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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

2011

Department of the Treasury
Internal Revenue Service

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

For calendar year 2011 or tax year beginning APR 1, 2011, and ending MAR 31, 2012

Name of foundation

A Employer identification number

OPPENSTEIN BROTHERS FOUNDATION

43-6203035

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

Room/suite

B Telephone number

COMMERCE BANK, TRUSTEE, 118 W. 47TH STR

(816) 234-2000

City or town, state, and ZIP code

KANSAS CITY, MO 64112

G Check all that apply

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeC If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test
check here and attach computation ☐

H Check type of organization

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundationE 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

J Accounting method:

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

(from Part II, col (c), line 16)

☐ Other (specify)

\$ 33,008,402. (Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

(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			N/A	
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	892,781.	892,268.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	221,476.			STATEMENT 1
	b Gross sales price for all assets on line 6a	26,966,361.			
	7 Capital gain net income (from Part IV, line 2)		543,570.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 Total Add lines 1 through 11	1,114,257.	1,435,838.		
	13 Compensation of officers, directors, trustees, etc.	208,918.	141,229.		67,689.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees				
	17 Interest				
	18 Taxes	16,383.	164.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	658.	-28.		363.
	24 Total operating and administrative expenses Add lines 13 through 23	225,959.	141,365.		68,052.
	25 Contributions, gifts, grants paid	1,315,000.			1,315,000.
	26 Total expenses and disbursements Add lines 24 and 25	1,540,959.	141,365.		1,383,052.
	27 Subtract line 26 from line 12	-426,702.			
	a Excess of revenue over expenses and disbursements		1,294,473.		
	b Net investment income (if negative, enter -0-)				
	c Adjusted net income (if negative, enter -0-)			N/A	

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LHA For Paperwork Reduction Act Notice, see instructions

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end of year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	1,165,677.		
	2 Savings and temporary cash investments		159,603.	159,603.
	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 STMT 5	2,312,969.	1,745,618.	1,895,893.
	b Investments - corporate stock STMT 6	8,963,974.	4,762,328.	5,613,786.
	c Investments - corporate bonds STMT 7	3,034,181.	3,473,753.	3,675,000.
11 Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 8	16,004,193.	20,912,991.	21,664,063.	
14 Land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶ MISC. ASSETS-STMT C)	57.	57.	57.	
16 Total assets (to be completed by all filers)	31,481,051.	31,054,350.	33,008,402.	
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	31,481,051.	31,054,350.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 Total net assets or fund balances	31,481,051.	31,054,350.	
	31 Total liabilities and net assets/fund balances	31,481,051.	31,054,350.	

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	31,481,051.
2 Enter amount from Part I, line 27a	2	-426,702.
3 Other increases not included in line 2 (itemize) ▶ ROUNDING	3	1.
4 Add lines 1, 2, and 3	4	31,054,350.
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	31,054,350.

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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 PUBLIC SECURITIES	P	VARIOUS	VARIOUS
b RBC CAP MARKETS	P	07/13/11	03/29/12
c APPLE INC	P	VARIOUS	03/30/12
d IBM	P	01/21/03	03/30/12
e MICROSOFT CORP	P	03/15/96	03/30/12

(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 26,439,581.		26,218,105.	221,476.
b 71,814.		69,957.	1,857.
c 239,739.		67,211.	172,528.
d 135,594.		53,060.	82,534.
e 79,633.		14,458.	65,175.

(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			221,476.
b			1,857.
c			172,528.
d			82,534.
e			65,175.

2 Capital gain net income or (net capital loss)	2	543,570.
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	1,660,576.	31,236,133.	.053162
2009	1,518,660.	28,664,162.	.052981
2008	1,856,089.	30,600,293.	.060656
2007	1,576,892.	38,496,175.	.040962
2006	1,531,119.	36,606,427.	.041827

2 Total of line 1, column (d)	2	.249588
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	.049918
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	31,984,983.
5 Multiply line 4 by line 3	5	1,596,626.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	12,945.
7 Add lines 5 and 6	7	1,609,571.
8 Enter qualifying distributions from Part XII, line 4	8	1,383,052.

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)		1	25,889.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	25,889.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	25,889.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a 15,881.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c 20,000.		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d		7	35,881.
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	9,992.
11 Enter the amount of line 10 to be Credited to 2012 estimated tax	9,992. Refunded	11	0.

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
1b 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		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 ☐ \$ 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		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?		
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		
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		
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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>COMMERCE BANK, N.A.</u> Telephone no ► <u>(816) 234-2568</u> Located at ► <u>118 W. 47TH STREET KANSAS, CITY, MO</u> ZIP+4 ► <u>64112</u>			
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 ► <u>15</u> <u>N/A</u>			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 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?	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.) <u>N/A</u>	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) <u>N/A</u>	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

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ 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
COMMERCE BANK NA, INV.MGMT P.O. BOX 419248 KANSAS CITY, MO 64141-6248	CORP. TRUSTEE 40.00	141,229.	0.	0.
COMMERCE BANK NA, CHARITY OFFICE P.O. BOX 419248 KANSAS CITY, MO 64141-6248	CORP. TRUSTEE 40.00	51,997.	0.	0.
COMMERCE BANK NA, CHARITY MGMT P.O. BOX 419248 KANSAS CITY, MO 64141-6248	CORP. TRUSTEE 10.00	15,692.	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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	31,715,499.
b	Average of monthly cash balances	1b	756,565.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	32,472,064.
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	32,472,064.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	487,081.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	31,984,983.
6	Minimum investment return. Enter 5% of line 5	6	1,599,249.

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	1,599,249.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	25,889.
b	Income tax for 2011 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	25,889.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,573,360.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,573,360.
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	1,573,360.

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	1,383,052.
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	1,383,052.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,383,052.

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.

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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				1,573,360.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			1,216,439.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2011				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 1,383,052.				
a Applied to 2010, but not more than line 2a			1,216,439.	
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				166,613.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d) the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below				
a Corpus Add lines 3f, 4c and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		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				1,406,747.
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	0.			
9 Excess distributions carryover to 2012 Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

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

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

[illegible]

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:

BETH RADTKE, PROGRAM OFFICER, (816) 234-2577
922 WALNUT, SUITE 200, KANSAS CITY, MO 64106-1809

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

NONE SPECIFIED

c. Any submission deadlines*

NONE

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

AWARDS ARE FOR RELIGIOUS, CHARITABLE, SCIENTIFIC, AND EDUCATIONAL PURPOSES
IN THE UNITED STATES.

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
STATEMENT A	NONE	PUBLIC CHARITY	SEE STATEMENT	1,315,000.
Total			▶ 3a	1,315,000.
b Approved for future payment				
STATEMENT B	NONE	PUBLIC CHARITY	SEE STATEMENT	246,500.
Total			▶ 3b	246,500.

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 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.			

[illegible]

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
LOCAL CEDAR HILL CEMETERY ASSOCIATION	501 (C) (13)	SEE STATEMENT 9
MOUNT HOPE MAUSOLEUM ENDOWMENT	501 (C) (13)	

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.				May the IRS discuss this return with the preparer shown below (see instr.)? ☒ Yes ☐ No
	Signature of officer or trustee <i>Joseph P. Nelson</i>	Date 11/14/2012	Title Officer Commerce Trust Company a Division of Commerce Bank, Trust		
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	Firm's name ▶	SELF- PREPARED			Firm's EIN ▶
	Firm's address ▶				Phone no 816 760-8466

Form **990-PF** (2011)

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PUBLIC SECURITIES				VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
26,439,581.	26,218,105.	0.	0.	221,476.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
RBC CAP MARKETS				07/13/11	03/29/12
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
71,814.	71,814.	0.	0.	0.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
APPLE INC				VARIOUS	03/30/12
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
239,739.	239,739.	0.	0.	0.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
IBM	135,594.	135,594.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MICROSOFT CORP	79,633.	79,633.	0.	0.	0.

CAPITAL GAINS DIVIDENDS FROM PART IV 0.

TOTAL TO FORM 990-PF, PART I, LINE 6A 221,476.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS & INTEREST	892,781.	0.	892,781.
TOTAL TO FM 990-PF, PART I, LN 4	892,781.	0.	892,781.

FORM 990-PF TAXES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX ESTIMATE	15,881.	0.		0.
FEDERAL EXCISE TAX FOR 2010 TAX RETURN	338.	0.		0.
FOREIGN TAX	164.	164.		0.
TO FORM 990-PF, PG 1, LN 18	16,383.	164.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADMINISTRATIVE EXPENSE	363.	0.		363.
ACCRUED INTEREST-INTEREST PAYMENT DUE AFTER CURRENT TAX YE	295.	0.		0.
FEEES ALLOCABLE TO TAX EXEMPT INTEREST	0.	-28.		0.
TO FORM 990-PF, PG 1, LN 23	658.	-28.		363.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 5

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US & STATE GOVERNMENT OBLIGATIONS-STMT C		X	1,745,618.	1,895,893.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			1,745,618.	1,895,893.
TOTAL TO FORM 990-PF, PART II, LINE 10A			1,745,618.	1,895,893.

FORM 990-PF	CORPORATE STOCK	STATEMENT	6
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
STOCKS-STMT C	4,762,328.	5,613,786.
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,762,328.	5,613,786.

FORM 990-PF	CORPORATE BONDS	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BONDS-STMT C	3,473,753.	3,675,000.
TOTAL TO FORM 990-PF, PART II, LINE 10C	3,473,753.	3,675,000.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	8
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS AND OTHER INVESTMENTS-STMT C	COST	20,912,991.	21,664,063.
TOTAL TO FORM 990-PF, PART II, LINE 13		20,912,991.	21,664,063.

990-PF	AFFILIATION WITH TAX-EXEMPT ORGANIZATIONS PART XVII, LINE 2, COLUMN (C)	STATEMENT	9
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NAME OF AFFILIATED OR RELATED ORGANIZATION

LOCAL CEDAR HILL CEMETERY ASSOCIATION

DESCRIPTION OF RELATIONSHIP WITH AFFILIATED OR RELATED ORGANIZATION

COMMON TRUSTEE

NAME OF AFFILIATED OR RELATED ORGANIZATION

MOUNT HOPE MAUSOLEUM ENDOWMENT

DESCRIPTION OF RELATIONSHIP WITH AFFILIATED OR RELATED ORGANIZATION

COMMON TRUSTEE

Oppenstein Brothers Foundation
Attachment of Fiscal Year Payments for IRS 990PF
March 31, 2012

Recipient Name & Address	Fiscal Agent	Purpose	Payment Amount	Payment Number	Payment Date
Amethyst Place Inc. 2732 Troost Kansas City, MO 64109		HUM	7,000.00	1 of 1	12/14/2011
Amyotrophic Lateral Sclerosis Association (Keith Worthington Chapter) 6950 Squibb Rd., Ste. 210 Mission, KS 66202		HEA	6,000.00	1 of 1	9/15/2011
Avila University 11901 Wornall Rd Kansas City, MO 64145-1698		EDU	12,500.00	1 of 2	7/6/2011
Boy Scouts of America - Heart of America Council 10210 Holmes Rd. Kansas City, MO 64131-4212		HUM	12,500.00	1 of 1	9/15/2011
Boys Club of Greater Kansas City 6301 Rockhill Rd., Ste. 303 Kansas City, MO 64131		HUM	15,000.00	1 of 1	3/22/2012
Brain Injury Association of Kansas and Greater Kansas City Inc. 6405 Metcalf Ave., Ste. 302 Overland Park, KS 66202		HEA	4,000.00	1 of 1	12/14/2011
Camps for Kids 1080 Washington St. Kansas City, MO 64105-2249		HUM	15,000.00	1 of 1	5/18/2011
CASA of Johnson & Wyandotte Counties Inc 6901 Shawnee Mission Pkwy., Ste. 112 Overland Park, KS 66202		HUM	7,500.00	1 of 1	4/5/2011

STMT 4

Recipient Name & Address	Fiscal Agent	Purpose	Payment Amount	Payment Number	Payment Date
Catholic Charities of Northeast Kansas Inc 9750 W. 87th St. Overland Park, KS 66212		HUM	5,000.00	1 of 1	12/14/2011
Child Advocacy Services Center Inc. DBA Children's Place 2 E. 59th St. Kansas City, MO 64113		HUM	25,000.00	1 of 1	12/14/2011
Children's Center for the Visually Impaired 3101 Main St. Kansas City, MO 64111		HUM	12,000.00	1 of 1	12/14/2011
Children's Therapeutic Learning Center Inc. 3101 Main St. Kansas City, MO 64111		HUM	15,000.00	1 of 1	9/15/2011
Community Center of Shawnee DBA Shawnee Community Services 11110 W 67th St. P.O. Box 3072 Shawnee, KS 66203		HUM	3,000.00	1 of 1	12/14/2011
Coterie Inc 2450 Grand Blvd , Ste 144 Kansas City, MO 64108-2520		ART	8,000.00	1 of 1	12/14/2011
De La Salle Education Center 3740 Forest Ave. Kansas City, MO 64109		EDU	20,000.00	1 of 1	3/22/2012
Don Bosco Community Center 531 Garfield Ave. Kansas City, MO 64124		HUM	18,000.00	1 of 1	9/15/2011
Donnelly College 608 N. 18th St. Kansas City, KS 66102		EDU	12,500.00	1 of 1	9/15/2011

Recipient Name & Address	Fiscal Agent	Purpose	Payment Amount	Payment Number	Payment Date
Downtown Outreach Inc. 1307 Holmes Kansas City, MO 64106-2845		HUM	4,000.00	1 of 1	9/15/2011
Duchesne Clinic - A Division of Caritas Clinics Inc. 636 Tauomee Kansas City, KS 66101-3042		HEA	12,000.00	1 of 1	9/15/2011
Episcopal Community Services Inc. <i>Kansas City Community Kitchen</i> 11 E. 40th St. Kansas City, MO 64111		HUM	30,000.00	1 of 1	12/6/2011
First Call Alcohol Drug Prevention & Recovery 633 E. 63rd St Kansas City, MO 64110		HUM	8,000.00	1 of 1	12/14/2011
Friends of Chamber Music 4635 Wyandotte, Ste 201 Kansas City, MO 64112-1542		ART	10,000.00	1 of 1	3/22/2012
Gilda's Club Kansas City 21 W. 43rd St. Kansas City, MO 64111		HUM	5,000.00	1 of 1	4/5/2011
Gordon Parks Elementary School 3715 Wyoming Kansas City, MO 64111		EDU	6,000.00	1 of 1	8/23/2011
Guadalupe Center Inc. 1015 Avenida Cesar E. Chavez Kansas City, MO 64108		HUM	28,000.00	1 of 1	12/14/2011
Habitat for Humanity International Inc. (Heartland Affiliate) 1401 Fairfax Tfwy., Ste 323D Kansas City, KS 66115		HUM	13,000.00	1 of 1	12/14/2011
Habitat for Humanity Kansas City Inc. 1423 E. Linwood Blvd. Kansas City, MO 64109		HUM	10,000.00	1 of 1	9/15/2011

Recipient Name & Address	Fiscal Agent	Purpose	Payment Amount	Payment Number	Payment Date
Harvesters-The Community Food Network 3801 Topping Ave. Kansas City, MO 64129		HUM	30,000.00	1 of 1	3/22/2012
Have a Heart Inc. 5220 Northern Ave. Raytown, MO 64133-2228		HUM	3,000.00	1 of 1	4/5/2011
Health Partnership of Johnson County 7171 W. 95th St., Ste. 100 Overland Park, KS 66212		HEA	10,000.00	1 of 1	9/15/2011
Heart of America Community AIDS Partnership c/o Heart of America United Way 1080 Washington Kansas City, MO 64105-2249	United Way of Greater Kansas City Inc.	HEA	10,000.00	1 of 1	9/6/2011
Heart of America Shakespeare Festival 3619 Broadway, Ste. 2 Kansas City, MO 64111		ART	4,000.00	1 of 1	4/5/2011
Hearland Chamber Music Ltd. 5960 Dearborn, Ste. 214 Mission, KS 66202		ART	2,000.00	1 of 1	5/18/2011
Hope House Inc. P O. Box 577 Lee's Summit, MO 64063		HUM	25,000.00	2 of 2	4/5/2011
Jackson County Casa 625 East 26th Street Kansas City, MO 64108		HUM	10,000.00	1 of 1	3/22/2012
JayDoc Free Clinic 300 Southwest Blvd. Kansas City, KS 66103	Kansas University Endowment Assoc.	HEA	6,000.00	1 of 1	9/15/2011
Jewish Family Services 5801 W 115th St., Ste. 103 Overland Park, KS 66211-1824		HUM	7,500.00	1 of 1	12/14/2011

Recipient Name & Address	Fiscal Agent	Purpose	Payment Amount	Payment Number	Payment Date
Jewish Federation of Greater Kansas City 5801 W 115th St., Ste 201 Overland Park, KS 66211-1824		HUM	100,000.00	1 of 1	3/22/2012
Kansas Children's Service League (Kansas City Office) 15717 College Blvd. Lenexa, KS 66219		HUM	10,000.00	1 of 1	3/22/2012
Kansas City Art Institute 4415 Warwick Blvd. Kansas City, MO 64111-1874		ART	15,000.00	1 of 1	7/6/2011
Kansas City Ballet Association 500 West Pershing Road Kansas City, MO 64108-2430		ART	15,000.00	1 of 1	5/18/2011
Kansas City Ballet Association 500 West Pershing Road Kansas City, MO 64108-2430		ART	20,000.00	1 of 1	8/23/2011
Cultivate Kansas City 4223 Gibbs Rd. Kansas City, KS 66106		HUM	7,500.00	1 of 1	5/18/2011
Kansas City Chamber Orchestra Incorporated 11 E. 40th St. Kansas City, MO 64111		ART	3,000.00	1 of 1	9/15/2011
Kansas City Chapter of Young Audiences Inc DBA Kansas City Young Audiences 5601 Wyandotte Kansas City, MO 64113		ART	25,000.00	1 of 1	12/14/2011
Kansas City Chorale 5601 Wyandotte St., Ste 412 Kansas City, MO 64113		ART	6,000.00	1 of 1	12/14/2011
Kansas City Community Gardens Inc. 6917 Kensington Kansas City, MO 64132		HUM	5,000.00	1 of 1	9/15/2011

Recipient Name & Address	Fiscal Agent	Purpose	Payment Amount	Payment Number	Payment Date
Kansas City Friends of Alvin Ailey 1714 E. 18th St. Kansas City, MO 64108		ART	25,000.00	1 of 1	5/18/2011
Kansas City Kansas Unified School District #500 Kansas City Kansas Public Library 625 Minnesota Ave. Kansas City, KS 66101		EDU	25,000.00	1 of 1	10/6/2011
Kansas City Repertory Theatre Inc. 4949 Cherry St. Kansas City, MO 64110-2499		ART	5,000.00	1 of 1	9/15/2011
Kansas City Symphony 1703 Wyandotte St., Ste. 200 Kansas City, MO 64108		ART	22,500.00	1 of 1	3/22/2012
KVC Health Systems Inc. 21350 W. 153rd St. Olathe, KS 66061-5413		HUM	10,000.00	1 of 1	12/21/2011
Leukemia & Lymphoma Society Inc. (Mid-America Chapter) 6811 W. 63rd St. Cloverleaf Bldg., #1, Ste. 202 Mission, KS 66202-4001		HEA	5,000.00	1 of 1	12/14/2011
Literacy Kansas City 211 W. Armour Blvd., 3rd fl. Kansas City, MO 64111		EDU	10,000.00	1 of 1	9/15/2011
Lyric Opera of Kansas City Inc 1616 Broadway Street Kansas City, MO 64108		ART	25,000.00	2 of 2	12/6/2011
Mattie Rhodes Center 1740 Jefferson St. Kansas City, MO 64108		HUM	10,000.00	2 of 2	6/23/2011

Recipient Name & Address	Fiscal Agent	Purpose	Payment Amount	Payment Number	Payment Date
Metropolitan Ensemble Theatre 3614 Main St. Kansas City, MO 64111		ART	3,000.00	1 of 1	9/15/2011
Metropolitan Lutheran Ministry 3031 Holmes St. Kansas City, MO 64109-1435		HUM	20,000.00	1 of 1	5/18/2011
Metropolitan Organization to Counter Sexual Assault DBA MOCOSA 3100 Broadway, Ste. 400 Kansas City, MO 64111		HUM	10,000.00	1 of 1	12/14/2011
Midwest Foster Care and Adoption Association 3210 S. Lee's Summit Rd. Independence, MO 64055		HUM	10,000.00	1 of 1	12/14/2011
Miles of Smiles Inc. 6301 N. Oak Trfy., Ste 204 Kansas City, MO 64118		HEA	5,000.00	1 of 1	3/22/2012
MO Kan 20-20 Vision Inc DBA 20/20 Leadership 4223 N. 127th St. Kansas City, KS 66109		HUM	5,000.00	1 of 1	9/15/2011
Neighborhood Self Help Fund % United Way of Greater Kansas City 1080 Washington Kansas City, MO 64105	United Way of Greater Kansas City Inc	CIV	6,000.00	1 of 1	3/6/2012
Newhouse Inc. 660 Brooklyn P.O. Box 240019 Kansas City, MO 64124-0019		HUM	20,000.00	1 of 1	9/15/2011
Niles Home for Children 1911 E. 23rd St. Kansas City, MO 64127-3701		HUM	15,000.00	1 of 1	9/15/2011

Recipient Name & Address	Fiscal Agent	Purpose	Payment Amount	Payment Number	Payment Date
Northland Early Education Center 8630 N. Oak Trfy. Kansas City, MO 64155		EDU	5,000.00	1 of 1	9/15/2011
Ozanam 421 E. 137th St. Kansas City, MO 64145		HUM	7,500.00	1 of 1	12/14/2011
Paul Mesner Puppets Inc 1006 Linwood Blvd. Kansas City, MO 64109		ART	7,000.00	1 of 1	9/15/2011
Performing Arts Foundation of Kansas City DBA Folly Theater 1020 Central, Ste. 200 P O. Box 26505 Kansas City, MO 64196		ART	3,500.00	1 of 1	12/14/2011
Redemptorist Social Services Center Inc. 207 W. Linwood Blvd. Kansas City, MO 64111-1327		HUM	15,000.00	1 of 1	3/22/2012
Restart Inc. 918 E. 9th St. Kansas City, MO 64106-3072		HUM	15,000.00	1 of 1	3/22/2012
Ronald McDonald House Charities of Kansas City Inc. 2502 Cherry St. Kansas City, MO 64108		HUM	20,000.00	1 of 1	4/5/2011
Rose Brooks Center Inc. P.O. Box 320599 Kansas City, MO 64132-0599		HUM	25,000.00	1 of 1	12/14/2011
Rotary Club Youth Camp Association Inc 22310 E. Colbern Rd Lee's Summit, MO 64063		HUM	20,000.00	1 of 1	11/15/2011
Safehome Inc P O Box 4563 Overland Park, KS 66204-0563		HUM	12,000.00	1 of 1	9/15/2011

Recipient Name & Address	Fiscal Agent	Purpose	Payment Amount	Payment Number	Payment Date
Science Pioneers Inc 30 W Pershing Rd., Ste. 410 Kansas City, MO 64108		EDU	3,000.00	1 of 1	12/14/2011
Sheffield Place 6604 E 12th St. Kansas City, MO 64126-2208		HUM	14,000.00	1 of 1	12/14/2011
Shepherd's Center (Kansas City Central) 5200 Oak Kansas City, MO 64112		HUM	10,000.00	1 of 1	12/14/2011
Shepherd's Center of Kansas City Kansas Inc. 757 Armstrong Ave. Kansas City, KS 66101		HUM	8,000.00	1 of 1	9/15/2011
Shepherd's Center of the Northland Inc 4805 N E. Antioch Rd., Ste 9 Kansas City, MO 64119		HUM	5,000.00	1 of 1	9/15/2011
Sojourner Health Clinic UMKC-School of Medicine M1-110 Medical School Bldg. 2411 Holmes St. Kansas City, MO 64108-2792	University of Missouri-Kansas City - Schools of Dentistry and Medicine	HEA	10,000.00	1 of 1	12/14/2011
Southwest Boulevard Family Health Care Inc. DBA Family Health Care 340 Southwest Blvd. Kansas City, KS 66103		HUM	30,000.00	1 of 1	12/14/2011
Special Neighbors Inc. 3675 S. Noland Rd., Ste. 110 Independence, MO 64055		HUM	7,500.00	1 of 1	3/6/2012
Spofford 9700 Grandview Rd. P.O. Box 9888 Kansas City, MO 64134-0888		HUM	20,000.00	1 of 1	4/5/2011

Recipient Name & Address	Fiscal Agent	Purpose	Payment Amount	Payment Number	Payment Date
St. Joseph Institute for the Deaf - Kansas City Campus 8835 Monrovia Lenexa, KS 66215		EDU	10,000.00	1 of 1	9/15/2011
Strong City School Fund P.O. Box 419037 300 E. 36th St. Kansas City, MO 64111	Greater Kansas City Community Foundation	EDU	10,000.00	1 of 1	5/18/2011
Sunflower House 15440 W. 65th St. Shawnee, KS 66217		HUM	10,000.00	1 of 1	12/14/2011
The Family Conservancy 444 Minnesota Ave., Ste. 200 Kansas City, KS 66101		HUM	10,000.00	1 of 1	4/5/2011
The Society of Saint Andrew Inc. West Headquarters 3801 Topping Ave. Kansas City, MO 64129		HUM	10,000.00	1 of 1	12/14/2011
Truman Medical Center Incorporated 2310 Holmes Kansas City, MO 64108		HEA	25,000.00	1 of 2	5/18/2011
Turner House Clinic Inc. 21 N. 12th St., Ste. 300 Kansas City, KS 66102		HEA	10,000.00	1 of 1	3/22/2012
Turning Point the Center for Hope and Healing 8900 State Line Rd., Ste. 240 Shawnee Mission, KS 66206		HUM	5,000.00	1 of 1	9/15/2011
Unicorn Theatre 3828 Main St. Kansas City, MO 64111		ART	7,500.00	1 of 1	12/14/2011

Recipient Name & Address	Fiscal Agent	Purpose	Payment Amount	Payment Number	Payment Date
Urban Ranger Corps 5908 Swope Pkwy. Kansas City, MO 64130		HUM	5,000.00	1 of 1	3/22/2012
W.E.B. DuBois Learning Center 6409 Agnes Ave. Kansas City, MO 64132		EDU	7,500.00	1 of 1	3/22/2012
Wayside Waifs Inc. P.O. Box 9791 3901 Martha Truman Rd (E. 119th St.) Kansas City, MO 64134-0791		CIV	25,000.00	1 of 2	9/15/2011
Westport Cooperative Services Inc. 201 Westport Rd. Kansas City, MO 64111		HUM	5,300.00	1 of 1	3/22/2012
Westport Cooperative Services Inc 201 Westport Rd. Kansas City, MO 64111		HUM	4,700.00	1 of 1	3/22/2012
Wildwood Outdoor Education Center Inc. 7095 W. 399th St. LaCygne, KS 66040		EDU	5,000.00	1 of 1	5/18/2011
William Jewell College (Harriman-Jewell Series) 500 College Hill Campus Box 1015 Liberty, MO 64068-1896		ART	8,000.00	1 of 1	12/14/2011
Women's Employment Network 920 Main St., Ste. 100 Kansas City, MO 64105-2000		EDU	10,000.00	1 of 1	12/14/2011
Young Men's Christian Association of Greater Kansas City 3100 Broadway, Ste. 1020 Kansas City, MO 64111-2413		HUM	20,000.00	1 of 1	3/22/2012

Recipient Name & Address	Fiscal Agent	Purpose	Payment Amount	Payment Number	Payment Date
Youth Symphony Association of Kansas City Inc. 5960 Dearborn, Ste. 206 Mission, KS 66202		ART	15,000.00	1 of 1	4/6/2011
Youthfriends 1740 Main St Kansas City, MO 64108		HUM	5,000.00	1 of 1	5/18/2011
Total Contributions for the Year:			1,315,000.00		

Oppenstein Brothers Foundation - List of Future Commitments as of March 31, 2012

Organization	FYE	03/31/2013	Amount	FYE	03/31/2014	Amount	FYE	03/31/2015	Amount	FYE	03/31/2016	Amount
Avila University (1 of 2)	July		12,500									
Camp Fire USA	**March		5,000									
Camps for Kids	April		16,000									
Charlie's House	April		5,000									
Child Abuse Prevention Association	April		6,000									
Children's SPOT	April		7,500									
Cultivate Kansas City	April		7,500									
Family Conservancy	April		10,000									
Have A Heart	April		3,000									
Heart of America Shakespeare Festival	April		4,000									
Hope House	April		25,000									
Kansas City Ballet	April		15,000									
kids tic Transforming Lives in Crisis	**March		25,000									
National Association of Intercollegiate Athletics	April		5,000									
National World War I Museum	**March		20,000									
Ronald McDonald House Charities of Kansas City	April		10,000									
Truman Medical Center (1 of 2)	May		25,000									
Wayside Waifs (1 of 2)	September		25,000									
Wildwood Outdoor Education Center	April		5,000									
Youth Symphony Association of Kansas City	April		15,000									
			246,500									

STMT B

OPPENSTEIN BROS. FOUNDATION MAIN A/C
BALANCE SHEET
TAX ID # 43-6203035
As of March 31, 2012

Description	Units	Book Value	Market Value
FINANCIAL SQUARE TR GOVERNMENT FD	159,603	159,602.88	159,602.88
TOTAL SAVINGS AND TEMPORARY INVESTMENTS	159,602.88	159,602.88	159,602.88
US & STATE GOVERNMENT OBLIGATIONS			
FFCB NT 4 875% 12/21/26	75,000	89,086.50	88,311.00
FFCB NT 5 19% 4/22/21	180,000	181,494.00	217,398.60
FHLMC GOLD #G30022 6% 12/01/13	6,345	6,531.74	6,997.97
FHLMC GOLD POOL # G01839 5% 6/1/35	38,096	35,590.41	41,128.17
FHLMC GOLD POOL # P10021 6% 11/1/17	14,091	14,839.85	14,663.64
FHLMC NT 1 375% 8/24/15	75,000	75,480.00	75,209.25
FHLMC POOL # 1B3915 V/R 9/1/35	81,642	79,549.57	86,736.88
FHLMC POOL # 781530 V/R 5/1/34	9,701	9,369.46	10,184.48
FHLMC POOL # 847512 V/R 1/1/36	18,268	18,142.87	19,474.54
FHR 2110 CL PG 6% 1/15/29	64,354	66,214.37	69,847.51
FHR 2126 CL CB 6 25% 2/15/29	25,605	26,209.62	26,826.90
FHR 2632 CL A 4% 1/15/18	17,133	16,429.15	17,706.66
FHR 2677 CL BC 4% 9/15/18	10,871	9,581.63	11,509.39
FHR 2786 CL GA 4% 8/15/17	11,896	11,704.23	12,006.09
FHR 2808 CL VA 5 5% 5/15/15	52,893	53,279.60	56,457.54
FHR 3775 CL EM 3 5% 11/15/25	46,800	47,940.35	48,926.89
FNMA POOL # 490365 V/R 12/1/28	8,065	8,347.23	8,126.01
FNMA POOL # 50847 6% 12/1/13	9,079	9,305.88	9,427.63
FNMA POOL # 675570 6% 12/1/32	13,285	13,658.27	14,841.06
FNMA POOL # 704605 5% 6/1/18	17,696	18,187.69	19,207.62
FNMA POOL # 735648 V/R 02/01/34	29,169	29,095.85	31,056.91
FNMA POOL # 802650 5 109% 10/1/34	9,398	9,563.84	10,014.48
FNMA POOL # 816308 V/R 2/1/35	8,966	8,940.86	9,563.54
FNMA POOL #539256 6% 09/01/29	70,369	72,343.43	78,481.74
FNR 2003-1 CL PG 5 5% 9/25/31	14,814	14,631.92	14,996.32
FNR 2003-117 CL KB 6% 12/25/33	75,000	77,251.95	88,799.62
FNR 2003-14 CL AP 4% 3/25/33	8,936	9,058.08	9,461.27
FNR 2006-77 CL PC 6 5% 8/25/36	71,731	81,101.05	82,173.60
FREMONT CA S/D GO 0% 8/1/31	210,000	53,098.50	67,739.70
GNMA II POOL #002056 7 5% 8/20/25	8,598	9,097.25	10,138.26
GNMA II POOL #002248 7 5% 7/20/26	21,816	23,097.27	25,802.17
GNMA POOL # 603566 5 5% 4/15/33	23,022	23,390.59	25,907.24
GNMA POOL # 622123 5 5% 10/15/33	14,381	14,899.59	16,227.86
KENT CNTY MI GO 5% 1/1/25	70,000	75,201.00	78,108.80
MA ST HSG REV 3 9% 6/1/20	75,000	75,000.00	76,405.50
MO JT ELEC TAX REV 5 25% 1/1/14	80,000	80,000.00	85,208.00
OCEAN CITY MD BAB GO 2 7% 11/1/15	80,000	80,544.00	82,876.00
ST LOUIS MO PKG REV 5 14% 12/15/14	100,000	97,811.00	106,437.00
TENN VY NT 6 15% 1/15/38	40,000	46,563.44	53,493.20
U S TREASURY BONDS 4 75% 2/15/37	45,000	43,985.74	56,960.55
UNIVERSITY IL COP 4 61% 2/15/13	5,000	5,000.00	5,149.10
UNIVERSITY IL COP 4 74% 2/15/14	5,000	5,000.00	5,314.70
UNIVERSITY IL COP 4 8% 2/15/15	5,000	5,000.00	5,440.15
WI HSG REV 5 727% 9/1/37	15,000	15,000.00	15,149.10
TOTAL US & STATE GOVERNMENT OBLIGATIONS	1,862,018.78	1,745,617.78	1,895,892.64
STOCKS			
ABBOTT LABS	850	44,255.34	52,096.50
ADOBE SYSTEM INC	800	30,198.96	27,448.00
AGILENT TECHNOLOGIES INC	600	27,844.29	26,706.00
ALLERGAN INC	700	38,194.19	66,801.00

STMT C P1/5

OPPENSTEIN BROS. FOUNDATION MAIN A/C
BALANCE SHEET
TAX ID # 43-6203035
As of March 31, 2012

Description	Units	Book Value	Market Value
ALLIANCE DATA SYS CORP	200	25,126 76	25,192 00
ALLSCRIPTS HEALTHCARE SOLUTIONS INC	800	14,972 08	13,280 00
ALPHA NATURAL RESOURCES INC	400	18,394 48	6,084 00
AMERICAN EXPRESS CO	600	31,252 74	34,716 00
APPLE INC	400	67,210 80	239,820 00
AUTODESK INC	500	19,287 35	21,160 00
AUTOZONE INC	100	14,241 47	37,180 00
BARD C R INC	400	36,919 81	39,488 00
BMC SOFTWARE INC	900	30,062 35	36,144 00
CADENCE DESIGN SYSTEMS INC	1,700	16,596 42	20,128 00
CHEVRON CORPORATION	500	34,377 80	53,605 00
CLIFFS NATURAL RESOURCES INC	200	19,316 44	13,852 00
COACH INC	200	7,448 98	15,456 00
COCA COLA	800	49,484 42	59,208 00
COLGATE PALMOLIVE	150	11,454 85	14,667 00
CROWN CASTLE INTL CORP	800	42,577 28	42,672 00
CUMMINS ENGINE INC	200	21,185 16	24,008 00
DELL INC	1,900	25,809 03	31,530 50
DIRECTV CLASS A	900	31,579 83	44,406 00
DOLLAR TREE INC	300	15,537 42	28,347 00
EATON CORP	500	20,778 45	24,915 00
EBAY INC	800	24,538 96	29,520 00
EXPEDIA INC	225	5,183 63	7,524 00
EXXON MOBIL CORPORATION	1,500	95,545 46	130,095 00
F5 NETWORKS INC	200	25,599 80	26,992 00
FREEPORT-MCMORAN COPPER & GOLD	500	18,702 93	19,020 00
GARDNER DENVER INC	400	30,690 80	25,208 00
GENERAL ELECTRIC CO	2,500	50,340 39	50,175 00
GILEAD SCIENCES INC	800	33,303 16	39,088 00
GOOGLE INC CL A	50	14,987 52	32,062 00
GRACE W R & CO	500	22,307 20	28,900 00
HERTZ GLOBAL HOLDINGS INC	1,700	27,295 71	25,568 00
INTEL CORP	1,500	28,864 05	42,172 50
INTERNATIONAL BUSINESS MACHINES	650	53,059 50	135,622 50
INTERNATIONAL PAPER CO	900	19,735 92	31,590 00
JOHNSON AND JOHNSON	250	14,997 51	16,490 00
LAS VEGAS SANDS CORP	700	31,290 77	40,299 00
LEGGETT & PLATT INC	1,300	26,219 07	29,913 00
LINCOLN ELEC HLDGS INC	700	32,207 35	31,745 00
LOCKHEED MARTIN CORP	200	20,440 32	17,972 00
LOWES COMPANIES INC	2,100	47,401 89	65,898 00
MARKET VECTORS GOLD MINERS	12,500	659,929 45	619,250 00
MASCO CORP	2,300	28,358 31	30,751 00
MCDERMOTT INTERNATIONAL INC	800	15,737 12	10,248 00
MCDONALDS CORP	550	48,076 88	53,955 00
MCKESSON CORP COMMON STOCK	400	31,596 36	35,108 00
MEDTRONIC INC	550	24,683 73	21,554 50
MICROSOFT CORP	2,480	14,457 80	79,992 40
MOODYS CORPORATION	700	29,163 19	29,470 00
MORGAN STANLEY INS M/C GR-IN	27,577	920,970 39	1,067,800 76
OCCIDENTAL PETROLEUM CORP	600	49,041 82	57,138 00
ORACLE CORPORATION	1,850	23,709 23	53,946 00
PACKAGING CORP OF AMERICA	1,000	29,174 00	29,590 00
PEPSICO INC	250	15,902 85	16,587 50
PHILIP MORRIS INTERNATIONAL	900	50,576 86	79,749 00
QUALCOMM INC	500	28,665 75	34,030 00

OPPENSTEIN BROS. FOUNDATION MAIN A/C
BALANCE SHEET
TAX ID # 43-6203035
As of March 31, 2012

Description	Units	Book Value	Market Value
RALPH LAUREN CORP	250	12,508 25	43,582 50
ROVI CORP	500	27,611 00	16,275 00
SBA COMMUNICATIONS CORP	600	24,667 98	30,486 00
SCHLUMBERGER LTD	550	42,228 97	38,461 50
SCHWAB CHARLES CORP	1,250	26,140 74	17,962 50
SIMON PPTY GROUP INC	200	23,211 96	29,136 00
SOUTHERN COPPER CORP	707	31,303 23	22,418 97
SPDR S&P INTERNATIONAL SMALL CAP	17,400	485,749 38	500,598 00
STARBUCKS CORP	650	15,169 12	36,328 50
STEEL DYNAMICS INC	1,300	21,574 93	18,902 00
STRYKER CORP	500	30,679 12	27,740 00
T ROWE PRICE GROUP INC	400	23,614 80	26,120 00
T ROWE PRICE NEW HORIZONS FUND INC	14,025	489,972 78	504,757 52
TARGET CORP	400	21,562 20	23,308 00
TEXAS INSTRUMENTS INC	650	14,948 12	21,846 50
THOMSON REUTERS CORP	700	25,700 01	20,230 00
UNION PACIFIC CORP	400	30,698 28	42,992 00
UNITED PARCEL SERVICE B	200	13,726 76	16,144 00
UNITED TECHNOLOGIES CORP	950	60,841 57	78,793 00
VERISIGN INC	400	13,723 97	15,340 00
VIACOM INC-CLASS B	300	15,041.37	14,238 00
WABCO HOLDINGS INC	400	24,791 48	24,192 00
TOTAL STOCKS	128,564.44	4,762,328.40	5,613,786.15

CORPORATE BONDS

ABBOTT LABS NT 6 15% 11/30/37	50,000	49,800 00	63,617 00
AMCAR 2011-3 CL A2 84% 11/10/14	48,972	48,968 99	49,043 58
AMGEN INC NT 4 1% 6/15/21	60,000	59,845 20	62,817 00
BB&T CORP NT 3 2% 3/15/16	65,000	66,595 10	68,329 95
CHASE 2003-S13 CL A1 5 5% 11/25/33	29,914	25,950 15	31,356 65
CITIGROUP INC NT 5 3% 1/7/16	50,000	44,807 50	53,611 00
CMSI 2004-5 CL 2A3 4 75% 8/25/34	11,066	10,733 66	11,486 07
COMET 2006-A3 CL A3 5 05% 12/17/18	80,000	79,800 50	91,362 57
CONVENTION CTR RI REV 5 77% 5/15/14	35,000	35,000 00	38,005 80
CSFB 2003-19 CL 1A4 5 25% 7/25/33	50,842	44,613 58	52,150 26
CWALT 2004-18CB CL 3A1 5 25% 9/25/19	16,006	16,175 57	16,330 29
CWHL 2003-J6 CL 1A1 5 5% 8/25/33	39,614	39,687 89	41,281 13
DBUBS 2011-LC3A CL A1 2 238% 9/10/16	93,158	94,089 65	95,370 51
DIAGEO CAP PLC NT 5 5% 9/30/16	55,000	54,887 25	64,458 35
EMERSON ELEC CO NT 5 375% 10/15/17	60,000	59,353 80	70,305 00
EQUITABLE LIFE ASSUR NT 7 7% 12/1/15	80,000	87,761 20	92,163 20
FLORIDA PWR NT 5 8% 9/15/17	75,000	90,413 25	89,973 00
GE CAP TRUST I NT V/R 11/15/67	50,000	50,000 00	50,875 00
GEN ELEC CAP CORP NT 4 375% 9/16/20	50,000	49,608 50	52,659 00
GENERAL DYNAMICS NT 2 25% 7/15/16	60,000	59,926 20	62,182 20
GEORGIA PWR CO NT 5 7% 6/1/17	50,000	49,892 00	59,776 00
GNR 2003-38 CL JC 7 0377% 8/16/42	2,599	2,881 88	2,841 39
GNR 2004-108 CL C 5 039% 12/16/32	55,000	51,889 06	60,340 78
GOLDMAN SACHS GP NT 5 95% 1/18/18	40,000	38,242 40	43,088 40
GSR 2005-5F CL 2A8 5 5% 6/25/35	80,000	77,975 00	81,121 68
GT 1996-4 CL A7 7 9% 6/15/27	11,792	11,541 66	12,547 38
HEWLETT PACKARD CO NT 5 5% 3/1/18	70,000	69,626 90	79,970 10
IDAHO POWER CO NT 6 025% 7/15/18	70,000	84,410 90	83,244 00
MASTR 2003-6 CL 7A1 5% 7/25/23	26,582	27,412 35	27,396 66
MASTR 2004-3 CL 5A1 6 25% 1/25/32	1,041	1,065 18	1,056 62
METRO LIFE INS NT 7 7% 11/01/15	100,000	107,137 00	113,973 00

OPPENSTEIN BROS. FOUNDATION MAIN A/C
BALANCE SHEET
TAX ID # 43-6203035
As of March 31, 2012

Description	Units	Book Value	Market Value
MLMI 2005-A7 CL 2A1 5 4005% 9/25/35	51,833	50,602 34	46,327 16
MMAF 2011-AA CL A2 9% 4/15/14	100,000	99,990 40	99,999 57
NORTHERN TR CORP NT 3 375% 8/23/21	70,000	69,694 10	71,567 30
OCCIDENTAL PETE NT 1 75% 2/15/17	75,000	74,284 50	75,833 25
PRAXAIR INC NT 3 25% 9/15/15	85,000	84,781 55	90,938 10
PROCTER & GAMBLE CO NT 3 15% 9/1/15	80,000	79,817 60	85,955 20
PROG ENER CAR NT 3% 9/15/21	75,000	74,871 00	75,504 00
PUB SVC ELEC & GAS NT 5 5% 3/1/40	45,000	44,784 45	54,199 35
RALI 2004-QS2 CL CB 5 75% 2/25/34	55,540	44,917 60	55,652 72
RAMP 2003-RS6 CL AI5 5 42% 7/25/33	61,099	60,449 78	43,042 63
RFMS2 2000-HI2 CL AI5 V/R 3/25/25	8,224	8,758 63	7,983 13
RFMS2 2004-HI1 CL A5 5 18% 4/25/29	84,169	54,709 76	81,018 84
RFSC 2003-RM2 CL AII 5% 5/25/18	45,595	47,432 95	46,751 71
RFSC 2003-RM2 CL AIII 6% 5/25/33	6,814	6,970 17	7,111 87
ROYAL BK OF CANADA NT 2 3% 7/20/16	70,000	69,957 30	71,843 10
SALVATION ARMY NT 5 32% 9/1/12	95,000	95,000 00	96,718 55
SASC 2003-31A 2A7 V/R 10/25/33	72,526	57,476 78	69,454 81
SASC 2005-NC1 CL A11 V/R 2/25/35	79,356	80,497 21	78,515 60
SC ELE & GAS NT 7 125% 6/15/13	60,000	69,282 00	63,892 80
SOUTHERN CAL ED NT 5 5% 3/15/40	40,000	39,518 80	47,813 60
SWISS BK CORP NY NT 7 375% 6/15/17	80,000	92,252 00	90,459 20
TEXAS INSTRUMENT NT 1 375% 5/15/14	55,000	54,931 25	55,861 30
TORONTO DOM BK NT 1 375% 7/14/14	60,000	59,861 40	61,053 00
TOSCO CORP NT 8 125% 2/15/30	35,000	45,457 30	49,683 55
TOYOTA MTR CRED NT 2% 9/15/16	70,000	69,636 70	71,433 60
WFMB 2004-W CL A1 V/R 11/25/34	34,257	33,829 02	32,933 83
WFMB 2006-AR6 5A1 5 1095% 3/25/36	35,539	34,806 34	34,247 52
WFRBS 2011-C3 CL A1 1 988% 3/15/44	47,525	47,999 80	48,162 53
WISCONSIN PUB SVC NT 4 8% 12/1/13	50,000	49,823 00	52,964 50
WMALT 2005-4 CL 4A1 5 5% 6/25/20	35,908	35,453 91	35,824 38
WV ST HSG REV 2 559% 5/1/17	70,000	70,000 00	71,878 10
WYETH NT 5 45% 4/1/17	65,000	75,812 75	77,641 85
TOTAL CORPORATE BONDS	3,464,970.97	3,473,752.71	3,675,000.22
OTHER INVESTMENTS			
ABSOLUTE STRATEGIES FUND-I	117,723	1,240,455 76	1,303,194 82
AQR MANAGED FUTURES STRATEGY FUND I	68,776	690,525 50	653,368 41
ARTISAN MID CAP VALUE FUND-	23,113	445,324 36	498,081 81
BLACKROCK HIGH YIELD BD-PORTFOLIO	22,504	175,000 00	174,180 12
COLUMBIA ACORN INTL FUND-Z	18,073	705,209 42	713,528 00
COMMERCE MIDCAP GROWTH FUND	9,658	326,603 55	332,219 51
COMMERCE VALUE FUND INSTITUTIONAL	31,609	694,349 82	730,157 62
FIDELITY ADVI EMRG MKS INC-I	9,065	125,453 23	126,087 75
HARTFORD FLOATING RATE FUND-Y	8,351	74,572 90	73,654 30
ISHARES RUSSELL 1000 GROWTH INDEX FD	1,500	78,192 89	99,120 00
ISHARES RUSSELL 1000 VALUE INDEX FD	62,500	3,709,664 17	4,379,375 00
ISHARES RUSSELL 2000 GROWTH	1,205	78,682 78	114,932 90
ISHARES RUSSELL 2000 VALUE	13,410	854,487 68	978,527 70
ISHARES RUSSELL MIDCAP GROWTH IN FD	8,925	553,634 71	561,114 75
ISHARES RUSSELL MIDCAP VALUE INDX FD	30,355	1,330,193 89	1,460,986 15
ISHARES S&P PREF STK INDX FN	9,000	356,749 70	351,360 00
JP MORGAN ALERIAN MLP INDEX ETN	9,000	324,081 00	352,260 00
LAUDUS GROWTH INVESTORS US L/C	34,935	473,745 47	518,085 50
LAZARD EMERGING MARKETS PORTFOLIO IN	39,916	868,944 00	786,743 00
LEGG MASON CLEARBRIDGE S/C GRTH-I	23,815	473,618 53	502,978 92
MFS RESEARCH INTERNATIONAL FUND-I	118,669	2,125,452 87	1,809,708 94

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OPPENSTEIN BROS. FOUNDATION MAIN A/C

BALANCE SHEET

TAX ID # 43-6203035

As of March 31, 2012

Description	Units	Book Value	Market Value
PIMCO ALL ASSET ALL AUTH-IS	91,358	943,719 57	971,136 82
PIMCO COMMODITY RR STRAT-INS	76,691	633,474 20	513,060 11
PIMCO EMERGING LOCAL BOND FUND IS	21,781	224,564 38	234,148 12
TARGET SMALL CAP VALUE PT	3,539	76,415 75	76,451 15
VANGUARD MORGAN GROWTH FD-AD	26,760	1,598,806 82	1,698,748 35
VANGUARD MSCI EAFE ETF	16,500	557,370 00	561,495 00
VANGUARD MSCI EMERGING MARKETS-ETF	25,060	1,173,697 93	1,089,358 20
TOTAL OTHER INVESTMENTS	923,790.42	20,912,990.88	21,664,062.95
OTHER ASSETS			
7150 UTS CALLOWAY CNTY KY BD TR CTF	56	56 46	56 46
AIG - PWC SECURITIES LITIGATION	2	0 00	0 00
AIG SECURITIES LITIGATION	2	0 00	0 00
ALLIANZ FUNDS LITIGATION	2	0 00	0 00
AMBAC FINL GROUP INC	1	0 00	0 00
APPLE INC	1	0 00	0 00
DELL COMPUTER CORPORATION	2	0 00	0 00
FLEETBOSTON FINANCIAL CORP	1	0 00	0 00
MISC OFFICE EQUIPMENT	1	1 00	1 00
NORTEL NETWORKS CORP	1	0 00	0 00
UTSTARCOM INC SECURITIES LITIGATION	1	0 00	0 00
WELLS FARGO MTG BACKED SEC	1	0 00	0 00
	71	57.46	57.46
	6,539,018.95	31,054,350.11	33,008,402.30