Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

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

Name of foundation
LEWAN FAMILY FOUNDATION

A Employer identification number
84-1251741

Number and street (or P O box number if mail is not delivered to street address)
1400 SOUTH COLORADO BLVD.

Room/suite
400

B Telephone number
(303) 968-2241

City or town, state, and ZIP code
DENVER, CO 80222

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)* ▶$ 1,112,789.

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received	50,000.		N/A	
	2	Check ▶ ☐ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	27,578.	27,578.		STATEMENT 1
	4	Dividends and interest from securities	8,668.	1,787.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	<3,262.>			
	b	Gross sales price for all assets on line 6a 78,217.				
	7	Capital gain net income (from Part IV, line 2)		0.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income				
	12	**Total.** Add lines 1 through 11	82,984.	29,365.		
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				
	b	Accounting fees STMT 3	1,375.	1,375.		0.
	c	Other professional fees STMT 4	1,019.	1,019.		0.
	17	Interest				
	18	Taxes STMT 5	50.	50.		0.
	19	Depreciation and depletion	454.	0.		
	20	Occupancy				
	21	Travel, conferences, and meetings	409.	409.		0.
	22	Printing and publications				
	23	Other expenses STMT 6	43.	43.		0.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	3,350.	2,896.		0.
	25	Contributions, gifts, grants paid	179,350.			179,350.
	26	**Total expenses and disbursements.** Add lines 24 and 25	182,700.	2,896.		179,350.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	<99,716.>			
	b	**Net investment income** (if negative, enter -0-)		26,469.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

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5

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	1,211,752.	1,112,490.	1,112,490.
	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			
	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 ▶ 15,222. Less accumulated depreciation STMT 7 ▶ 14,923.	753.	299.	299.
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers)	1,212,505.	1,112,789.	1,112,789.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31**			
	24	Unrestricted			
	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	0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	1,212,505.	1,112,789.	
	30	**Total net assets or fund balances**	1,212,505.	1,112,789.	
	31	**Total liabilities and net assets/fund balances**	1,212,505.	1,112,789.	

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	1,212,505.
2	Enter amount from Part I, line 27a	2	<99,716.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1,112,789.
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	1,112,789.

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	78,217.		81,479.	<3,262.>

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				<3,262.>

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 <3,262.>

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	187,854.	1,243,160.	.151110
2009	150,830.	1,586,208.	.095088
2008	122,972.	1,599,050.	.076903
2007	103,750.	1,573,415.	.065939
2006	101,000.	1,503,458.	.067178

2	**Total** of line 1, column (d)	2	.456218
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	.091244
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	
5	Multiply line 4 by line 3	5	0.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	265.
7	Add lines 5 and 6	7	265.
8	Enter qualifying distributions from Part XII, line 4	8	179,350.

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	265.
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	265.
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	265.
6	Credits/Payments:				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	214.		
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	214.
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	51.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶		**Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? *If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*	1b		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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?	6	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*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CO			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	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*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

		Line	Yes	No
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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ LLOYD LEWAN Telephone no. ▶ (303) 968-2241

Located at ▶ 1400 S COLORADO BLVD, SUITE 400, DENVER, CO ZIP+4 ▶ 80222

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

		Line	Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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.

		Line	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)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		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? ☐ Yes ☒ 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? ☐ 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))? ☐ Yes ☒ No

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A | 5b | |

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

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

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 7b | |

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 8		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."

(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 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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	0.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	0.
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	0.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	
5	**Net value of noncharitable-use assets**. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	0.
6	**Minimum investment return** Enter 5% of line 5	6	0.

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	0.
2a	Tax on investment income for 2011 from Part VI, line 5 — 2a: 265.		
b	Income tax for 2011. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	265.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	0.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	0.
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	0.

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	179,350.
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	179,350.
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	265.
6	**Adjusted qualifying distributions**. Subtract line 5 from line 4	6	179,085.

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				0.
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 26,400.				
b From 2007 26,820.				
c From 2008 44,715.				
d From 2009 72,660.				
e From 2010 126,468.				
f **Total** of lines 3a through e	297,063.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 179,350.				
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				0.
e Remaining amount distributed out of corpus	179,350.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	476,413.			
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	26,400.			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	450,013.			
10 Analysis of line 9:				
a Excess from 2007 26,820.				
b Excess from 2008 44,715.				
c Excess from 2009 72,660.				
d Excess from 2010 126,468.				
e Excess from 2011 179,350.				

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

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

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

	Tax year	Prior 3 years			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
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.

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution **	Amount
a *Paid during the year*				
ADVENTURES IN MISSIONS P.O. BOX 534470 ATLANTA, GA 30353		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	100.
AGAPE CHRISTIAN CHURCH 2501 CALIFORNIA DENVER, CO 80205		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	2,000.
ALTERNATIVES PREGNANCY CENTER 1440 BLAKE STREET, SUITE 200 DENVER, CO 80202		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	1,000.
AMERICAN CANCER SOCIETY - GREAT WEST DIVISION, INC P.O. BOX 34475 SEATTLE, WA 98124-1475		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	200.
ANCHOR OF HOPE CHURCH 2101 HIGH STREET DENVER, CO 80205		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	2,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	179,350.
b *Approved for future payment* NONE				
Total			▶ 3b	0.

** SEE PURPOSE OF GRANT CONTINUATIONS

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(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	27,578.	
4 Dividends and interest from securities			14	8,668.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	<3,262.>	
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.		32,984.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 32,984.

(See worksheet in line 13 instructions to verify calculations.)

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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

Signature of officer or trustee

Date 3/4/2012

Title Exec. Director

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
HARLAN RUBOTTOM	Harlan Rubottom CPA	03/04/12		P00008892

Firm's name ▶ RUBOTTOM & ASSOCIATES LLC

Firm's EIN ▶ 84-0774953

Firm's address ▶ 7800 EAST ORCHARD ROAD, SUITE 260
GREENWOOD VILLAGE, CO 80111

Phone no. 303-741-6600

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**
LEWAN FAMILY FOUNDATION	84-1251741

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 foundation

Check 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)

Name of organization	Employer identification number
LEWAN FAMILY FOUNDATION	84-1251741

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	PAUL & MARJORIE LEWAN 5860 E. BERRY AVE. GREENWOOD VILLAGE, CO 80111	$ 50,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
2	PAUL & MARJORIE LEWAN CHARITABLE REMAINDER TRUST 1400 S COLORADO BOULEVARD, SUITE 400 DENVER, CO 80222	$	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization	Employer identification number
LEWAN FAMILY FOUNDATION	84-1251741

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
		$	

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

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

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

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

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

Name of organization

LEWAN FAMILY FOUNDATION

Employer identification number

84-1251741

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

(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

(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

(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

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ARABIAN GULF CONNECTION P.O. BOX 1296 MISSOULA, MT 59806		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	5,000.
BETHANY CHRISTIAN SERVICES 9185 EAST KENYON AVENUE, #190 DENVER, CO 80237		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	500.
BILLY GRAHAM EVANGELISTIC ASSOCIATION 1 BILLY GRAHAM PARKWAY CHARLOTTE, NC 28201		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	500.
BOY SCOUTS OF AMERICA 10455 EAST 6TH AVENUE DENVER, CO 80215		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	2,000.
CAMPUS CRUSADE FOR CHRIST 100 LAKE HART DRIVE ORLANDO, FL 32832		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	17,600.
CAMPUS MINISTRIES OF GRACE CHRISTIAN CHURCH P.O. BOX 1008 FORT COLLINS, CO 80522		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	1,000.
CHERRY HILLS COMMUNITY CHURCH 3900 EAST GRACE BOULEVARD HIGHLANDS RANCH, CO 80126		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	12,600.
CHRISTIAN SHOP MINISTRIES P.O. BOX 22670 DENVER, CO 80222		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	500.
CHURCH OF THE RISEN LORD 2700 CHAMPA ST DENVER, CO 80205		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	2,000.
CITY CHURCH P.O. BOX 1285 SAN JOSE, CA 95126		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	2,000.
Total from continuation sheets				174,050.

LEWAN FAMILY FOUNDATION 84-1251741

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CONFLUENCE MINISTRIES P.O. BOX 300068 DENVER, CO 80203		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	1,000.
CONVERGE WORLDWIDE 2002 S. ARLINGTON HEIGHTS ROAD ARLINGTON HEIGHTS, IL 60005-4193		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	2,000.
CRYSTAL CATHEDRAL MINISTRIES 13280 CHAPMAN AVENUE GARDEN GROVE, CA 92840		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	500.
CRYSTAL CLEAR MINISTRIES 1400 S. COLORADO BLVD., STE. 410-C DENVER, CO 80222		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	2,000.
DEER CREEK CHURCH 8131 S. PIERCE STREET LITTLETON, CO 80128		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	2,100.
DENVER KIWANIS FOUNDATION P.O. BOX 18828 DENVER, CO 80218		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	2,500.
DENVER LEADERSHIP FOUNDATION 5500 E. YALE AVE., STE. 100 DENVER, CO 80222		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	2,500.
DENVER SEMINARY 6399 SOUTH SANTA FE DRIVE LITTLETON, CO 80120		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	5,000.
DENVER STREET SCHOOL P.O. BOX 140069 DENVER, CO 80214		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	1,000.
ENDURANCE 10457 PARK MEADOWS DRIVE, SUITE 102 LONE TREE, CO 80124-5308		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	3,000.
Total from continuation sheets				

LEWAN FAMILY FOUNDATION 84-1251741

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
EVANGELICAL FREE CHURCH OF AMERICA 901 EAST 78TH STREET MINNEAPOLIS, MN 55420-1300		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	2,000.
FACE TO FACE 1165 ARCADE STREET ST. PAUL, MN 55106		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	2,000.
FELLOWSHIP OF CHRISTIAN ATHLETES 1100 W. LITTLETON BLVD. STE 460 LITTLETON, CO 80120		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	2,500.
FIRST DECENTS 767 SANTA FE DR. DENVER, CO 80204		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	500.
FRONTIER LABOURERS FOR CHRIST 4 MOURNING DOVE LANE LITTLETON, CO 80127		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	10,000.
GARY & JENNI HOAG 11318 W ONTARIO AVE LITTLETON, CO 80127	NONE	501(C)(3) ORGANIZATI	ASSISTANCE WITH MEDICAL EXPENSES	500.
GLOBAL CONNECTION INTL 9250 EAST COSTILLA AVENUE GREENWOOD VILLAGE, CO 80112		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	3,000.
HELPING HANDS MINISTRIES 135 MAIN STREET, P.O. BOX 337 TALLULAH FALLS, GA 30573		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	500.
HIS LOVE FELLOWSHIP CHURCH 910 KALAMATH STREET DENVER, CO 80204		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	2,100.
ID-RA-HA-JE P.O. BOX 360 BAILEY, CO 80421		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	10,000.
Total from continuation sheets				

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
IFCA P.O. BOX 810 GRANDVILLE, MI 49468-0810		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	2,000.
IMPACT 7921 SOUTHPARK PLAZA, SUITE 108 LITTLETON, CO 80120		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	500.
INTERSERVE USA P.O. BOX 418 UPPER DARBY, PA 19082-0418		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	2,000.
INTERVARSITY CHRISTIAN FELLOWSHIP P.O. BOX 7895 MADISON, WI 53791		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	200.
JOSIAH VENTURE P.O. BOX 4317 WHEATON, IL 60189		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	2,000.
MATTHEW LEWAN 1660 DAHLIA DENVER, CO 80222	DIRECTOR	501(C)(3) ORGANIZATI	GUATEMALA EXPENSES	100.
MEDMISSIONS P.O. BOX 660484 BIRMINGHAM, AL 35266		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	100.
MISSIONS MINISTRIES P.O. BOX 3324 ENGLEWOOD, CO 80155		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	4,000.
MOPS INTERNATIONAL 2370 SOUTH TRENTON WAY DENVER, CO 80231-3822		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	10,000.
NATIONAL DAY OF PRAYER P.O. BOX 15616 COLORADO SPRINGS, CO 80935		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	500.
Total from continuation sheets				

LEWAN FAMILY FOUNDATION 84-1251741

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NEW LIFE IN CHRIST CHURCH 1380 AMMONS STREET LAKEWOOD, CO 80214		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	2,000.
OLIVE BRANCH OUTREACH P.O. BOX 236 BECKER, MN 55308		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	1,000.
PIONEERS 10123 WILLIAM CAREY DRIVE ORLANDO, FL 32832		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	3,000.
PRISON FELLOWSHIP P.O. BOX 1550 MERRIFIELD, VA 22116		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	1,000.
PROJECT CURE 10377 E GEDDES AVENUE CENTENNIAL, CO 80112		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	10,000.
PROVIDENCE NETWORK 801 LOGAN STREET DENVER, CO 80203		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	1,000.
RESTORATION OUTREACH PROGRAM P.O. BOX 632 AURORA, CO 80040		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	2,000.
RIDGE COMMUNITY CHURCH 11845 TELLER ST BROOMFIELD, CO 80020		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	5,000.
ROCK THE RANGE 5675 DTC BOULEVARD, SUITE 100 GREENWOOD VILLAGE , CO 80111		501(C)(3) ORGANIZATI	FURTHER EXWMPT PURPOSES	100.
SAVE OUR YOUTH 3443 WEST 23RD AVENUE DENVER, CO 80211		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	3,000.
Total from continuation sheets				

LEWAN FAMILY FOUNDATION 84-1251741

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SCUM OF THE EARTH CHURCH 935 WEST 11TH AVENUE DENVER, CO 80204		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	2,000.
TABERNACLE BAPTIST CHURCH 1200 COUNTRY CLUB ENNIS, TX 75119		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	500.
TEACH BEYOND P.O. BOX 6248 BLOOMINGDALE, IL 60108		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	2,000.
THE KING'S COLLEGE 350 5TH AVE #1500 NEW YORK, NY 10118		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	100.
THE NAVIGATORS P.O. BOX 6000 COLORADO SPRINGS, CO 80934		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	2,000.
WESTMONT COLLEGE 955 LA PAZ ROAD SANTA BARBARA, CA 93108		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	50.
WORLD TEAM 1431 STUCKERT ROAD WARRINGTON, PA 18976-2851		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	1,000.
YOUNG LIFE P.O. BOX 2920 COLORADO SPRINGS, CO 80901		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	12,500.
YOUTH FOR CHRIST P.O. BOX 101600 DENVER, CO 80250		501(C)(3) ORGANIZATI	FURTHER EXEMPT PURPOSES	6,000.
Total from continuation sheets				

Part XV **Supplementary Information**

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - RESTORATION OUTREACH PROGRAM

FURTHER EXEMPT PURPOSES

LEWAN FAMILY FOUNDATION

CONTINUATION FOR 990-PF, PART IV
84-1251741 PAGE 1 OF 1

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	BRADFORDVILLE FIRST BAPTIST CHURCH		VARIOUS	09/01/11
b	CALVARY CHAPEL OF HUNTINGTON BEACH		VARIOUS	03/01/11
c	COLONIAL PRESBYTERIAN CHURCH		VARIOUS	09/01/11
d	CORNERSTONE COMMUNITY CHURCH		VARIOUS	12/01/11
e	NORTHRIDGE CHURCH		VARIOUS	12/01/11
f	SUNSET BAY CHAPEL INC		VARIOUS	VARIOUS
g	VINEYARD COMMUNITY CHURCH		VARIOUS	07/01/11
h	UBS - PLEASE SEE ATTACHED		VARIOUS	VARIOUS
i	UBS - PLEASE SEE ATTACHED		VARIOUS	VARIOUS
j	CAPITAL GAINS DIVIDENDS			
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	5,000.		5,000.	0.
b	5,000.		5,000.	0.
c	10,000.		10,000.	0.
d	5,000.		5,000.	0.
e	4,000.		4,000.	0.
f	7,000.		7,000.	0.
g	10,000.		10,000.	0.
h	1,151.		1,142.	9.
i	29,918.		34,337.	<4,419.>
j	1,148.			1,148.
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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				0.
b				0.
c				0.
d				0.
e				0.
f				0.
g				0.
h				9.
i				<4,419.>
j				1,148.
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	<3,262.>
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

2011 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1 990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	FURNITURE & FIXTURES	070101	SL	7.00	16	9,483.			9,483.	9,483.		0.
2	OFFICE FURNISHINGS & EQUIPMENT	070104	SL	7.00	16	5,139.			5,139.	4,771.		368.
3	PRINTER/COPIER	062608	SL	7.00	16	600.			600.	215.		86.
	* TOTAL 990-PF PG 1 DEPR					15,222.		0.	15,222.	14,469.	0.	454.

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
AMFIRST BANK, N.A.	781.
B.C. ZIEGLER & COMPANY	15,931.
B.C. ZIEGLER & COMPANY	325.
BANK OF THE WEST	278.
COLO STATE BANK AND TRUST	1,373.
COMMUNITY BANKS OF COLORADO	1,941.
MILE HIGH BANKS	3,352.
TRUST MANAGEMENT INC	1,470.
WELLS FARGO BANK, N.A.	2,127.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	27,578.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
B.C. ZIEGLER & COMPANY	67.	0.	67.
B.C. ZIEGLER & COMPANY	6,881.	0.	6,881.
UBS FINANCIAL SERVICES	2,868.	1,148.	1,720.
TOTAL TO FM 990-PF, PART I, LN 4	9,816.	1,148.	8,668.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	1,375.	1,375.		0.
TO FORM 990-PF, PG 1, LN 16B	1,375.	1,375.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT	1,019.	1,019.		0.
TO FORM 990-PF, PG 1, LN 16C	1,019.	1,019.		0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	50.	50.		0.
TO FORM 990-PF, PG 1, LN 18	50.	50.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
POSTAGE	36.	36.		0.
LEGAL NOTICES	7.	7.		0.
TO FORM 990-PF, PG 1, LN 23	43.	43.		0.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 7

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
FURNITURE & FIXTURES	9,483.	9,483.	0.
OFFICE FURNISHINGS & EQUIPMENT	5,139.	5,139.	0.
PRINTER/COPIER	600.	301.	299.
TOTAL TO FM 990-PF, PART II, LN 14	15,222.	14,923.	299.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 8

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
PAUL R LEWAN 1400 S COLORADO BLVD DENVER, CO 80222	PRESIDENT 0.00	0.	0.	0.
MARJORIE A. LEWAN 1400 S COLORADO BLVD DENVER, CO 80222	SECRETARY 0.00	0.	0.	0.
LLOYD S. LEWAN 1400 S COLORADO BLVD DENVER, CO 80222	VICE PRESIDENT 0.00	0.	0.	0.
KIMBERLY LEWAN LAYDON 1400 S COLORADO BLVD DENVER, CO 80222	TREASURER 0.00	0.	0.	0.
MATTHEW R. LEWAN 1400 S COLORADO BLVD DENVER, CO 80222	DIRECTOR 0.00	0.	0.	0.
JENNIFER E. LEWAN 1400 S COLORADO BLVD DENVER, CO 80222	DIRECTOR 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

Other Income Details

The items in this section are provided to assist you with your tax return preparation You should discuss the appropriate treatment of these fees and expenses with your tax advisor
** Applicable to Tax-exempt Original Issue Discount information only*

Activity	*Security Description*	*Cusip number*	**Days held*	**Quantity/ Face amount*	*Payment Date*	**Amortized acquisition premium*	*Amount*
Program Fees and Related Services	ADVISORY ACCOUNT FEE-ES 16581 LEWAN FAMILY FOUNDATION						1,019 10
Total Program Fees and Related Services							**$ 1,019.10**

2011 Realized Gain/Loss Summary (Include sale proceeds not reported on Form 1099-B)

This Realized Gain/Loss Summary classifies tax lots into three categories within holding period Type "A" activity was reported to the IRS on Form 1099-B with cost basis on line 3 Type "B" activity was reported to the IRS on Form 1099-B without cost basis Type "C" activity was not reported to the IRS on Form 1099-B Please rely on the confirmations previously provided to you as your official activity record

Estimated 2011 Gain/Loss for transactions with trade dates through 12/30/11 has been incorporated into this statement Realized gain/loss is based on the sales amount less the cost basis Please note that gain or loss recognized on the sale or redemption of certain Structured Products may be ordinary, and not capital, gain or loss Please check with your tax advisor and/or read the tax-related disclosure materials associated with those products Note that the Original Cost Basis column is only populated for transactions of securities that have had their basis reduced due to premium amortization or increased due to OID accretion

The cost basis of the oldest security lot (first-in, first-out or FIFO method of accounting) is assigned to a sale to calculate Gain/Loss unless you identified a specific lot (a "versus purchase" or "VSP" order) when you placed your sell order An asterisk (*) indicates a UBS Financial Services adjustment to cost basis The number "1" indicates cost basis information has been provided by a source other than UBS Financial Services Gain/Loss may not have been adjusted for all capital changes Gain/Loss has been adjusted to include the amount of the disallowed loss as a result of a Wash Sale transaction for Type "A" activity only Although we apply wash sale rules to covered lots of identical securities, there are other circumstances to be considered that can adjust or negate wash sales

Cost basis for coupon tax-exempt municipal securities (including securities subject to AMT) has been adjusted for mandatory amortization of bond premium The OID amount reported on your Form 1099-OID is not adjusted for Market Discount, Acquisition Premium, or Bond Premium Therefore, the amortization and accretion adjustments used here may not be consistent with the Form 1099-OID amount because the reporting requirements are different

Gain/Loss from short sale closings are reported as short-term regardless of the holding period of property used to close the short position Clients should consult their tax advisors as to whether exceptions may apply in their particular case to change this classification The possible application of the "Constructive Sale" provisions (Sec 1259) for short-against-the box transactions is not considered Clients should discuss the possible application of these provisions with their tax advisor

Description	*Cost or Other Basis*	*Sale Amount*	*Gains*	*Losses*	*Net Gain/Loss*
Short-term Gain/Loss					
B - Reported to the IRS on Form 1099-B without cost basis	1,142 00	1,151 43	17 73	(8 30)	9 43
Total Short Term	$1,142 00	$1,151 43	$17 73	$(8 30)	$9 43
Long-term Gain/Loss					
B - Reported to the IRS on Form 1099-B without cost basis	34,337 01	29,917 58	1,476 22	(5,895 65)	(4,419 43)
Total Long Term	$34,337 01	$29,917 58	$1,476 22	$(5,895 65)	$(4,419 43)
Sub Total	$35,479 01	$31,069 01	$1,493 95	$(5,903 95)	$(4,410 00)
Total	**$35,479.01**	**$31,069 01**	**$1,493 95**	**$(5,903 95)**	**$(4,410.00)**

Short-Term Gain/Loss-Cost Basis Not Reported to IRS

This section includes securities held for less than one year Type "B" activity was reported by UBS to the IRS on Form 1099-B without cost basis, proceeds only, even though cost basis is displayed here

Security Description	Activity Type	Quantity/ Face value	Original Cost Basis	Purchase date Date Acquired	Date Sold	Sale Amount	Cost or Other Basis	Gain/Loss	wash sale loss disallowed
ALLIANCE BERNSTEIN INTL VALUE FUND A	Trade	14 4560		12/27/10	01/25/11	206 14	195 30	10 84	
AMERICAN FUNDS BOND FUND OF AMERICA CLASS F	Trade	2 6840		01/26/10	01/25/11	32 74	32 13	0 61	
	Trade	2 9340		02/26/10	01/25/11	35 79	35 06	0 73	
	Trade	2 9350		03/26/10	01/25/11	35 81	34 99	0 82	
	Trade	2 9130		04/26/10	01/25/11	35 54	34 96	0 58	
	Trade	2 8720		05/26/10	01/25/11	35 04	34 69	0 35	
	Trade	2 8700		06/28/10	01/25/11	35 01	34 84	0 17	
	Trade	2 8210		07/23/10	01/25/11	34 42	34 53	(0 11)	
	Trade	2 7130		08/25/10	01/25/11	33 10	33 70	(0 60)	
	Trade	2 7370		09/24/10	01/25/11	33 39	33 99	(0 60)	
	Trade	2 6790		10/25/10	01/25/11	32.68	33 49	(0 81)	
	Trade	2 7150		11/24/10	01/25/11	33 12	33 45	(0 33)	
	Trade	3 0600		12/23/10	01/25/11	37 33	37 09	0 24	
	Sub-Total	**33.9330**				**413.97**	**412.92**	**1.05**	
FIDELITY ADVISORS DIVERSIFIED INTL FUND CLASS A	Trade	3 4110		12/06/10	01/25/11	55 33	54 03	1 30	
	Trade	0 8230		12/06/10	01/25/11	13 35	13 03	0 32	
	Trade	1 4050		12/31/10	01/25/11	22 79	22 47	0 32	
	Sub-Total	**5.6390**				**91.47**	**89.53**	**1.94**	

continued next page

Short-Term Gain/Loss-Cost Basis Not Reported to IRS (continued)

This section includes securities held for less than one year Type "B" activity was reported by UBS to the IRS on Form 1099-B without cost basis proceeds only, even though cost basis is displayed here

Security Description	Activity Type	Quantity/ Face value	Original Cost Basis	Purchase date Date Acquired	Date Sold	Sale Amount	Cost or Other Basis	Gain/Loss	wash sale loss disallowed
PIONEER STRATEGIC INCOME FUND CLASS A	Trade	21 6570		01/26/11	10/24/11	232 81	238 66	(5 85)	
THORNBURG INTERNATIONAL VALUE FUND CLASS A	Trade	7 1910		01/26/11	02/22/11	207 04	205 59	1 45	
Sub Total						**$1,151.43**	**$1,142.00**	**$9.43**	
Total Short-Term Gain/Loss						**$1,151.43**	**$1,142.00**	**$9.43**	

Long-Term Gain/Loss-Cost Basis Not Reported to IRS

This section includes securities held for more than one year Type "B" activity was reported by UBS to the IRS on Form 1099-B without cost basis

Security Description	Activity Type	Quantity/ Face value	Original Cost Basis	Purchase date Date Acquired	Date Sold	Sale Amount	Cost or Other Basis	Gain/Loss	wash sale loss disallowed
ALLIANCE BERNSTEIN INTL VALUE FUND A	Trade	252 8960		07/27/07	01/25/11	3,606 30	6,008 82	(2,402 52)	
	Trade	1 0030		12/26/07	01/25/11	14 30	22 00	(7 70)	
	Trade	4 0130		12/26/07	01/25/11	57 23	88 01	(30 78)	
	Trade	11 0470		12/26/07	01/25/11	157 53	242 27	(84 74)	
	Trade	162 4250		12/05/08	01/25/11	2,316 18	1,505 68	810 50	
	Trade	5 5330		12/28/09	01/25/11	78 90	74 20	4 70	
	Sub-Total	**436.9170**				**6,230.44**	**7,940.98**	**(1,710.54)**	

continued next page

Account Number ES 16581 TF
Your Financial Advisor or Contact
AUSTIN/ALESANDRO/MCCANN
315-471-1700/800-234-0233

UBS Financial Services Inc.

2011 Informational Statement

P3101L0000466300035202-X1

Long-Term Gain/Loss-Cost Basis Not Reported to IRS (continued)

This section includes securities held for more than one year Type "B" activity was reported by UBS to the IRS on Form 1099-B without cost basis

Security Description	*Activity Type*	*Quantity/ Face value*	*Original Cost Basis*	*Purchase date Date Acquired*	*Date Sold*	*Sale Amount*	*Cost or Other Basis*	*Gain/Loss*	*wash sale loss disallowed*
AMERICAN FUNDS BOND FUND OF AMERICA CLASS F	Trade	20 7320		07/27/07	01/24/11	252 31	272 42	(20 11)	
	Trade	685 0010		07/27/07	01/25/11	8,357.00	9,000 91	(643 91)	
	Trade	4 0390		08/27/07	01/25/11	49 28	52 99	(3 71)	
	Trade	4 7820		09/26/07	01/25/11	58 34	63.17	(4 83)	
	Trade	4 7070		10/26/07	01/25/11	57 43	62 79	(5 36)	
	Trade	4 8100		11/26/07	01/25/11	58 68	63 44	(4 76)	
	Trade	10 9930		12/26/07	01/25/11	134 11	142 68	(8 57)	
	Trade	3 1310		01/28/08	01/25/11	38 20	41 24	(3 04)	
	Trade	4 9710		02/26/08	01/25/11	60 65	63 83	(3 18)	
	Trade	5 0090		03/26/08	01/25/11	61 11	63 66	(2 55)	
	Trade	4 9990		04/28/08	01/25/11	60 99	63 54	(2 55)	
	Trade	4 9270		05/27/08	01/25/11	60 11	63 21	(3 10)	
	Trade	5 0020		06/26/08	01/25/11	61 02	62 93	(1 91)	
	Trade	5 1330		07/28/08	01/25/11	62 62	63 03	(0 41)	
	Trade	5 1260		08/26/08	01/25/11	62 54	62 84	(0 30)	
	Trade	5 3750		09/26/08	01/25/11	65 58	62 83	2 75	
	Trade	5 8250		10/27/08	01/25/11	71 07	63 08	7 99	
	Trade	5 9560		11/26/08	01/25/11	72 66	62 95	9 71	

continued next page

Long-Term Gain/Loss-Cost Basis Not Reported to IRS (continued)

This section includes securities held for more than one year Type "B" activity was reported by UBS to the IRS on Form 1099-B without cost basis

Security Description	Activity Type	Quantity/ Face value	Original Cost Basis	Purchase date Date Acquired	Date Sold	Sale Amount	Cost or Other Basis	Gain/Loss	wash sale loss disallowed
AMERICAN FUNDS BOND FUND OF AMERICA CLASS F	Trade	13 8250		12/26/08	01/25/11	168 67	147 51	21 16	
	Trade	2 4890		01/26/09	01/25/11	30 37	26 68	3 69	
	Trade	4 9740		02/26/09	01/25/11	60 68	52 48	8 20	
	Trade	5 0030		03/26/09	01/25/11	61 04	52 63	8 41	
	Trade	4 6220		04/27/09	01/25/11	56 39	49 55	6 84	
	Trade	4 4830		05/26/09	01/25/11	54 69	49 18	5 51	
	Trade	3 5810		06/26/09	01/25/11	43 69	40 07	3 62	
	Trade	3 1810		07/27/09	01/25/11	38 81	36 01	2 80	
	Trade	3 1050		08/26/09	01/25/11	37 88	35 89	1 99	
	Trade	3 0530		09/28/09	01/25/11	37 25	35 90	1 35	
	Trade	3 0420		10/26/09	01/25/11	37 11	35 83	1 28	
	Trade	2 9690		11/27/09	01/25/11	36 22	35 45	0 77	
	Trade	3 2810		12/28/09	01/25/11	40 03	38 72	1 31	
	Sub-Total	**848.1260**				**10,346.53**	**10,967.44**	**(620.91)**	
BARON ASSET FUND	Trade	22 0100		07/27/07	02/22/11	1,275 71	1,372 98	(97 27)	
DAVIS NEW YORK VENTURE FD CL A	Trade	5 7490		07/27/07	02/22/11	202 87	227 78	(24 91)	
FIDELITY ADVISORS DIVERSIFIED INTL FUND CLASS A	Trade	247 2770		07/27/07	01/25/11	4,010 83	6,008 83	(1,998 00)	
	Trade	3 0760		12/10/07	01/25/11	49 89	69 30	(19 41)	

continued next page

Long-Term Gain/Loss-Cost Basis Not Reported to IRS (continued)

This section includes securities held for more than one year Type "B" activity was reported by UBS to the IRS on Form 1099-B without cost basis

Security Description	Activity Type	Quantity/ Face value	Original Cost Basis	Purchase date Date Acquired	Date Sold	Sale Amount	Cost or Other Basis	Gain/Loss	wash sale loss disallowed
FIDELITY ADVISORS DIVERSIFIED INTL FUND CLASS A	Trade	2 6230		12/10/07	01/25/11	42 55	59 10	(16 55)	
	Trade	30 0700		12/10/07	01/25/11	487 74	677 48	(189.74)	
	Trade	83 0140		12/05/08	01/25/11	1,346 49	881 61	464 88	
	Trade	11 9670		12/08/08	01/25/11	194 10	127 09	67 01	
	Trade	4 8770		12/07/09	01/25/11	79 10	72 96	6 14	
	Trade	0 2530		12/07/09	01/25/11	4 10	3 78	0 32	
	Sub-Total	**383.1570**				**6,214.80**	**7,900.15**	**(1,685.35)**	
HARTFORD CAPITAL APPRECIATION FUND CL A	Trade	30 1170		07/27/07	02/22/11	1,067 35	1,235 10	(167 75)	
HENDERSON GLOBAL INVESTORS INTL OPPORTUNITIES FUND A	Trade	15 7520		07/27/07	02/22/11	345 28	417 59	(72 31)	
KEELEY SMALL CAP VALUE FUND CLASS A	Trade	44 7850		07/27/07	02/22/11	1,163 52	1,239 20	(75 68)	
LOOMIS SAYLES BOND FUND CLASS RETAIL	Trade	75 6480		07/27/07	02/22/11	1,090 09	1,078 74	11 35	
	Trade	16 2500		07/27/07	04/21/11	240 50	231 73	8 77	
	Trade	18 0130		07/27/07	07/22/11	268 94	256 87	12 07	
	Sub-Total	**109.9110**				**1,599.53**	**1,567.34**	**32.19**	
T ROWE PRICE GROWTH STOCK FUND ADVISOR CLASS	Trade	44 1640		07/27/07	02/22/11	1,471 55	1,468 45	3 10	
Sub Total						**$29,917.58**	**$34,337.01**	**$(4,419.43)**	
Total Long-Term Gain/Loss						**$29,917.58**	**$34,337.01**	**$(4,419.43)**	