Non-Callable	75,000.000	77,330.25 74,550.00	3,093.00 1,289.06	4.00%
Waste Mgmt Inc Del Gtd Sr 6.375% Dtd 02/26/2009 Due 03/11/2015 Callable	50,000.000	56,918.50 50,234.00	3,187.00 973.95	5.60%
Wells Fargo Bk Natl Assn Sub Nt Accredited Invs 5.75% Dtd 05/15/2006 Due 05/16/2016	50,000.000	55,168.50 49,464.50	2,875.00 367.36	5.21%

JOHN J SULLIVAN JR CHAR TR IMA-MAINAccount Number:
Statement Period:61-1563-00-8
01/01/10 - 12/31/10**Asset Position As of 12/31/10**

Asset Description	Units	Market Value Cost	Est. Annual Income Accruals	Current Yield
Wisconsin Pub Svc Corp Sr Nt 6.125% Dtd 08/01/2001 Due 08/01/2011 Callable	130,000.000	133,738.80 129,697.10	7,962.00 3,317.70	5.95%
Total Fixed Income		\$ 2,333,131.56 \$ 2,216,648.16	110,556.00 31,190.03	4.74%
Cash				
Principal Cash		-376,849.46 -376,849.46		
Income Cash		376,728.81 376,728.81		
Total Cash		\$ -120.65 \$ -120.65	0.00 0.00	0.00%
Total Market Value		\$ 5,993,416.68 \$ 5,235,407.70	196,531.00 33,684.77	3.28%
Total Market Value Plus Accruals		\$ 6,027,101.45		

Income Activity

	Date	Income Cash	Principal Cash
Interest Income			
Allstate Corp Sr Nt 6.125% Dtd 02/20/2002 Due 02/15/2012 Callable			
Int To 02/15/10 on 100,000	02/16/10	3,062.50	
Int To 08/15/10 on 100,000	08/16/10	3,062.50	
Accrued Int To 11/04/10 Recd on Sale of 100,000	11/04/10	1,344.10	
Berkshire Hathaway Fin Corp Gtd Sr Nt 144a 4.00% Dtd 04/02/2009 Due 04/15/2012 Callable			
Int To 04/15/10 on 47,000	04/15/10	940.00	
Int To 10/15/10 on 47,000	10/15/10	940.00	
Boeing Co Sr Nt 4.875% Dtd 07/28/2009 Due 02/15/2020 Callable			
Int To 08/15/10 on 75,000	08/16/10	1,828.12	