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Form **990-PF** Department of the Treasury

Internal Revenue Service

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

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

OMB No. 1545-0052

For calendar year 2011 or tax year beginning , and ending JUL 31, 2012 AUG 1, 2011 Name of foundation A Employer identification number STARR FOUNDATION 71-0708147 Number and street (or P O box number if mail is not delivered to street address) Room/suite B Telephone number 479-521-9990 210 RAVEN WOODS LANE City or town, state, and ZIP code C if exemption application is pending, check here FAYETTEVILLE, AR 72701 Initial return Initial return of a former public charity D 1. Foreign organizations, check here G Check all that apply: Final return Amended return Foreign organizations meeting the 85% test, check here and attach computation Address change Name change Section 501(c)(3) exempt private foundation Check type of organization: E If private foundation status was terminated Section 4947(a)(1) nonexempt charitable trust _____ Other taxable private foundation under section 507(b)(1)(A), check here I Fair market value of all assets at end of year | J | Accounting method: Accrual F If the foundation is in a 60-month termination Other (specify) under section 507(b)(1)(B), check here (from Part II, col (c), line 16) 2,367,722. (Part I, column (d) must be on cash basis) ▶\$ Part | Analysis of Revenue and Expenses (d) Disbursements (c) Adjusted net (a) Revenue and (b) Net investment (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a)) charitable purposes (cash basis only) expenses per books ıncome income N/A Contributions, gifts, grants, etc., received 2 Check X if the foundation is not required to attach Sch B Interest on savings and temporary cash investments 5,679. 5,679 STATEMENT 59,413. 59,413. STATEMENT 4 Dividends and interest from securities 5a Gross rents b Net rental income or (loss) 11,903 68 Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a 337,251. 11,903. 7 Capital gain net income (from Part IV, line 2) 8 Net short-term capital gain 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 76,995 76,995 Compensation of officers, directors, trustees, etc 14 Other employee salaries and wages 15 Pension plans, employee benefits Expenses 16a Legal fees 1,000. 500. 500 **b** Accounting fees STMT 3 c Other professional fees STMT 4 9,997. 9,997 and Administrative 17 Interest 18 Taxes 19 Depreciation and depletion EIVED 20 Occupandy RS-OSC 21 Travel, conferences and meetings 2012
22 Printing and gublications 23 Other expenses 24 Total operating and administrative 10,997 10,497. expenses. Add lines 13 through 23 500. 93,950 93,950. 25 Contributions, gifts, grants paid 26 Total expenses and disbursements. 94,450. 104,947 10,497 Add lines 24 and 25 27 Subtract line 26 from line 12: <27,952.b & Excess of revenue over expenses and disbursements 66,498 b Net investment income (if negative, enter -0-) N/A c Adjusted net income (if negative, enter -0-) Form **990-PF** (2011) LHA For Paperwork Reduction Act Notice, see instructions.

_		0-PF (2011) STARR FOUNDATION	· · · · · · · · · · · · · · · · · · ·		0708147 Page 2
P	art	Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of	
		,	(a) Book Value	(b) Book Value	(c) Fair Market Value
		Cash - non-interest-bearing	27 000	11 045	11 045
		Savings and temporary cash investments	37,299.	11,945.	11,945.
	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			
ets	8	Inventories for sale or use		 -	
Assets	9	Prepaid expenses and deferred charges			
4	10a	Investments - U.S. and state government obligations STMT 5	262,680.		
	b	Investments - corporate stock STMT 6	576,633.	583,346.	683,677.
	C	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment basis			
		Less accumulated depreciation			
	12	Investments - mortgage loans			
	13	Investments - other STMT 7	1,468,748.	1,566,589.	1,504,802.
	14	Land, buildings, and equipment: basis ▶			
		Less accumulated depreciation			
	15	Other assets (describe)			
	16	Total assets (to be completed by all filers)	2,345,360.	2,317,408.	<u>2,367,722.</u>
	17	Accounts payable and accrued expenses			
	18	Grants payable			
es	19	Deferred revenue			
Ħ	20	Loans from officers, directors, trustees, and other disqualified persons			
Liabilities	21	Mortgages and other notes payable			
_	22	Other liabilities (describe)			
_	23	Total liabilities (add lines 17 through 22)	0.	0.	
		Foundations that follow SFAS 117, check here			
S.	١	and complete lines 24 through 26 and lines 30 and 31			
2	24	Unrestricted			
<u>a</u>	25	Temporarily restricted			
Net Assets or Fund Balances	26	Permanently restricted			
ڌِ	ĺ	Foundations that do not follow SFAS 117, check here			
<u>_</u>		and complete lines 27 through 31.	432 000	432 000	
ets	27	Capital stock, trust principal, or current funds	432,960.	432,960.	
1886	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
at A	29	Retained earnings, accumulated income, endowment, or other funds	1,912,400.	1,884,448.	
ž	30	Total net assets or fund balances	2,345,360.	2,317,408.	
		Takah liah iliah and nat assats Kund halansa	2,345,360.	2 217 400	
_	31	Total liabilities and net assets/fund balances		2,317,408.	
P	art	III Analysis of Changes in Net Assets or Fund B	alances		
1	Tota	I net assets or fund balances at beginning of year - Part II, column (a), line	30		
	(mu	st agree with end-of-year figure reported on prior year's return)		1	2,345,360.
2	•	er amount from Part I, line 27a		2	<27,952.>
3	Othe	er increases not included in line 2 (itemize)		3	0.
4	Add	lines 1, 2, and 3		4	2,317,408.
5	Dec	reases not included in line 2 (itemize)		5	0.
6	Tota	I net assets or fund balances at end of year (line 4 minus line 5) - Part II, co	olumn (b), line 30	6	2,317,408.
					Form 990-PF (2011)

Form **990-PF** (2011)

8

See the Part VI instructions.

Enter qualifying distributions from Part XII, line 4

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.

94,450.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(c), or 4948 - see instructions) I seampt operating foundations described in section 4940(a); sequements in Part V, check here and interfix or the street of third or determination letter: (attach early of fether if sectsary-see instructions) Domestic foundations that meet the section 4940(a) requirements in Part V, check here and enter 1% of Part I, line 12, out (b).) 2 All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, out (b).) 3 All dises 1 and 2 3 1, 330. 3 All dises 1 and 2 3 1, 330. 5 Tax based on investment income. Subtract the 4 from line 3.1 tize or less, enter -0- 5 Tax based on investment income. Subtract the 4 from line 3.1 tize or less, enter -0- 5 Tax based on investment income. Subtract the 4 from line 3.1 tize or less, enter -0- 5 Tax based on investment income. Subtract the 4 from line 3.1 tize or less, enter -0- 5 Tax based on investment income. Subtract the 4 from line 3.1 tize or less, enter -0- 6 Tax part with application for extension of time to file (Form 3868) 6 B		1990-PF (2014) STARR FOUNDATION	<u>71-(</u>	<u>070814</u>	17	Page 4
Date of fulling or determination letter:			948 -	see ins	tructi	ons)
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here	1a	• • • • • • • • • • • • • • • • • • • •				
of Part I, line 27b c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations seller 4% of Part I, line 12, col. (b). 2 Tax under section 611 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 3 3 1, 330. 4 Subtilité A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 5 Tax based on investment income. Subtract line 4 from line 3.1 zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3.1 zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3.1 zero or less, enter -0- 6 B c Credis/Payments: 2 2011 estimated tax payments and 2010 overpayment credited to 2011 6 B Exempt foreign organizations - tax withheld at source 6 B 6 Exempt foreign organizations - tax withheld at source 6 B 6 Exempt foreign organizations - tax withheld at Subtract 8 B 6 Exempt foreign organizations - tax withheld at Subtract 8 B 6 Exempt foreign organizations - tax withheld at Subtract 8 B 6 Exempt foreign organizations - tax withheld at Subtract 8 B 6 Exempt foreign organizations - tax withheld at Subtract 8 B 6 Exempt foreign organizations - tax withheld at Subtract 8 B 7 Total credits and payments. Add times 6a through 6d 8 Exempt foreign organizations - tax withheld at Subtract 8 B 7 Total credits and payments. Add times 6a through 6d 8 Exempt foreign organizations - tax withheld at Subtract 8 B 7 Total credits and payments. Add times 6a through 6d 8 Exempt foreign organizations - tax withheld at Subtract 8 B 8 Total credits and payments. Add times 6a through 6d 8 Exempt foreign organizations - tax withheld at Subtract 8 B 8 Total credits and payments. Add times 6a through 6d 8 Exempt foreign organizations - tax withheld at Subtract 8 B 8 Total credits and payments. Add times 6a through 6d 8 Exempt foreign organizations - tax withheld at Subtract 8 B 8 Total credits and payments. Add times 6a through 6d 8 Exempt foreign organizations - tax withheld at Subtract 8 B 8 Total cr						
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11 Enter the amount of line 10 to be; Credited to 2012 estimated tax ▶ Refunded ▶ 11 Part VII-A Statements Regarding Activities 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 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? 1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 1b X 1c X 1b X 1b X 1the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities. 1c Did the foundation in Form 1120-PDI, for this year? 1c 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. 2 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. 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 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? 1b "It "Yes," has it filed a tax return on Form 990-T for this year? 1c Yes, "attach the statement required by General Instruction T. 5 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 dire	9	·	9			<u>272.</u>
Part VII-A Statements Regarding Activities 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 campagin? 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. c Did the foundation file Form 1120-PDL for this year? 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. 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. Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? If "Yes," attach the statement required by General Instruction T. Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T. 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, 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, or By state legislation that effectively a		· · · · · · · · · · · · · · · · · · ·	10			
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 campagin? 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. c Did the foundation file Form 1120-PQL for this year? d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ O. (2) On foundation managers. ▶ \$ O. e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ O. 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. Has the foundation made any changes, not previously reported to the IRS? If "Yes," attach a detailed description of the activities. Has the foundation have unrelated business gross income of \$1,000 or more during the year? If "Yes," attach a detailed description of the activities. Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T. Are the requirements of section 598(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? The Yes," complete Part II, col. (c), and Part XV. The first the states to which the foundation reports or with which it is registered (see instructions) AR b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Att			11			
any political campaign? 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. c Did the foundation file Form 1120-PDL for this year? d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$\simples\$ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \	_				150	
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orm 990-PF (2011) STARR FOUNDATION	71-0708	147	P	age 5
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 advis	ory privileges?			
If "Yes," attach statement (see instructions)		12	ł	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		13	х	
Website address ► N/A		<u> </u>		
	no. ►479-52	1-99	990	-
Located at ► 210 RAVEN WOODS LANE, FAYETTEVILLE, AR	ZIP+4 ▶72			
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here			•	
and enter the amount of tax-exempt interest received or accrued during the year	▶ 15	N	/ A	_
16 At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank,	10			No
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		10		-43
country ► Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required		1		
		1	Yes	No
File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		1	105	140
1a During the year did the foundation (either directly or indirectly):	ار. الحا	1		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	Yes X No			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)	T., (17)			
a disqualified person?	Yes X No			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	Yes X No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	Yes X No			
(5) Transfer any income or assets to a disqualified person (or make any of either available	T., (90)			
for the benefit or use of a disqualified person)?	Yes X 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	- G			
termination of government service, if terminating within 90 days.)	Yes X 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 correcte	d		i	
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)	ation		!	
defined in section 4942(j)(3) or 4942(j)(5)):			i	
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) because			:	
	Yes X 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 inc	orrect	1 1		
valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and a		1		
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.			1	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time		1		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time				
during the year?	Yes X No	1 1	1	
b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified perso				
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		1	
of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Sched	ule C,		j	
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 pu	irpose that			-
had not been removed from jeopardy before the first day of the tax year beginning in 2011?		4b		Х
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orm 990-PF (2011) STARR FOUNDATION			71-07081	47 Page 6
Part VII-B Statements Regarding Activities for Which	Form 4720 May Be I	Required (contin	ued)	
5a During the year did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (secti	on 4945(e))?	Ye	s X No	
Influence the outcome of any specific public election (see section 4955);	or to carry on, directly or indire			
any voter registration drive?			s X No	i l
(3) Provide a grant to an individual for travel, study, or other similar purpose	98?	Ye	s X No	
(4) Provide a grant to an organization other than a charitable, etc., organizat	ion described in section			
509(a)(1), (2), or (3), or section 4940(d)(2)?		Ye	es 🗶 No	
(5) Provide for any purpose other than religious, charitable, scientific, literar	y, or educational purposes, or i	for		
the prevention of cruelty to children or animals?		Y6	s X No	
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify u	nder the exceptions described	ın Regulations		
section 53.4945 or in a current notice regarding disaster assistance (see inst	ructions)?		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 mainta	uned		
expenditure responsibility for the grant?	Ŋ	I/A 🔲 Ye	es 🔲 No	
If "Yes," attach the statement required by Regulations section 53 49	45-5(d).			
6a Did the foundation, during the year, receive any funds, directly or indirectly, t	o pay premiums on			
a personal benefit contract?		Ye	es 🗶 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?	Ye	s X No	
b If "Yes," did the foundation receive any proceeds or have any net income attri	butable to the transaction?		. —	7b
Part VIII Information About Officers, Directors, Trus	stees, Foundation Ma	nagers, Highl	y	
Faid Employees, and Contractors				
1 List all officers, directors, trustees, foundation managers and the		T		
(a) Name and address	(b) Title, and average hours per week devoted	(c) Compensation (If not paid,	(d) Contributions to employee benefit plans and deferred	(e) Expense account, other
	to position	`enter-0-)	compensation	allowances
WILMA JO ANN STARR	TRUSTEE			
210 RAVEN WOODS LAND	-		_	
FAYETTEVILLE, AR 72701	1.00	0.	0.	0.
SHANNON ARCANA	_TRUSTEE			
210 RAVEN WOODS LAND				
FAYETTEVILLE, AR 72701	1.00	0.	0.	0.
RENE V. STARR	_TRUSTEE			
210 RAVEN WOODS LAND				
FAYETTEVILLE, AR 72701	1.00	0.	0.	0.
LYNDA STARR	TRUSTEE			
210 RAVEN WOODS LAND FAYETTEVILLE, AR 72701	1 00			_
FAYETTEVILLE,AR 72701 2 Compensation of five highest-paid employees (other than those in	1.00	O.	0.	0.
	(b) Title, and average	CIRCI IAOIAL.	(d) Contributions to	(e) Expense
(a) Name and address of each employee paid more than \$50,000	hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred	account, other allowances
NONE	devoted to position	 	compensation	allowalices
NONE	\dashv			
	7			
				
	7			
		<u> </u>		
Total number of other employees paid over \$50,000	 .	······	>	0
			Enrm (200-DE (2011)

Form **990-PF** (2011)

orm 990-PF (2011) STARR FOUNDATION	71-0	708147 Page 7
Part VIII Information About Officers, Directors, Trustees, Paid Employees, and Contractors (continued)	Foundation Managers, Highly	
3 Five highest-paid independent contractors for professional services. If n	ione, 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		<u>▶</u> 0
Part IX-A Summary of Direct Charitable Activities		
List the foundation's four largest direct charitable activities during the tax year. Include re number of organizations and other beneficiaries served, conferences convened, research		Expenses
	papers produced, etc.	
1N/A		
2		
3		
1		
· · · · · · · · · · · · · · · · · · ·		
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 NONE		
		0.
2		
All other program-related investments. See instructions.		
3		

Total. Add lines 1 through 3

P	art X' Minimum Investment Return (All domestic foundations must complete this part. Foreign four	ndations,	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	2,288,435.
b	Average of monthly cash balances	1b	2,288,435. 25,035.
C	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	2,313,470.
е	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	2,313,470.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	34,702.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,278,768.
6	Minimum investment return. Enter 5% of line 5	6	113,938.
P	art XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations are foreign organizations check here and do not complete this part.)	nd certain	
1	Mınımum investment return from Part X, line 6	1	113,938.
2a	Tax on investment income for 2011 from Part VI, line 5		
b	Income tax for 2011. (This does not include the tax from Part VI.)		
C	Add lines 2a and 2b	2c	1,330.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	112,608.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	112,608.
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	112,608.
P	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
·		1a	94,450.
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		3a	
b		3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	94,450.
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	94,450.
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation 4940(e) reduction of tax in those years.	qualifies fo	or the section

Form **990-PF** (2011)

STARR FOUNDATION

Part XIII Undistributed Income (see instruction

	/2)	/h)	(6)	141
	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI,		<u>;</u>		
line 7				112,608.
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 29,796.				
b From 2007				
c From 2008				
d From 2009				:
e From 2010	20 706			
f Total of lines 3a through e	29,796.			
4 Qualifying distributions for 2011 from				
Part XII, line 4: ►\$ 94,450.			0.	
a Applied to 2010, but not more than line 2a 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				94,450.
e Remaining amount distributed out of corpus	0.		· · · · · · · · · · · · · · · · · · ·	
5 Excess distributions carryover applied to 2011	18,158.			18,158.
(If an amount appears in column (d), the same amount must be shown in column (a))	•			
6 Enter the net total of each column as				
indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	11,638.		<u> </u>	
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		0.		
assessed d Subtract line 6c from line 6b. Taxable		0.		
amount - see instructions		0.		
e Undistributed income for 2010. Subtract line		0 •		
4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract			<u>~</u>	
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	11,638.			
9 Excess distributions carryover to 2012	_			
Subtract lines 7 and 8 from line 6a	0.			ļ
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		<u> </u>	<u> </u>	Fare 000 DE (0011)

Form **990-PF** (2011)

	OUNDATION			71-07	08147 Page 10
Part XIV Private Operating F	oundations (see ins	structions and Part V	II-A, question 9)	N/A	
1 a If the foundation has received a ruling of	or determination letter that	it is a private operating			
foundation, and the ruling is effective fo	or 2011, enter the date of the	he ruling	▶		
b Check box to indicate whether the foun	dation is a private operatin	g foundation described	in section	4942(j)(3) or 49)42(j)(<u>5)</u>
2 a Enter the lesser of the adjusted net	Tax year	·····	Prior 3 years		
income from Part I or the minimum	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
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					<u> </u>
alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets		<u> </u>			
(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,	<u> </u>	ı			
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					ļ
section 4942(j)(3)(B)(iii) (3) Largest amount of support from			 		
` ' ' ' ' ' ' ' ' ' ' ' ' ' ' ' ' ' ' '					
an exempt organization		-			· · · · · · -
(4) Gross investment income Part XV Supplementary Info	ormation (Comple	te this part only	if the foundation	had \$5 000 or m	oro in assets
at any time during			ii tiie iouiidatioi	i nau \$5,000 or m	ore in assets
1 Information Regarding Foundation	•	than 00/ of the total oor	stributions upon und but the	. foundation before the slo	
a List any managers of the foundation w year (but only if they have contributed			itributions received by the	e roundation before the cio	se or any tax
• • •	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	000000000000000000000000000000000000000			
WILMA JO ANN STARR b List any managers of the foundation w			(or an equally large porti	on of the ownership of a p	artnership or
other entity) of which the foundation ha	as a 10% or greater interes	St.			
NONE					
2 Information Regarding Contribu			•		
Check here 🕨 📖 If the foundation					
the foundation makes gifts, grants, etc	. (see instructions) to indiv	riduals or organizations	under other conditions, c	omplete items 2a, b, c, and	d d
a The name, address, and telephone num	nber of the person to whor	n applications should b	e addressed:		
WILMA J. STARR, (503	L)521-9990				
210 RAVENS WOOD LAND	I, FAYETTEVI	LLE, AR 72	701		
b The form in which applications should	· · · · · · · · · · · · · · · · · · ·				
NOT APPLICABLE		-7			
c Any submission deadlines:			-		
NOT APPLICABLE					
d Any restrictions or limitations on award	ds. such as by geographic:	al areas, charitable fields	s, kinds of institutions, or	other factors:	
NOT APPLICABLE	, see as of goograpinot	sina nabio nolu	, or monunions, tr		
123601 12-02-11			····-	····	Form 990-PF (2011)

Form 990-PF (2011) STARR FOUNDATION 71-0708147 Page 11
Part XV | Supplementary Information (continued)

Part XV Supplementary Informat	ion (continued)			
3 Grants and Contributions Paid During th	e 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	Purpose of grant or contribution	Amount
Name and address (home or business)	or substantial contributor	recipient		
a Paid during the year				
WASHINGTON ELEMENTARY	NONE	PUBLIC	THID ECT CALL THE	
WASHINGTON EDEMENTARY	NONE	FOBLIC	UNDESIGNATED	25,000.
NUA COMM CREATIVE CEN	NONE	PUBLIC	UNDESIGNATED	
				2,000.
ARKANSAS CHILDREN'S HOSPITAL	NONE	PUBLIC	UNDESIGNATED	
		ļ		3,600.
нѕо	NONE	PUBLIC	UNDESIGNATED	
	MONE	FORMIC	UNDESIGNATED	500.
CENTRAL UMC	NONE	PUBLIC	UNDESIGNATED	10.050
Total SEE (CONTINUATION SHEE	ET(S)	▶ 3a	10.050. 93.950.
b Approved for future payment				
NONE				
		-		
Total				
Total		·	<u>▶ 3b</u>	m 990-PF (2011)

Part XV Supplementary Information	on			
3 Grants and Contributions Paid During the				
Recipient	If recipient is an individual, show any relationship to	Foundation	Purpose of grant or contribution	Amount
Name and address (home or business)	any foundation manager or substantial contributor	status of recipient	Contribution	ranount
VIIA E	NONE	PUBLIC	UNDESIGNATED	
KUAF	NONE	FOBLIC	ONDESTGNATED	50.
AMERICAN HEART ASSN	NONE	PUBLIC	UNDESIGNATED	
				1,500.
				•
PEACE AT HOME SHELTER	NONE	PUBLIC	UNDESIGNATED	
		<u> </u>		12,000.
COMMUNITY CARE CLINIC	NONE	PUBLIC	UNDESIGNATED	
				1,000.
WOMEN AND CHILDREN FIRST	NONE	PUBLIC	UNDESIGNATED	
				1,000.
MOUNT SEQUOYAH	NONE	PUBLIC	UNDESIGNATED	500.
FAYETTEVILLE EDUCATION FOUNDATION	NONE	PUBLIC	UNDESIGNATED	2,750.
NEW CULT DRENG GUEL MED	NONE	PUBLIC	UNDESIGNATED	
NWA CHILDRENS SHELTER	NONE	FOBLIC	UNDESIGNATED	2,000.
ARKANSAS AD FOR CHILDREN	NONE	PUBLIC	UNDESIGNATED	
				500.
AMERICAN DIABETES ASSN	NONE	PUBLIC	UNDESIGNATED	
Total from continuation sheets				1,500. 52,800.
TAME HAVE ANDRESSED OFFICE OF THE PARTY OF T		•		

3 Grants and Contributions Paid During the	Year (Continuation)			
Recipient	If recipient is an individual.	Foundation	Purpose of grant or	
Name and address (home or business)	show any relationship to any foundation manager or substantial contributor	status of recipient	Purpose of grant or contribution	Amount
EVERETT ELEMENTARY	NONE	PUBLIC	UNDESIGNATED	3,00
				3,00
LIFESTYLES, INC.	NONE	PUBLIC	UNDESIGNATED	
				3,70
FAYETTEVILLE PUBLIC SCHOOLS	NONE	PUBLIC	UNDESIGNATED	
				2,50
GLADNEY CENTER FOR ADOPTION	NONE	PUBLIC	UNDESIGNATED	
				25
NAL MUSEUM OF WOMENS ARTS	NONE	PUBLIC	UNDESIGNATED	
				25
WALTON ARTS CENTER	NONE	PUBLIC	UNDESIGNATED	
			-	15,00
WASHINGTON REGIONAL MEDICAL	NONE	PUBLIC	UNDESIGNATED	
FOUNDATION				5,30

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated b	usiness income		y section 512, 513, or 514	(e)
Program service revenue:	(a) Business code	(b) Amount	(C) Exclu- sion code	(d) Amount	Related or exempt function income
				•	
a					
С					
d					
e					
1				-	
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash					
investments			14	5,679.	
4 Dividends and interest from securities			14	5,679. 59,413.	
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	1		11		
7 Other investment income					
8 Gain or (loss) from sales of assets other					
than inventory			11	11,903.	
9 Net income or (loss) from special events					·
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
C			<u> </u>		
d					
e					
12 Subtotal. Add columns (b), (d), and (e)	<u> </u>	0.	لــــــــــــــــــــــــــــــــــ	76,995.	0.
13 Total Add line 12, columns (b), (d), and (e)				13	76,995.
(See worksheet in line 13 instructions to verify calculations.) Part XVI-B Relationship of Activities	to the Accor	nplishment of E	xempt P	urposes	
Line No. Explain below how each activity for which income the foundation's exempt purposes (other than			A contributed	I importantly to the accom	plishment of
NOT APPLICABLE				-	
		· · ·			
					
				· · · · · · · · · · · · · · · · · · ·	
					
	. 	.			

Part XVII	Information Re Exempt Organi		insfers To a	nd Transactions	and Relations		haritable		<u>yo 10</u>
	ganization directly or indir	ectly engage in a	•	g with any other organizati 7, relating to political orga		tion 501(c) of		Yes	No
a Transfers	from the reporting founda	ition to a nonchar	ritable exempt org	janization of:					
(1) Cash							1a(1)		X
(2) Other							1a(2)		_X_
b Other tran		hla aa							7.7
, ,	of assets to a noncharital						1b(1)		X
• •	nases of assets from a nor il of facilities, equipment, i	•	or organization				1b(2)		X
	bursement arrangements	or other assets					1b(3) 1b(4)		X
	s or loan guarantees						1b(5)		X
• •	rmance of services or me	mbership or fund	raising solicitatio	ns			1b(6)		X
c Sharing of	f facilities, equipment, ma	iling lists, other a	ssets, or paid em	ployees			1c		X
or service		oundation. If the f	oundation receive	dule. Column (b) should a ed less than fair market val	· ·	•	-	ets,	
	(b) Amount involved			exempt organization	(d) Description	n of transfers, transactions,	and charing arr	nnama	nte
	(a) i modine involved	(6)	N/A	ONOTIPE OF GUILLAUGH	(e) Description	n or transiers, transactions,	and snaming an	angenne	-
			21/ 22						
						· · · · · · · · · · · · · · · · · · ·			
		_							
									
		<u> </u>				·			
				·					
								-	
		L							
ın section	ndation directly or indirect 501(c) of the Code (other complete the following sch	r than section 50°		or more tax-exempt organion 527?	nizations described		Yes	X] No
b 11 100, 01	(a) Name of org			(b) Type of organization	1	(c) Description of relati	onship		
	N/A			<u> </u>					· · ·
·									
	penalties of perjury, declare elief, it is true, collect and for			g accompanying schedules an n taxpayer) is based on all infor	mation of which prepare		May the IRS of return with the shown below X Yes	prepar	er
Sigi	nature of officer or thustee	-	·	Date	Title				
	Print/Type preparer's na	ame	Preparer's s	-	Date	<u> </u>	ΓIN		
Paid	HADDY C =	DUTY 7	- Ham	C. Ewe III	8/31/12	self- employed	200122		
Preparer						<u> </u>		<u>776</u>	
Use Only	Firm's name ► ERWIN & COMPANY, P.A.					Firm's EIN ► 71	-00035	o /	
	Firm's address ► 63	11 RANCE	H DRIVE	· · · · · · · · · · · · · · · · · · ·					
		TTLE RO		2223		Phone no. (50	01)868	-74	86
						, , , , , , , , , , , , , , , , , , , ,	Form 990		

Part IV Capital Gains and Losses for Tax on Investment Income (b) How acquired P - Purchase D - Donation (c) Date acquired (mo., day, yr.) (d) Date sold (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. (mo., day, yr.) 1a 50,000 US TREASURY NOTES P 11/25/0808/03/11 ISHARE S&P 500 INDEX 05/06/1108/17/11 P b 64 SHS 136 SHS ILLINOIS TOOL WORKS, INC. P 03/09/1109/08/11 d 300 SHS WAL-MART P VARIOUS |09/08/11 e 402 SHS CSX CORP 10/06/11|11/08/11 P f 131 SHS NORTHROP GRUMMAN CORP P 05/06/1111/08/11 SHS 3M COMPANY P 03/09/11|11/10/11 h 500 SHS ISHARES US AEROSPACE P 09/25/0711/14/11 200 SHS WAL-MART P VARIOUS |12/09/11 50,000 US TREASURY NOTES P 11/25/0801/19/12 k 1,019 SHS WESTERN ASSET INVT GRADE P VARIOUS |01/27/12 1 100 SHS NORFOLK SOUTHERN CORP P 11/08/1102/06/12 m 252 SHS PAYCHEX 09/21/0902/24/12 P n 143 SHS TARGET |03/09/11|02/24/12 P o 227 SHS WALGREEN P 10/09/1103/08/12 (f) Depreciation allowed (g) Cost or other basis (h) Gain or (loss) (e) Gross sales price (or allowable) plus expense of sale (e) plus (f) minus (g) 53,992. 124. 53,868. а 8,144. 8,740. <596.> b 5,935. 7,557. C <1,622.> 15,658. 15,732. d <74.> 8,746. 7,543. 1,203. е 7,360 8,552. <1,192.> 6,425 7,567. <1,142.> g 30,619. 33,940. h <3,321.> 10,488. 11,916. 1 1,428. 52,145 58,830 6,685. <u>21,2</u>57. 23,575 2,318. k 7,277. 7,442. <165.> 7,867. 7,605. 262. m 7,509 7,533 <24.> n 7,551 7,413 <138.> 0 Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (I) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), (j) Adjusted basis (k) Excess of col. (i) (i) F.M.V. as of 12/31/69 but not less than "-0-") over col. (j), if any as of 12/31/69 124. b <596.> <1,622.> С đ <74.> 1,203. <1,192.> f <1,142.> g h <3,321.> 1,428. 6,685. <u>2,31</u>8. k <165.> -1 m 262. <24.> n 0 <138.> { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 } Capital gain net income or (net capital loss) 2 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

P	art IV Capital Gains and Los	ses for Tax on Investment Income		<u></u>		
	. (a) List and 2-story br	describe the kind(s) of property sol ick warehouse; or common stock, 2	d, e.g., real estate, 00 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a_	417 SHS GAP, II	NC.			02/07/11	04/09/12
	165 SHS WAL-MAI					04/09/12
		<u>ERN ASSET INVT G</u>	RADE	P	VARIOUS	05/08/12
d	140 SHS GENUIN	E PARTS CO		P	03/09/11	07/12/12
<u>e</u>		<u></u> -				
f_						
9	· · · · · · · · · · · · · · · · · · ·				<u></u>	
<u>h</u>		· · · · · · · · · · · · · · · · · · ·				
<u> </u>						
 k						
Ť						· · ·
m		<u>.</u>				
n		*_*				
		· · · · · · · · · · · · · · · · · · ·				
	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale		Gain or (loss) lus (f) minus (g)	
a	10,695.		7,985.		., .,	2,710.
b	10,059.		8,574.			1,485.
С	46,759.		43,720.			3,039.
<u>d</u>	8,472.		7,549.			923.
e		· · · · · · · · · · · · · · · · · · ·				
_f						
<u>g</u>				.,		
h I						
<u>+</u>			-	<u></u>		
<u>k</u>						
T		v				
m						
n						
0						
	Complete only for assets showing	ng gain in column (h) and owned by			ses (from col. (h))	
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		of col. (h) gain ove ot less than "-0-")	
<u>a</u>						2,710.
<u>b</u>						1,485.
<u>c</u>		· · · · · · · · · · · · · · · · · · ·				3,039.
<u>d</u> e_						923.
f		·				
g	· · · · · · · · · · · · · · · · · · ·		7.1			
h						
<u> </u>						
<u>k</u>						
<u>m</u>					-	
<u>n</u>	·					
0_		<u> </u>				
	Capital gain net income or (net ca		r in Part I, line 7 D-" in Part I, line 7	2		11,903.
	Net short-term capital gain or (los If gain, also enter in Part I, line 8, If (loss), enter "-0-" in Part I, line 8		nd (6):	3	N/A	

					<u> </u>	
FORM 990-PF INTEREST ON SAVI	NGS AND TE	MPORARY C	ASH IN	VESTMENTS	STATEMENT	1
SOURCE					AMOUNT	
INTEREST FROM MERRILL LYNCH A	CCOUNT				5,6	79.
TOTAL TO FORM 990-PF, PART I,	LINE 3, C	COLUMN A			5,6	79.
FORM 990-PF DIVIDEND	S AND INTE	REST FROM	SECUE	RITIES	STATEMENT	2
SOURCE	GROS	SS AMOUNT		ITAL GAINS	COLUMN (A AMOUNT)
DIVIDENDS FROM MERRILL LYNCH ACCOUNT		59,413.		0.	59,4	13.
TOTAL TO FM 990-PF, PART I, LN 4 59,413.			0.	59,413.		
FORM 990-PF	ACCOUNT	ring fees			STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INV MENT IN	EST-	(C) ADJUSTEI NET INCOM		
ACCOUNTING FEE	1,000	<u> </u>	500.		5	00.
TO FORM 990-PF, PG 1, LN 16B	1,000).	500.		5	00.
FORM 990-PF C	THER PROFI	ESSIONAL F	EES		STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INV MENT IN	EST-	(C) ADJUSTEI NET INCOM		
MANAGEMENT FEE	9,99	7. 9	,997.			0.
TO FORM 990-PF, PG 1, LN 16C	9,99	7. 9	,997.			0.
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DESCRIPTION	FORM 990-PF U.S. AND STAT	TE/CITY GOV	VERNMENT	OBLIGATIONS	STATEMENT 5
TOTAL U.S. GOVERNMENT OBLIGATIONS TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS TOTAL TO FORM 990-PF, PART II, LINE 10A 155,528. 167,2 FORM 990-PF CORPORATE STOCK STATEMENT DESCRIPTION BOOK VALUE AT&T, INC. AT&T, INC. HOMEYWELL INTL, INC. MERCK & CO PROCTER & GAMBLE CO PROCTER & GAMBLE CO PROCTER & GAMBLE CO AULTOMATIC DATA PROC BAXTER INTERNATIONAL, INC. BAXTER INTERNATIONAL, INC. BAXTER INTERNATIONAL, INC. COCA COLA COCA	DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS TOTAL TO FORM 990-PF, PART II, LINE 10A 155,528. 167,2 FORM 990-PF CORPORATE STOCK STATEMENT DESCRIPTION BOOK VALUE VALUE AT&T. INC. 57,433. 56,8 HONEYWELL INTL, INC. 19,428. 29,0 MCDONALDS CORP 10,913. 26,8 MAL-MART STORES, INC. 43,656. 99,3 BLACKSTONE GROUP, LP 62,548. 41,5 MAL-MART STORES, INC. 7,661. 10,4 BAXTER INTERNATIONAL, INC. 8,027. 7,88 AUTOMATIC DATA PROC 7,464. 10,4 BAXTER INTERNATIONAL, INC. 8,027. 7,88 MCOCA COLA 7,375. 10,9 BARDEN RESTAURANTS, INC. 7,661. 12,2 EMERSON ELEC 7,883. 9,0 GENED MANDIL 7,549. 9,6 GENLO DYMAMICS CORP 7,549. 9,6 GENLO DYMAMICS CORP 7,544. 8,1 GENL DYMAMICS CORP 7,549. 8,0 GENUINE PARTS CO 0 JOHNSON AND JOHNSON 7,578. 8,5 KIMBERLY CLARK 7,381. 10,6 MEDTRONIC, INC. 8,790. 8,0 MEDTRONIC, INC. 8,790. 8,0 MEDTRONIC, INC. 8,790. 8,0 MEDTRONIC, INC. 8,790. 8,0 MEDTRONIC, INC. 8,069. 10,2 PEPSICO, INC. 8,069. 7,313. 8,4 MEDTRONIC SCAP 7,551. 10,4 MEDTRO	US TREASURY NOTES	X		155,528.	167,298.
TOTAL TO FORM 990-PF, PART II, LINE 10A 155,528. 167,2 FORM 990-PF CORPORATE STOCK STATEMENT DESCRIPTION BOOK VALUE VALUE AT&T, INC. 57,433. 56,8 HONEYWELL INTL, INC. 19,428. 29,0 MCDONALDS CORP 10,913. 26,8 MERCK & CO 20,553. 22,0 PROCTER & GAMBLE CO 61,405. 64,5 WAL-MART STORES, INC. 43,656. 99,3 BLACKSTONE GROUP, LP 62,548. 41,5 AUTOMATIC DATA PROC 7,464. 10,4 BAXTER INTERNATIONAL, INC. 8,027. 7,8 COCA COLA 7,375. 10,9 DARDEN RESTAURANTS, INC. 7,861. 12,2 EMBERSON ELEC 7,883. 9,0 EXXON MOBIL 7,549. 9,6 GENERAL MILLS 7,524. 8,1 GENEL DYNAMICS CORP 7,549. 9,6 GENERAL MILLS 7,549. 8,5 KIMBERLY CLARK 7,381. 10,6 MEDTRONIC, INC. 8,790. 8,0 PAYCHEX, INC. 10,065. 10,2 AND AIR PRODUCTS & CHEM 9,102. 8,00 ANNALY CAP MGMT, INC. 45,106. 43,9 AIR PRODUCTS & CHEM 9,102. 8,00 ANNALY CAP MGMT, INC. 45,106. 43,9 AIR PRODUCTS & CHEM 9,102. 8,00 ANNALY CAP MGMT, INC. 45,106. 43,9 ARIP RODUCTS & CHEM 9,102. 8,00 ANNALY CAP MGMT, INC. 45,106. 43,9 ARIP RODUCTS & CHEM 9,102. 8,00 ANNALY CAP MGMT, INC. 45,106. 43,9 ARIP RODUCTS & CHEM 9,102. 8,00 ANNALY CAP MGMT, INC. 45,106. 43,9 CHEVRON CORP 7,551. 10,4 GAP, INC. 0. ILLINOIS TOOL WORKS, INC. NORTHRUP GRUMMAN CORP 0.	TOTAL U.S. GOVERNMENT OBLIGATION	NS	-	155,528.	167,298.
FORM 990-PF CORPORATE STOCK STATEMENT DESCRIPTION BOOK VALUE AT&T, INC. AT&T, INC. AT&T, INC. HONEYWELL INTL, INC. MCDONALDS CORP MCDON	TOTAL STATE AND MUNICIPAL GOVERN	NMENT OBLI	GATIONS		
DESCRIPTION BOOK VALUE VALUE AT&T, INC. 57,433. 56,8 HONEYWELL INTL, INC. 19,428. 29,0 MCDONALDS CORP 10,913. 26,8 MERCK & CO 20,553. 22,0 PROCTER & GAMBLE CO 61,405. 64,5 MAL-MART STORES, INC. 43,656. 99,3 BLACKSTONE GROUP, LP 62,548. 41,5 AUTOMATIC DATA PROC 7,464. 10,4 BAXTER INTERNATIONAL, INC. 8,027. 7,8 COCA COLA 7,375. 10,9 DARDEN RESTAURANTS, INC. 7,861. 12,2 EMERSON ELEC 7,861. 12,2 EMERSON ELEC 7,861. 7,549. 9,6 GENERAL MILLS 7,549. 9,6 GENERAL MILLS 7,524. 8,1 GENL DYNAMICS CORP 7,461. 7,2 GENL DYNAMICS CORP 7,461. 7,2 GENL DYNAMICS CORP 7,561. 10,6 KIMBERLY CLARK 7,381. 10,6 MEDTRONIC, INC. 8,790. 8,0 PAYCHEX, INC. 10,065. 10,2 PAYCHEX, INC. 8,7629. 9,6 MEDTRONIC, INC. 8,699. 8,3 UNITED TECHS CORP 7,313. 8,4 ABBOTT LABS 7,629. 9,6 ANNALY CAP MGMT, INC. 45,106. 43,9 CHEVRON CORP 7,551. 10,4 GAP, INC. 9,10C. 8,007. 7,6 CNORTHRUP GRUMMAN CORP 0.	TOTAL TO FORM 990-PF, PART II, I	LINE 10A		155,528.	167,298.
DESCRIPTION BOOK VALUE VALUE AT&T, INC. 57,433. 56,8 HONEYWELL INTL, INC. 19,428. 29,0 MCDONALDS CORP 10,913. 26,8 MERCK & CO 20,553. 22,0 PROCTER & GAMBLE CO 61,405. 64,5 WAL-MART STORES, INC. 43,656. 99,3 BLACKSTONE GROUP, LP 62,548. 41,5 AUTOMATIC DATA PROC 7,464. 10,4 BAXTER INTERNATIONAL, INC. 8,027. 7,8 COCA COLA 7,375. 10,9 DARDEN RESTAURANTS, INC. 7,861. 12,2 EMERSON ELEC 7,883. 9,0 GEXXON MOBIL 7,549. 9,6 GENERAL MILLS 7,524. 8,1 GENUINE PARTS CO 0 0 JOHNSON AND JOHNSON 7,578. 8,5 KIMBERLY CLARK 7,381. 10,6 MEDTRONIC, INC. 8,790. 8,0 PAYCHEX, INC. 10,065. 10,2 PEPSICO, INC. 8,099.	FORM 990-PF	CORPORATE	STOCK		STATEMENT 6
HONEYWELL INTL, INC. 19,428. 29,0 MCDONALDS CORP 10,913. 26,8 MERCK & CO 20,553. 22,0 PROCTER & GAMBLE CO 61,405. 64,5 MAL-MART STORES, INC. 43,656. 99,3 BLACKSTONE GROUP, LP 62,548. 41,5 AUTOMATIC DATA PROC 7,464. 10,4 BAXTER INTERNATIONAL, INC. 8,027. 7,8 COCA COLA 7,375. 10,9 DARDEN RESTAURANTS, INC. 7,861. 12,2 EMERSON ELEC 7,883. 9,0 EXXON MOBIL 7,549. 9,6 GENERAL MILLS 7,549. 9,6 GENERAL MILLS 7,549. 9,6 GENERAL MILLS 7,549. 9,6 GENERAL MILLS 7,549. 9,6 GENUINE PARTS CO 0. JOHNSON AND JOHNSON 7,578. 8,5 KIMBERLY CLARK 7,381. 10,6 MEDTRONIC, INC. 8,790. 8,0 PAYCHEX, INC. 9,738. 8,790. 8,0 MEDTRONIC, INC. 8,790. 8,0 MEDTRONIC, INC. 8,790. 8,0 MEDTRONIC, INC. 10,065. 10,2 PEPSICO, INC	DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE
MCDONALDS CORP MERCK & CO 20,553. 22,0 PROCTER & GAMBLE CO 61,405. 64,5 WAL-MART STORES, INC. 43,656. 99,3 BLACKSTONE GROUP, LP AUTOMATIC DATA PROC 7,464. 10,4 BAXTER INTERNATIONAL, INC. 8,027. 7,8 COCA COLA 7,375. 10,9 DARDEN RESTAURANTS, INC. 7,861. 12,2 EMERSON ELEC 7,883. 9,0 EXXON MOBIL 7,549. 9,6 GENERAL MILLS 7,549. 9,6 GENERAL MILLS 7,549. 9,6 GENL DYNAMICS CORP 7,461. 7,24 GENL DYNAMICS CORP 7,461. 7,24 GENLUNE PARTS CO 0 TOHNSON AND JOHNSON 7,578. 8,5 KIMBERLY CLARK 7,381. 10,6 MEDTRONIC, INC. 8,790. 8,0 PAYCHEX, INC. 10,065. 10,2 PEFSICO, INC. 8,069. 8,3 UNITED TECHS CORP 7,313. 8,4 ABBOTT LABS 7,629. 9,6 AIR PRODUCTS & CHEM 9,102. 8,0 ANNALY CAP MGMT, INC. 45,106. 43,9 CHEVRON CORP 7,551. 10,4 GAP, INC. 0 ILLINOIS TOOL WORKS, INC. 8,007. 7,6 NORTHRUP GRUMMAN CORP 0.			•	57,433.	56,880.
MERCK & CO PROCTER & GAMBLE CO PROCTER & GAMBLE CO ROCTER & GAMBLE CO ROLL AJ, 656. P9, 3 BLACKSTONE GROUP, LP 62,548. AUTOMATIC DATA PROC ROLL AT PROC ROLL AJ, 656. ROLL AJ, 656. P9, 3 BLACKSTONE GROUP, LP 62,548. AUTOMATIC DATA PROC ROLL AJ, 644. ROLL	HONEYWELL INTL, INC.			19,428.	29,025.
PROCTER & GAMBLE CO WAL-MART STORES, INC. BLACKSTONE GROUP, LP 62,548. ALTOMATIC DATA PROC 7,464. BAXTER INTERNATIONAL, INC. COCA COLA DARDEN RESTAURANTS, INC. EMERSON ELEC EMERSON ELEC EXXON MOBIL GENERAL MILLS GENERAL MILLS GENERAL MILLS GENERAL MILLS GENL DYNAMICS CORP GENUINE PARTS CO JOHNSON AND JOHNSON KIMBERLY CLARK MEDTRONIC, INC. PAYCHEX, INC. PEPSICO, INC. MEDTRONIC, INC. PAYCHEX, INC. PEPSICO, INC. ANDITED TECHS CORP ANDITED TECHS CORP ANNALY CAP MGMT, INC. CHEVRON CORP GAP, INC. TARGET CORP TARGET CORP O TARGET CORP TARGET COR				10,913.	26,808.
WAL-MART STORES, INC. 43,656. 99,3 BLACKSTONE GROUP, LP 62,548. 41,5 AUTOMATIC DATA PROC 7,464. 10,4 BAXTER INTERNATIONAL, INC. 8,027. 7,8 COCA COLA 7,375. 10,9 DARDEN RESTAURANTS, INC. 7,861. 12,2 EMERSON ELEC 7,883. 9,0 EXXON MOBIL 7,549. 9,6 GENERAL MILLS 7,549. 9,6 GENERAL MILLS 7,524. 8,1 GENL DYNAMICS CORP 7,461. 7,2 GENUINE PARTS CO 0 JOHNSON AND JOHNSON 7,578. 8,5 KIMBERLY CLARK 7,381. 10,6 MEDTRONIC, INC. 8,790. 8,0 PAYCHEX, INC. 10,065. 10,2 PEPSICO, INC. 8,069. 8,3 UNITED TECHS CORP 7,313. 8,4 ABBOTT LABS 7,629. 9,6 AIR PRODUCTS & CHEM 9,102. 8,0 ANNALY CAP MGMT, INC. 45,106. 43,9 CHEVRON CORP 7,551. 10,4 GAP, INC. 0 CLUINOIS TOOL WORKS, INC. 8,007. 7,6 NORTHRUP GRUMMAN CORP 0.					22,085.
BLACKSTONE GROUP, LP AUTOMATIC DATA PROC BAXTER INTERNATIONAL, INC. COCA COLA BAXTER INTERNATIONAL, INC. COCA COLA COCA COLA DARDEN RESTAURANTS, INC. EMERSON ELEC EMERSON ELEC EXXON MOBIL GENERAL MILLS GENERAL MILLS GENL DYNAMICS CORP GENUINE PARTS CO JOHNSON AND JOHNSON KIMBERLY CLARK T,381. 10,6 KEDTRONIC, INC. PAYCHEX, INC. PAYCHEX, INC. PAYCHEX, INC. PAYCHEX, INC. PAYCHEX, INC. BENDUITED TECHS CORP ABBOTT LABS ABOTT LABS AR PRODUCTS & CHEM ABOTT LABS AR PRODUCTS & CHEM ABOTT LABS AR PRODUCTS & CHEM CHEVRON CORP ANNALY CAP MGMT, INC. CHEVRON CORP GAP, INC. CHEVRON CORP CHEVRON CO					64,540.
AUTOMATIC DATA PROC BAXTER INTERNATIONAL, INC. COCA COLA COCA COLA T, 375. COCA COLA T, 375. DARDEN RESTAURANTS, INC. EMERSON ELEC T, 883. EXXON MOBIL EXXON MOBIL GENERAL MILLS GENL DYNAMICS CORP T, 461. T, 24 GENL DYNAMICS CORP T, 461. T, 24 GENL DYNAMICS CORP T, 461. T, 25 GENUINE PARTS CO TO	-				99,364.
BAXTER INTERNATIONAL, INC. 8,027. 7,8 COCA COLA 7,375. 10,9 DARDEN RESTAURANTS, INC. 7,861. 12,2 EMERSON ELEC 7,883. 9,0 EXXON MOBIL 7,549. 9,6 GENERAL MILLS 7,524. 8,1 GENL DYNAMICS CORP 7,461. 7,2 GENUINE PARTS CO 0 JOHNSON AND JOHNSON 7,578. 8,5 KIMBERLY CLARK 7,381. 10,6 MEDTRONIC, INC. 8,790. 8,00 PAYCHEX, INC. 10,065. 10,2 PEFSICO, INC. 8,069. 8,3 UNITED TECHS CORP 7,313. 8,4 ABBOTT LABS 7,629. 9,6 AIR PRODUCTS & CHEM 9,102. 8,00 ANNALY CAP MGMT, INC. 45,106. 43,9 CHEVRON CORP 7,551. 10,4 GAP, INC. 0. ILLINOIS TOOL WORKS, INC. 8,007. 7,6 NORTHRUP GRUMMAN CORP 0. TARGET CORP 0.					41,550.
COCA COLA DARDEN RESTAURANTS, INC. DARDEN RESTAURANTS, INC. EMERSON ELEC FASSON ELEC FASSON MOBIL FASSON ELEC FASSON MOBIL FASSON MOBIL FASSON MOBIL FASSON ELEC FASSON MOBIL FASSON MOBIL FASSON MOBIL FASSON FASSO					10,462.
DARDEN RESTAURANTS, INC. 7,861. 12,2 EMERSON ELEC 7,883. 9,0 EXXON MOBIL 7,549. 9,6 GENERAL MILLS 7,524. 8,1 GENL DYNAMICS CORP 7,461. 7,2 GENUINE PARTS CO 0. JOHNSON AND JOHNSON 7,578. 8,5 KIMBERLY CLARK 7,381. 10,6 MEDTRONIC, INC. 8,790. 8,0 PAYCHEX, INC. 10,065. 10,2 PEPSICO, INC. 10,065. 10,2 PEPSICO, INC. 8,069. 8,3 UNITED TECHS CORP 7,313. 8,4 ABBOTT LABS 7,629. 9,6 AIR PRODUCTS & CHEM 9,102. 8,0 AIR PRODUCTS & CHEM 9,102. 8,0 CHEVRON CORP 7,551. 10,4 GAP, INC. 0. ILLINOIS TOOL WORKS, INC. 8,007. 7,6 NORTHRUP GRUMMAN CORP 0. TARGET CORP 0.					7,899.
EMERSON ELEC 7,883. 9,0 EXXON MOBIL 7,549. 9,6 GENERAL MILLS 7,524. 8,1 GENL DYNAMICS CORP 7,461. 7,2 GENUINE PARTS CO 0 JOHNSON AND JOHNSON 7,578. 8,5 KIMBERLY CLARK 7,381. 10,6 MEDTRONIC, INC. 8,790. 8,0 PAYCHEX, INC. 10,065. 10,2 PEPSICO, INC. 10,065. 10,2 PEPSICO, INC. 8,069. 8,3 UNITED TECHS CORP 7,313. 8,4 ABBOTT LABS 7,629. 9,6 AIR PRODUCTS & CHEM 9,102. 8,0 AIR PRODUCTS & CHEM 9,102. 8,0 CHEVRON CORP 7,551. 10,4 GAP, INC. 0 ILLINOIS TOOL WORKS, INC. 8,007. 7,6 NORTHRUP GRUMMAN CORP 0.					10,908.
EXXON MOBIL 7,549. 9,6 GENERAL MILLS 7,524. 8,1 GENL DYNAMICS CORP 7,461. 7,2 GENUINE PARTS CO 0. JOHNSON AND JOHNSON 7,578. 8,5 KIMBERLY CLARK 7,381. 10,6 MEDTRONIC, INC. 8,790. 8,0 PAYCHEX, INC. 10,065. 10,2 PEPSICO, INC. 8,069. 8,3 UNITED TECHS CORP 7,313. 8,4 ABBOTT LABS 7,629. 9,6 AIR PRODUCTS & CHEM 9,102. 8,0 ANNALY CAP MGMT, INC. 45,106. 43,9 CHEVRON CORP 7,551. 10,4 GAP, INC. 0. ILLINOIS TOOL WORKS, INC. 8,007. 7,6 NORTHRUP GRUMMAN CORP 0. TARGET CORP 0.					12,232.
GENERAL MILLS GENL DYNAMICS CORP GENUINE PARTS CO JOHNSON AND JOHNSON KIMBERLY CLARK MEDTRONIC, INC. PAYCHEX, INC. PEPSICO, INC. UNITED TECHS CORP AIR PRODUCTS & CHEM ANNALY CAP MGMT, INC. CHEVRON CORP GAP, INC. ILLINOIS TOOL WORKS, INC. NORTHRUP GRUMMAN CORP TARGET CORP TARGET CORP 7,524. 8,1 8,1 8,1 8,1 8,1 8,1 8,1 8,1 8,1 8,1					9,076. 9,6 4 0.
GENL DYNAMICS CORP 7,461. 7,2 GENUINE PARTS CO 0. 0. JOHNSON AND JOHNSON 7,578. 8,5 KIMBERLY CLARK 7,381. 10,6 MEDTRONIC, INC. 8,790. 8,0 PAYCHEX, INC. 10,065. 10,2 PEPSICO, INC. 8,069. 8,3 UNITED TECHS CORP 7,313. 8,4 ABBOTT LABS 7,629. 9,6 AIR PRODUCTS & CHEM 9,102. 8,0 ANNALY CAP MGMT, INC. 45,106. 43,9 CHEVRON CORP 7,551. 10,4 GAP, INC. 0. 1 ILLINOIS TOOL WORKS, INC. 8,007. 7,6 NORTHRUP GRUMMAN CORP 0. 0. TARGET CORP 0. 0.					8,127.
GENUINE PARTS CO 0. JOHNSON AND JOHNSON 7,578. 8,5 KIMBERLY CLARK 7,381. 10,6 MEDTRONIC, INC. 8,790. 8,0 PAYCHEX, INC. 10,065. 10,2 PEPSICO, INC. 8,069. 8,3 UNITED TECHS CORP 7,313. 8,4 ABBOTT LABS 7,629. 9,6 AIR PRODUCTS & CHEM 9,102. 8,0 ANNALY CAP MGMT, INC. 45,106. 43,9 CHEVRON CORP 7,551. 10,4 GAP, INC. 0. ILLINOIS TOOL WORKS, INC. 8,007. 7,6 NORTHRUP GRUMMAN CORP 0.					7,296.
JOHNSON AND JOHNSON 7,578. 8,5 KIMBERLY CLARK 7,381. 10,6 MEDTRONIC, INC. 8,790. 8,0 PAYCHEX, INC. 10,065. 10,2 PEPSICO, INC. 8,069. 8,3 UNITED TECHS CORP 7,313. 8,4 ABBOTT LABS 7,629. 9,6 AIR PRODUCTS & CHEM 9,102. 8,0 ANNALY CAP MGMT, INC. 45,106. 43,9 CHEVRON CORP 7,551. 10,4 GAP, INC. 0. ILLINOIS TOOL WORKS, INC. 8,007. 7,6 NORTHRUP GRUMMAN CORP 0. TARGET CORP 0.					,,230.
KIMBERLY CLARK 7,381. 10,6 MEDTRONIC, INC. 8,790. 8,0 PAYCHEX, INC. 10,065. 10,2 PEPSICO, INC. 8,069. 8,3 UNITED TECHS CORP 7,313. 8,4 ABBOTT LABS 7,629. 9,6 AIR PRODUCTS & CHEM 9,102. 8,0 ANNALY CAP MGMT, INC. 45,106. 43,9 CHEVRON CORP 7,551. 10,4 GAP, INC. 0. 7,6 ILLINOIS TOOL WORKS, INC. 8,007. 7,6 NORTHRUP GRUMMAN CORP 0. 0. TARGET CORP 0. 0.					8,514.
MEDTRONIC, INC. 8,790. 8,0 PAYCHEX, INC. 10,065. 10,2 PEPSICO, INC. 8,069. 8,3 UNITED TECHS CORP 7,313. 8,4 ABBOTT LABS 7,629. 9,6 AIR PRODUCTS & CHEM 9,102. 8,0 ANNALY CAP MGMT, INC. 45,106. 43,9 CHEVRON CORP 7,551. 10,4 GAP, INC. 0. 11LLINOIS TOOL WORKS, INC. 8,007. 7,6 NORTHRUP GRUMMAN CORP 0. 0. 0. TARGET CORP 0. 0.	KIMBERLY CLARK				10,690.
PAYCHEX, INC. PEPSICO, INC. REPSICO, INC. UNITED TECHS CORP ABBOTT LABS AIR PRODUCTS & CHEM ANNALY CAP MGMT, INC. CHEVRON CORP GAP, INC. ILLINOIS TOOL WORKS, INC. NORTHRUP GRUMMAN CORP TARGET CORP 10,065. 8,069. 8,33 7,629. 9,6 45,406. 45,106. 43,9 7,551. 10,4 6AP, INC. 8,007. 7,66	MEDTRONIC, INC.				8,081.
UNITED TECHS CORP 7,313. 8,4 ABBOTT LABS 7,629. 9,6 AIR PRODUCTS & CHEM 9,102. 8,0 ANNALY CAP MGMT, INC. 45,106. 43,9 CHEVRON CORP 7,551. 10,4 GAP, INC. 0. ILLINOIS TOOL WORKS, INC. 8,007. 7,6 NORTHRUP GRUMMAN CORP 0. TARGET CORP 0.				10,065.	10,297.
ABBOTT LABS 7,629. 9,6 AIR PRODUCTS & CHEM 9,102. 8,0 ANNALY CAP MGMT, INC. 45,106. 43,9 CHEVRON CORP 7,551. 10,4 GAP, INC. 0. ILLINOIS TOOL WORKS, INC. 8,007. 7,6 NORTHRUP GRUMMAN CORP 0. TARGET CORP 0.				8,069.	8,364.
AIR PRODUCTS & CHEM 9,102. 8,0 ANNALY CAP MGMT, INC. 45,106. 43,9 CHEVRON CORP 7,551. 10,4 GAP, INC. 0. ILLINOIS TOOL WORKS, INC. 8,007. 7,6 NORTHRUP GRUMMAN CORP 0. TARGET CORP 0.					8,412.
ANNALY CAP MGMT, INC. 45,106. 43,9 CHEVRON CORP 7,551. 10,4 GAP, INC. 0. ILLINOIS TOOL WORKS, INC. 8,007. 7,6 NORTHRUP GRUMMAN CORP 0. TARGET CORP 0.					9,615.
CHEVRON CORP 7,551. 10,4 GAP, INC. 0. ILLINOIS TOOL WORKS, INC. 8,007. 7,6 NORTHRUP GRUMMAN CORP 0. TARGET CORP 0.				The state of the s	8,043.
GAP, INC. ILLINOIS TOOL WORKS, INC. NORTHRUP GRUMMAN CORP TARGET CORP 0. 1. 0. 7,6 0. 7,6				· · · · · · · · · · · · · · · · · · ·	43,941.
ILLINOIS TOOL WORKS, INC. 8,007. 7,6 NORTHRUP GRUMMAN CORP 0. TARGET CORP 0.					10,410.
NORTHRUP GRUMMAN CORP 0. TARGET CORP 0.					7.600
TARGET CORP 0.					7,608.
					0.
VERTZON COMMUNICATIONS /1 902 F2 /	VERIZON COMMUNICATIONS			41,893.	0. 53,491.

STARR FOUNDATION			71-0708147
3M COMPANY		0.	0.
BOEING COMPANY		10,351.	11,087.
CONAGRA FOODS, INC.		10,109.	9,259.
DOVER CORP		7,517.	7,408.
EASTON CORP		7,567.	7,234.
HOME DEPOT, INC.		8,027.	8,714.
MICROSOFT, INC.		8,230.	8,841.
OCCIDENTAL PETE CORP		8,534.	8,703.
RAYTHEON CO		7,495.	8,045.
SOUTHWEST AIRLNS CO		9,952.	11,028.
TOTAL TO FORM 990-PF, PART II,	LINE 10B	583,346.	683,677.
FORM 990-PF	OTHER INVESTMENTS		STATEMENT 7
	VALUATION		FAIR MARKET
DESCRIPTION	METHOD	BOOK VALUE	VALUE
BLACKROCK BASIC VALUE FUND	COST	348,136.	277,973.
OPPENHEIMER GLOBAL FUND			= , = . = .
	COST	335.975.	295.489.
	COST COST	335,975. 393,946.	295,489. 440.426.
BLACKROCK GLOBAL ALLOCATION I	COST	393,946.	440,426.
BLACKROCK GLOBAL ALLOCATION I DAVIS NY VENTURE FD CLASS A	COST COST	393,946. 255,896.	440,426. 272,763.
BLACKROCK GLOBAL ALLOCATION I DAVIS NY VENTURE FD CLASS A ISHARES US AEROSPACE ETF	COST	393,946. 255,896. 0.	440,426. 272,763. 0.
BLACKROCK GLOBAL ALLOCATION I DAVIS NY VENTURE FD CLASS A ISHARES US AEROSPACE ETF AMERICAN SMALLCAP WORLD	COST COST COST COST	393,946. 255,896. 0. 120,000.	440,426. 272,763. 0. 99,482.
BLACKROCK GLOBAL ALLOCATION I DAVIS NY VENTURE FD CLASS A ISHARES US AEROSPACE ETF AMERICAN SMALLCAP WORLD ISHARES S&P 500 INDEX	COST COST COST COST COST	393,946. 255,896. 0. 120,000. 0.	440,426. 272,763. 0. 99,482.
BLACKROCK GLOBAL ALLOCATION I DAVIS NY VENTURE FD CLASS A ISHARES US AEROSPACE ETF AMERICAN SMALLCAP WORLD	COST COST COST COST	393,946. 255,896. 0. 120,000.	440,426. 272,763. 0. 99,482.

1,566,589. 1,504,802.

TOTAL TO FORM 990-PF, PART II, LINE 13