

<div>Form 5500</div> <div>Department of the Treasury Internal Revenue Service</div> <div>Department of Labor Employee Benefits Security Administration</div> <div>Pension Benefit Guaranty Corporation</div>	<div>Annual Return/Report of Employee Benefit Plan</div> <div>This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), and 6058(a) of the Internal Revenue Code (the Code).</div> <div>▶ Complete all entries in accordance with the instructions to the Form 5500.</div>	<div>OMB Nos. 1210-0110 1210-0089</div> <div>2009</div> <div>This Form is Open to Public Inspection</div>
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Part I	Annual Report Identification Information
For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009	
A	This return/report is for: <div><div>☐ a multiemployer plan;</div><div>☒ a single-employer plan;</div><div>☐ a multiple-employer plan; or</div><div>☐ a DFE (specify) ____</div></div>
B	This return/report is: <div><div>☐ the first return/report;</div><div>☐ the final return/report;</div><div>☐ an amended return/report;</div><div>☐ a short plan year return/report (less than 12 months).</div></div>
C	If the plan is a collectively-bargained plan, check here. ▶ ☐
D	Check box if filing under: <div><div>☒ Form 5558;</div><div>☐ automatic extension;</div><div>☐ the DFVC program;</div><div>☐ special extension (enter description)</div></div>

Part II	Basic Plan Information—enter all requested information	
1a	Name of plan BARTLETT AND COMPANY PROFIT SHARING PLAN AND TRUST	1b Three-digit plan number (PN) ▶ 002
		1c Effective date of plan 05/01/1982
2a	Plan sponsor's name and address (employer, if for a single-employer plan) (Address should include room or suite no.) BARTLETT AND COMPANY 4900 MAIN STREET, SUITE 1200 KANSAS CITY, MO 64112	2b Employer Identification Number (EIN) 43-1210295 2c Sponsor's telephone number 816-753-6300 2d Business code (see instructions) 424500
	4900 MAIN STREET, SUITE 1200 KANSAS CITY, MO 64112	

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	09/24/2010	ARNOLD WHEELER
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

3a Plan administrator's name and address (if same as plan sponsor, enter "Same") BARTLETT AND COMPANY 4900 MAIN STREET, SUITE 1200 KANSAS CITY, MO 64112	3b Administrator's EIN 43-1210295
	3c Administrator's telephone number 816-753-6300
4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: a Sponsor's name	4b EIN 4c PN
5 Total number of participants at the beginning of the plan year	5
6 Number of participants as of the end of the plan year (welfare plans complete only lines 6a , 6b , 6c , and 6d).	
a Active participants.....	6a
b Retired or separated participants receiving benefits.....	6b
c Other retired or separated participants entitled to future benefits.....	6c
d Subtotal. Add lines 6a , 6b , and 6c	6d
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e
f Total. Add lines 6d and 6e	6f
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6h
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions: 2E	
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristic Codes in the instructions:	

9a Plan funding arrangement (check all that apply) (1) ☒ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☒ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)	
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☐ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary	b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☒ <u>1</u> A (Insurance Information) (4) ☐ C (Service Provider Information) (5) ☐ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)

<div><div>SCHEDULE A</div><div>(Form 5500)</div><div>Department of the Treasury Internal Revenue Service</div><div>Department of Labor Employee Benefits Security Administration</div><div>Pension Benefit Guaranty Corporation</div></div>	<div>Insurance Information</div> <div>This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).</div> <div>▶ File as an attachment to Form 5500.</div> <div>▶ Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).</div>	<div>OMB No. 1210-0110</div> <div>2009</div> <div>This Form is Open to Public Inspection</div>
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For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009		
A Name of plan BARTLETT AND COMPANY PROFIT SHARING PLAN AND TRUST	B Three-digit plan number (PN) ▶	002
C Plan sponsor's name as shown on line 2a of Form 5500. BARTLETT AND COMPANY	D Employer Identification Number (EIN) 43-1210295	

Part I	Information Concerning Insurance Contract Coverage, Fees, and Commissions Provide information for each contract on a separate Schedule A. Individual contracts grouped as a unit in Parts II and III can be reported on a single Schedule A.
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1 Coverage Information:

(a) Name of insurance carrier
AIG SUNAMERICA LIFE ASSURANCE COMPANY

(b) EIN	(c) NAIC code	(d) Contract or identification number	(e) Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	(g) To
86-0198983	60941	11578	2	05/01/2008	04/30/2009

2 Insurance fee and commission information. Enter the total fees and total commissions paid. List in item 3 the agents, brokers, and other persons in descending order of the amount paid.

(a) Total amount of commissions paid	(b) Total amount of fees paid

3 Persons receiving commissions and fees. (Complete as many entries as needed to report all persons).

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid
RONALD E. WOELK 7327 WEST 79TH STREET
OVERLAND PARK, KS 66204

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	
			3

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

Part II Investment and Annuity Contract Information

Where individual contracts are provided, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

4 Current value of plan's interest under this contract in the general account at year end	4	
5 Current value of plan's interest under this contract in separate accounts at year end	5	26719

6 Contracts With Allocated Funds:**a** State the basis of premium rates ▶

b Premiums paid to carrier	6b	
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c Premiums due but unpaid at the end of the year	6c	
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d If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, enter amount. Specify nature of costs ▶	6d	
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e Type of contract: (1) ☐ individual policies (2) ☐ group deferred annuity
(3) ☐ other (specify) ▶

f If contract purchased, in whole or in part, to distribute benefits from a terminating plan check here ▶ ☐**7** Contracts With Unallocated Funds (Do not include portions of these contracts maintained in separate accounts)

a Type of contract: (1) ☐ deposit administration (2) ☐ immediate participation guarantee
(3) ☐ guaranteed investment (4) ☐ other ▶

b Balance at the end of the previous year	7b	
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c Additions: (1) Contributions deposited during the year	7c(1)	
	7c(2)	
	7c(3)	
	7c(4)	
	7c(5)	

(6) Total additions	7c(6)	
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d Total of balance and additions (add b and c(6)).	7d	
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e Deductions: (1) Disbursed from fund to pay benefits or purchase annuities during year	7e(1)	
	7e(2)	
	7e(3)	
	7e(4)	

(5) Total deductions	7e(5)	
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f Balance at the end of the current year (subtract e(5) from d)	7f	
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Part III Welfare Benefit Contract Information

If more than one contract covers the same group of employees of the same employer(s) or members of the same employee organization(s), the information may be combined for reporting purposes if such contracts are experience-rated as a unit. Where contracts cover individual employees, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

8 Benefit and contract type (check all applicable boxes)

- a** ☐ Health (other than dental or vision)
 b ☐ Dental
 c ☐ Vision
 d ☐ Life insurance
e ☐ Temporary disability (accident and sickness)
 f ☐ Long-term disability
 g ☐ Supplemental unemployment
 h ☐ Prescription drug
i ☐ Stop loss (large deductible)
 j ☐ HMO contract
 k ☐ PPO contract
 l ☐ Indemnity contract
m ☐ Other (specify) ▶

9 Experience-rated contracts:

a Premiums: (1) Amount received.....	9a(1)		
(2) Increase (decrease) in amount due but unpaid.....	9a(2)		
(3) Increase (decrease) in unearned premium reserve.....	9a(3)		
(4) Earned ((1) + (2) - (3)).....		9a(4)	
b Benefit charges (1) Claims paid.....	9b(1)		
(2) Increase (decrease) in claim reserves.....	9b(2)		
(3) Incurred claims (add (1) and (2)).....		9b(3)	
(4) Claims charged.....		9b(4)	
c Remainder of premium: (1) Retention charges (on an accrual basis) --			
(A) Commissions.....	9c(1)(A)		
(B) Administrative service or other fees.....	9c(1)(B)		
(C) Other specific acquisition costs.....	9c(1)(C)		
(D) Other expenses.....	9c(1)(D)		
(E) Taxes.....	9c(1)(E)		
(F) Charges for risks or other contingencies.....	9c(1)(F)		
(G) Other retention charges.....	9c(1)(G)		
(H) Total retention.....		9c(1)(H)	
(2) Dividends or retroactive rate refunds. (These amounts were ☐ paid in cash, or ☐ credited.).....		9c(2)	
d Status of policyholder reserves at end of year: (1) Amount held to provide benefits after retirement.....		9d(1)	
(2) Claim reserves.....		9d(2)	
(3) Other reserves.....		9d(3)	
e Dividends or retroactive rate refunds due. (Do not include amount entered in c(2).).....		9e	

10 Nonexperience-rated contracts:

a Total premiums or subscription charges paid to carrier.....	10a	
b If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, other than reported in Part I, item 2 above, report amount.	10b	
Specify nature of costs ▶		

Part IV Provision of Information

11 Did the insurance company fail to provide any information necessary to complete Schedule A? ☐ Yes ☐ No

12 If the answer to line 11 is "Yes," specify the information not provided. ▶

SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110
		2009
		This Form is Open to Public Inspection

For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009		
A Name of plan BARTLETT AND COMPANY PROFIT SHARING PLAN AND TRUST	B Three-digit plan number (PN)	002
C Plan sponsor's name as shown on line 2a of Form 5500 BARTLETT AND COMPANY	D Employer Identification Number (EIN) 43-1210295	

Part I	Asset and Liability Statement
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1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a	10077	283456
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	3722700	3979806
(2) Participant contributions	1b(2)		
(3) Other.....	1b(3)	35462	37023
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	1776777	1970663
(2) U.S. Government securities.....	1c(2)	2112437	2192473
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other.....	1c(3)(B)	356834	1412317
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)	2827124	3336615
(5) Partnership/joint venture interests	1c(5)	5719402	4839973
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)		
(9) Value of interest in common/collective trusts.....	1c(9)		
(10) Value of interest in pooled separate accounts.....	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)		
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)	26132	26719
(15) Other	1c(15)	13069425	20002566

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	29656370	38081611

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j	37339	
k Total liabilities (add all amounts in lines 1g through 1j)	1k	37339	

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	29619031	38081611
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Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income

		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	3983471	
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		3983471
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	3861	
(B) U.S. Government securities	2b(1)(B)	86609	
(C) Corporate debt instruments	2b(1)(C)	66926	
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		157396
(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)	67810	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	724483	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		792293
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	3706856	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	3810630	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		-103774

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate.....	2b(5)(A)		
(B) Other	2b(5)(B)	5463437	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		5463437
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		-686329
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		9606494

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	1143914	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		1143914
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions).....	2g		
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		1143914

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		8462580
l Transfers of assets:			
(1) To this plan.....	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☒ Unqualified (2) ☐ Qualified (3) ☐ Disclaimer (4) ☐ Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? ☐ Yes ☒ No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: PICKETT, CHANEY, AND MCMULLEN, LLP

(2) EIN: 48-1246310

d The opinion of an independent qualified public accountant is **not attached** because:

(1) ☐ This form is filed for a CCT, PSA, or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

- 4** CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete 4j and 4l. MTIAs also do not complete 4l.

During the plan year:

	Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.).....		X	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.).....		X	
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.).....		X	
e Was this plan covered by a fidelity bond?.....	X		1000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.).....	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.).....	X		
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?.....		X	
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.).....		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			

- 5a** Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?
If yes, enter the amount of any plan assets that reverted to the employer this year ☐ Yes ☒ No Amount:

- 5b** If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)

5b(2) EIN(s)

5b(3) PN(s)

5b(1) Name of plan(s)	5b(2) EIN(s)	5b(3) PN(s)

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2009 This Form is Open to Public Inspection.
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For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009

A Name of plan <u>BARTLETT AND COMPANY PROFIT SHARING PLAN AND TRUST</u>	B Three-digit plan number (PN) ▶ <u>002</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>BARTLETT AND COMPANY</u>	D Employer Identification Number (EIN) <u>43-1210295</u>

Part I	Distributions
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All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): _____ Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.	
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....	3

Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part)
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4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?.....	☐ Yes	☐ No	☐ N/A
If the plan is a defined benefit plan, go to line 8.			
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.			
6 a Enter the minimum required contribution for this plan year	6a		
b Enter the amount contributed by the employer to the plan for this plan year	6b		
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount).....	6c		
If you completed line 6c, skip lines 8 and 9.			
7 Will the minimum funding amount reported on line 6c be met by the funding deadline?	☐ Yes	☐ No	☐ N/A
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?.....	☐ Yes	☐ No	☐ N/A

Part III	Amendments
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9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box(es). If no, check the "No" box.....	☐ Increase	☐ Decrease	☐ Both	☐ No
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Part IV	ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
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10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?.....	☐ Yes	☐ No
11 a Does the ESOP hold any preferred stock?	☐ Yes	☐ No
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.)	☐ Yes	☐ No
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes	☐ No

For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500.

Schedule R (Form 5500) 2009
v.092308.1

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

- 14** Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	14a	
b The plan year immediately preceding the current plan year	14b	
c The second preceding plan year	14c	

- 15** Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	15a	
b The corresponding number for the second preceding plan year	15b	

- 16** Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	16a	
b If item 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	16b	

- 17** If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

- 18** If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

- 19** If the total number of participants is 1,000 or more, complete items (a) through (c)

a Enter the percentage of plan assets held as:
 Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

b Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate item 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify): _____

**BARTLETT AND COMPANY
PROFIT SHARING PLAN AND TRUST**

FINANCIAL STATEMENTS AND
INDEPENDENT AUDITORS' REPORT
DECEMBER 31, 2009 and 2008



INDEPENDENT AUDITORS' REPORT

The Trustees
Bartlett and Company Profit Sharing Plan and Trust:

We have audited the accompanying statements of net assets available for benefits of the Bartlett and Company Profit Sharing Plan and Trust (the Plan) as of December 31, 2009 and 2008, and the related statement of changes in net assets available for benefits for the year ended December 31, 2009. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes consideration of internal control over financial reporting as a basis for designing audit procedures appropriate for the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2009 and 2008, and the changes in net assets available for benefits for the year ended December 31, 2009, in conformity with accounting principles generally accepted in the United States of America.

Our audits were performed for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental Schedule of Assets (Held at End of the Year) as of December 31, 2009 and Schedule of Reportable Transactions for the year ended December 31, 2009 are presented for the purpose of additional analysis and are not a required part of the basic financial statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. These supplemental schedules are the responsibility of the Plan's management. The supplemental schedules have been subjected to the auditing procedures applied in the audits of the basic financial statements and, in our opinion, are fairly stated in all material respects in relation to the basic financial statements taken as a whole.

Pickett, Chaney & McMullen LLP

August 9, 2010

BARTLETT AND COMPANY PROFIT SHARING PLAN AND TRUST

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

DECEMBER 31, 2009 AND 2008

	2009	2008
ASSETS		
Investments, at fair value (notes 2 and 3):		
Mutual funds	\$ 20,002,566	\$ 13,069,425
Limited partnerships	4,839,973	5,719,402
Common stocks	3,336,615	2,827,124
U.S. Government obligations	2,192,473	2,112,437
Money market funds	1,954,186	1,760,330
Corporate debt securities	1,412,317	356,834
Life insurance	<u>26,719</u>	<u>26,132</u>
Total investments	33,764,849	25,871,684
Cash	299,933	26,524
Employer contribution receivable	3,979,806	3,722,700
Accrued investment income	<u>37,023</u>	<u>35,462</u>
Total Assets	38,081,611	29,656,370
LIABILITIES		
Due to brokers	<u>-</u>	<u>(37,339)</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u>\$ 38,081,611</u>	<u>\$ 29,619,031</u>

See notes to financial statements.

BARTLETT AND COMPANY PROFIT SHARING PLAN AND TRUST
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
YEAR ENDED DECEMBER 31, 2009

ADDITIONS TO NET ASSETS ATTRIBUTABLE TO:

Investment income (notes 2 and 3):	
Interest and dividends	\$ 949,689
Net appreciation in fair value of investments	<u>4,673,334</u>
Net investment gain	5,623,023
 Employer contribution (notes 1 and 2)	 <u>3,983,471</u>
Net additions	9,606,494

DEDUCTIONS FROM NET ASSETS ATTRIBUTABLE TO:

Distributions of benefits to participants	<u>1,143,914</u>
---	------------------

NET INCREASE	8,462,580
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NET ASSETS AVAILABLE FOR BENEFITS:

Beginning of year	<u>29,619,031</u>
 End of year	 <u><u>\$ 38,081,611</u></u>

See notes to financial statements.

BARTLETT AND COMPANY PROFIT SHARING PLAN AND TRUST

NOTES TO FINANCIAL STATEMENTS YEARS ENDED DECEMBER 31, 2009 AND 2008

1. DESCRIPTION OF THE PLAN

The following description of the Bartlett and Company Profit Sharing Plan and Trust (the "Plan") provides only general information. Participants should refer to the plan agreement for a more complete description of the Plan's provisions. References herein to "Company" include Bartlett Grain Company, L.P.; Bartlett Grain Southwest, L.P.; Bartlett Milling Company, L.P.; Bartlett Cattle Company, L.P.; Bartlett International, Inc.; Bartlett and Company; and its separate lines of business.

General – The Plan is a defined contribution plan covering substantially all full-time employees of the Company, exclusive of those employees who are covered by a collective bargaining agreement and those who derive their total compensation from commissions. Four officers of the Company are the Plan's trustees. Participant recordkeeping is performed by Company personnel, at no cost to the Plan. Investments are in the custody of various mutual fund companies, trust companies, and limited partnerships.

Eligibility - Employees are eligible to participate in the Plan upon completion of one hour of service. In order for a participant to receive an employer contribution the participant must be employed on the last day of the Plan year.

Contributions – As provided in the plan agreement, the Company, or each separate line of business ("SLOB") comprising the Company, may make a discretionary contribution to the Plan, out of its current or accumulated net income. All contributions by the Company shall be made in the form of cash or other property as determined by the trustees. The total annual contribution may not exceed the amount allowable as a deduction in the Company's federal income tax return.

Participants' Accounts – Each participant's account is credited on the last day of the Plan's fiscal year for the pro rata share of the participating employer's contribution. Each participant's share of the SLOBs contribution is determined by a formula, which first integrates the allocations with social security contributions and, within certain limitations, allocates the remainder by the percentage that a participant's compensation bears to the aggregate compensation of all such SLOBs participants. Additionally, on the last day of the Plan's fiscal year, the profit sharing account is adjusted for each participant's pro rata share of income, expenses, and adjustments to market value allocated to all employees who were participants throughout the fiscal year by the percentage that a participant's equity balance at the beginning of the year bears to the aggregate equity balances of all such participants at the beginning of the year. Forfeitures are allocated to participants employed on the last day of the Plan's fiscal year in the proportion that each participant's compensation bears to the total compensation for each SLOBs participants in the profit sharing account. Total forfeited assets allocated to eligible participants at December 31, 2009 were approximately \$244,300.

Participants age 55 or older may elect to have all, or a portion, of their profit sharing account balance invested in an income fund. Investments within the income fund are limited to short-term money market instruments, general obligations of the United States government, cash or savings deposits, longer-term debt issues, or investment contracts. Except for the types of investments, participant accounts in the income fund are handled as described above for profit sharing accounts. At December 31, 2009 and 2008, the income fund assets available for benefits were \$0 and net investment income for the year ended December 31, 2009 was \$0.

Vesting – Participants are fully vested in their voluntary contributions made and allowed by the Plan prior to 1996. Vesting in the remainder of their accounts is based on years of service, with full vesting after six years. Prior to January 1, 2007 full vesting occurred after seven years of service. Participants are deemed fully vested upon retirement (normally at age 65), death, or permanent disability.

Payment of Benefits – Upon retirement, death, permanent disability, or termination of employment, the vested balance in the employee's accounts is paid from the assets of the Plan to the participant or participant's beneficiary in a lump sum or series of payments not to exceed the life expectancy of the participant or beneficiary.

Expenses – The majority of the cost of the Plan's general, administrative, and record maintenance services is paid by the Company.

Termination of the Plan – Although the Company has not expressed any intent to do so, it has the right to terminate the Plan subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). In the event of Plan termination, all participants will become fully vested in their account balances.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting and Presentation – The Plan's financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America.

Investment Valuation and Income Recognition – The Plan's investments in mutual funds, common stocks, U.S. government obligations, and corporate debt securities are stated at fair value based on quoted market prices, where available, or at the last reported sale price (bid price if no sale price is available). The investments in the limited partnerships (LPs) are stated at the fair value of the underlying investments held in the LPs portfolios, as reported in the audited LP financial statements. The money market accounts are valued at cost, which approximates fair value. Life insurance contracts are valued at cash surrender value, which approximates fair value. Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Fees charged by mutual funds are deducted from income generated by the mutual funds.

Restrictions on Investment Redemptions – The Plan is required to provide written notice of 45 or 90 days, depending on the partnership, in order to redeem a portion or all of its investment in the limited partnerships.

Contributions – Contributions from participating SLOBs are accrued in the period in which they become obligations of the Company by declaration of the Company's board of directors.

Benefit Payments – Benefit distributions are reported in the year paid.

Fair Value Measurements - Effective January 1, 2008, the Plan became subject to ASC Topic 820, (formerly, SFAS No. 157, *Fair Value Measurements*). ASC Topic 820 establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to measurements involving significant unobservable inputs (Level 3 measurements). The three levels of inputs used to measure fair value are as follows:

- Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities,
- Level 2 – Observable inputs other than quoted prices included within Level 1 such as quoted prices for similar assets and liabilities in active markets or quoted prices for identical assets or liabilities in inactive markets, and
- Level 3 – Unobservable inputs reflecting the Companies best estimate of what inputs market participants would use in pricing the asset or liability.

The following table presents financial assets that are measured at fair value on a recurring basis at December 31, 2009:

<u>Fair Value Measurements at Reporting Date Using</u>				
	Total	Level 1	Level 2	Level 3
Mutual Funds	\$20,002,566	\$20,002,566	—	—
Limited Partnerships	4,839,973	—	—	\$4,839,973
Common Stocks	3,336,615	3,336,615	—	—
U.S. Government obligations	2,192,473	—	\$2,192,473	—
Money Market Funds	1,954,186	1,954,186	—	—
Corporate Debt Securities	1,412,317	—	1,412,317	—
Life Insurance Policies (CSV)	26,719	—	—	26,719
Total	\$33,764,849	\$25,293,367	\$3,604,790	\$4,866,692

The following table presents financial assets that are measured at fair value on a recurring basis at December 31, 2008:

<u>Fair Value Measurements at Reporting Date Using</u>				
	Total	Level 1	Level 2	Level 3
Mutual Funds	\$13,069,425	\$13,069,425	—	—
Limited Partnerships	5,719,402	—	—	\$5,719,402
Common Stocks	2,827,124	2,827,124	—	—
U.S. Government obligations	2,112,437	—	\$2,112,437	—
Money Market Funds	1,760,330	1,760,330	—	—
Corporate Debt Securities	356,834	—	356,834	—
Life Insurance Policies (CSV)	26,132	—	—	26,132
Total	\$25,871,684	\$17,656,879	\$2,469,271	\$5,745,534

The following table presents a reconciliation of all assets measured at fair value on a recurring basis using significant unobservable inputs (Level 3) during the year ended December 31, 2009.

	Total	Limited Partnerships	Life Insurance Policies
Balance at December 31, 2008	\$5,745,534	\$5,719,402	\$26,132
Purchases, issuances, sales, distributions, net	(1,319,570)	(1,319,570)	
Realized and unrealized gains (losses) included in income	440,728	440,141	587
Balance at December 31, 2009	<u>\$4,866,692</u>	<u>\$4,839,973</u>	<u>\$26,719</u>

Use of Estimates – The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Risks and Uncertainties - The Plan utilizes various investment instruments. Investment securities are exposed to various risks, such as interest rate, credit, and overall market volatility. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and, that such changes could materially affect the amounts reported in the financial statements.

3. INVESTMENTS

During the year ended December 31, 2009, the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) appreciated in value as follows:

Mutual funds	\$ 3,742,283
Limited partnerships	440,141
Common stocks	443,628
Debt securities and life insurance	<u>47,282</u>
	<u>\$ 4,673,334</u>

The fair value of investments that represent 5% or more of the Plan's net assets available for benefits at December 31, 2009 and 2008 is as follows:

	2009	2008
Marshall Money Market	\$1,885,777	\$1,658,030
Deephaven Market Neutral Fund, Ltd.	362,702	1,323,773
Shepherd Fund, Ltd.	1,576,566	1,428,173
Dodge & Cox Income Fund	1,592,462	1,372,191
UMB Scout International Fund	1,813,657	1,089,629
UMB Scout Bond Fund	824,241	1,555,585

Exempt party-in-interest transactions include shares of common stock and mutual funds issued and managed by UMB, N.A., shares of money market funds managed by Robert W. Baird & Co., Inc., Bear Stearns & Co., and Marshall & Ilsley Trust Company.

4. TAX STATUS

The Plan has received a favorable determination letter from the Internal Revenue Service, dated April 15, 2003, stating that the Plan and related trust are designed in accordance with the applicable sections of the Internal Revenue Code. The Plan has been amended since receiving the determination letter. The plan administrator believes that the Plan is designed and being operated in compliance with the applicable requirements of the Internal Revenue Code.

5. SUBSEQUENT EVENTS

Effective June 15, 2009, the Plan became subject to ASC Topic 855, (formerly, SFAS No. 165, *Subsequent Events*). The Plan evaluated subsequent events through August 9, 2010, the date the financial statements were issued.

* * * *

BARTLETT AND COMPANY PROFIT SHARING PLAN AND TRUST

FORM 5500, SCHEDULE H, LINE PART IV, LINE 4i – SCHEDULE OF ASSETS (HELD AT END OF YEAR) – AS OF DECEMBER 31, 2009

EIN: 43-1210295, PLAN IDENTIFICATION NUMBER: 002

(a)	(b)	(c)	(d)	(e)
	Identity of Issue, Borrower, Lessor or Similar Party	Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	Cost	Current Value
*	Marshall Prime Money Market Fund	Money Market	\$ 1,885,777	\$ 1,885,777
*	Baird Money Fund	Money Market	2,495	2,495
*	Bear Stearns Money Fund	Money Market	65,915	65,915
	Money Market Funds		1,954,186	1,954,186
	Abbott Laboratories	Common stock, 975 shares	55,946	52,640
	Adobe Systems	Common stock, 2,000 shares	80,532	73,560
	Apache Corp.	Common stock, 650 shares	49,949	67,061
	Apple, Inc.	Common stock, 575 shares	55,141	121,171
	Autodesk Inc.	Common stock, 1,350 shares	31,662	34,304
	Baxter Intl, Inc.	Common stock, 975 shares	57,035	57,213
	Becton Dickinson & Co.	Common stock, 675 shares	59,889	53,231
	Bhp Billiton Ltd	Common stock, 1,075 shares	58,745	82,324
	CVS Caremark Corp.	Common stock, 1,950 shares	52,787	62,810
	Caterpillar, Inc.	Common stock, 1,175 shares	48,424	66,963
	Chevron Corp.	Common stock, 860 shares	58,235	66,211
	Cisco Sys, Inc.	Common stock, 3,300 shares	85,919	79,002
	Coca Cola Co.	Common stock, 1,234 shares	63,201	70,338
	Commerce Bancshares, Inc.	Common stock, 2,442 shares	11,977	94,554
	Costco Whsl Corp.	Common stock, 1,175 shares	78,087	69,525
	Covance, Inc.	Common stock, 1,270 shares	72,737	69,304
	Danaher Corp.	Common stock, 1,200 shares	86,210	90,240
	Deere & Co.	Common stock, 625 shares	26,283	33,806
	Disney, Walt Co.	Common stock, 2,300 shares	74,950	74,175
	Ericsson LM Tel Co	Common stock, 5,950 shares	61,374	54,681
	Eog Res, Inc.	Common stock, 735 shares	54,137	71,516
	Exelon Corp.	Common stock, 775 shares	39,385	37,874
	FPL Group Inc.	Common stock, 625 shares	34,027	33,013
	Genzyme Corp.	Common stock, 1,265 shares	75,602	61,998
	Gilead Sciences, Inc.	Common stock, 1,475 shares	68,041	63,823
	Google, Inc.	Common stock, 125 shares	69,086	77,498
	Home Depot Inc.	Common stock, 2,125 shares	51,797	61,476
	Illinois Tool Works, Inc.	Common stock, 1,525 shares	53,347	73,185
	Intel Corp.	Common stock, 4,025 shares	79,982	82,110
	International Business Machs Corp.	Common stock, 525 shares	53,295	68,723
	Jacobs Energy Groups, Inc.	Common stock, 600 shares	25,474	22,566
	Johnson Ctls Inc.	Common stock, 2,375 shares	60,621	64,695
	McCormick & Co.	Common stock, 1,775 shares	55,261	64,131
	Microsoft Corp.	Common stock, 1,475 shares	38,321	44,958
	National Oilwell Varco Inc.	Common stock, 1,470 shares	66,439	64,812

CONTINUED

BARTLETT AND COMPANY

PROFIT SHARING PLAN AND TRUST

FORM 5500, SCHEDULE H, LINE PART IV, LINE 4i – SCHEDULE OF ASSETS (HELD AT END OF YEAR) – AS OF DECEMBER 31, 2009

EIN: 43-1210295, PLAN IDENTIFICATION NUMBER: 002

(a)	(b)	(c)	(d)	(e)
	Identity of Issue, Borrower, Lessor or Similar Party	Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	Cost	Current Value
	Northern Trust Corp.	Common stock, 750 shares	29,826	39,300
	Occidental Pete Corp.	Common stock, 800 shares	56,489	65,080
	Oracle Corp.	Common stock, 3,075 shares	53,646	75,430
	Peabody Energy Corp.	Common stock, 1,585 shares	70,733	71,658
	Praxair, Inc.	Common stock, 775 shares	69,882	62,240
	Qualcomm Inc.	Common stock, 1,325 shares	54,186	61,295
	Raytheon Co.	Common stock, 1,275 shares	62,292	65,688
	Schlumberger LTD	Common stock, 1,075 shares	84,964	69,972
	Schwab, Charles Corp.	Common stock, 1,875 shares	38,259	35,288
	Staples Inc.	Common stock, 2,825 shares	63,808	69,467
	Target Corp.	Common stock, 1,475 shares	76,272	71,346
*	UMB Financial Corp.	Common stock, 7,700 shares	3,695	302,995
	Wells Fargo & Co.	Common stock, 1,000 shares	33,889	26,990
	Zimmer Hldgs Inc.	Common stock, 920 shares	51,276	54,381
	Total common stocks		2,743,114	3,336,615
	Allianz Nfj Small Cap Value Fund	Mutual fund, 9,380 shares	259,728	217,518
	Calamos Invt Tr New Conv FD Class A	Mutual fund, 69,071 shares	1,210,309	1,297,847
	Calamos Global Dynamic Income Fund	Mutual fund, 88,451 shares	641,196	695,223
	Central Fund of Canada, Ltd. Class A	Mutual fund, 7,000 shares	34,986	96,460
	Dodge & Cox Income Fund	Mutual fund, 122,875 shares	1,400,533	1,592,462
	Dodge & Cox International Stock Fund	Mutual fund, 10,186 shares	254,380	324,439
	Euro Pac Growth Fund Class F	Mutual fund, 37,634 shares	1,448,025	1,435,747
	ING Risk Managed Natural Resources Fund	Mutual fund, 80,930 shares	1,439,740	1,382,291
	Ishares Comex Gold Tr	Mutual fund, 7,534 shares	748,991	808,926
	Ishares Tr S&P Midcap 400 Index Fund	Mutual fund, 4,000 shares	224,772	289,640
	MFS intermediate Income Trust	Mutual fund, 10,000 shares	69,354	67,000
	NFJ Dividend Interest & Prem Strat Fund	Mutual fund, 59,987 shares	1,231,884	884,808
	Northern Small Cap Value Fund	Mutual fund, 18,368 shares	258,803	225,747
	PIMCO Total Return	Mutual fund, 135,208 shares	1,404,239	1,460,243
	PIMCO All Asset Fund Admin Class	Mutual fund, 126,978 shares	1,561,741	1,456,436
	PIMCO High Yield Fund	Mutual fund, 114,733 shares	782,771	1,009,646
	Powershares ETF Water Port	Mutual fund, 15,108 shares	181,178	254,721
*	UMB Scout Small Cap Fund Inc.	Mutual fund, 60,121 shares	687,658	767,150
*	UMB Mid Cap Fund	Mutual fund, 127,828 shares	1,316,605	1,399,722
*	UMB Int'l Discovery Fund	Mutual fund, 67,398 shares	555,820	563,449
*	UMB Stock Fund Inc.	Mutual fund, 63,971 shares	942,323	745,267
*	UMB International Fund Inc.	Mutual fund, 62,239 shares	1,442,879	1,813,657
*	UMB Scout Trendstar Small Cap Fund	Mutual fund, 52,409 shares	350,000	389,925
*	UMB Bond Fund	Mutual fund, 71,986 shares	791,241	824,241
	Total mutual funds		19,239,153	20,002,566

CONTINUED

BARTLETT AND COMPANY

PROFIT SHARING PLAN AND TRUST

FORM 5500, SCHEDULE H, LINE PART IV, LINE 4i – SCHEDULE OF ASSETS (HELD AT END OF YEAR) – AS OF DECEMBER 31, 2009

EIN: 43-1210295, PLAN IDENTIFICATION NUMBER: 002

(a)	(b)	(c)	(d)	(e)
	Identity of Issue, Borrower, Lessor or Similar Party	Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	Cost	Current Value
	Basso Multi-Strategy Fund, Ltd.	Limited partnership, 751 shares	429,255	63,376
	Deephaven Global Multi-Strategy Fund, Ltd.	Limited partnership, 135 shares	(497,400)	362,702
	Fletcher Income Arbitrage Fund	Limited partnership, 239 shares	546,745	587,374
	Para International Fund, Ltd.	Limited partnership, 4,590 shares	500,000	639,956
	PAW Partners, L.P.	Limited partnership	400,000	519,212
	Protégé Partners QP Fund, Ltd.	Limited partnership, 945 shares	1,000,000	1,090,787
	Shepherd Fund, Ltd.	Limited partnership	500,000	1,576,566
	Total limited partnerships		2,878,600	4,839,973
	Federal Farm Credit Banks	200,000, 3.95%, mat 7/23/12	200,375	211,437
	Federal Home Loan Banks	150,000, 2.50%, mat 12/23/13	149,888	148,454
	Federal Home Loan Banks	100,000, 4.00%, mat 2/15/11	101,029	103,719
	Federal Home Loan Banks	250,000, 4.38%, mat 8/15/11	246,933	263,516
	Federal Home Loan Banks	200,000, 4.50%, mat 9/14/12	203,498	214,125
	Federal Home Loan Mortgage Corp.	250,000, 4.25%, mat 10/28/10	251,235	257,255
	Federal National Mortgage Assn.	150,000, 3.25%, mat 11/17/14	151,125	149,227
	Federal National Mortgage Assn.	150,000, 3.00%, mat 12/30/14	150,000	148,595
	Government National Mortgage Assn.	127,597 shares, 5.00%, mat 3/20/17	131,026	134,670
	Government National Mortgage Assn.	33,713 shares, 5.50%, mat 6/20/17	34,214	35,905
	Government National Mortgage Assn.	16,738 shares, 5.50%, mat 7/15/17	16,999	17,869
	Government National Mortgage Assn.	302,118 shares, 5.50%, mat 11/15/18	315,760	322,266
	Government National Mortgage Assn.	153,277 shares, 5.00%, mat 12/15/18	157,876	162,062
	Government National Mortgage Assn.	21,964 shares, 5.50%, mat 12/15/20	21,977	23,373
	Total debt securities-US Government and governmental agencies		2,131,935	2,192,473
	BP Cap Mkts PLC Gtd	200,000, 3.63%, mat 5/8/14	199,957	204,602
	Bellsouth Corp.	250,000, 5.20%, mat 12/15/16	249,330	258,175
	Caterpillar Fini Svcs Corp.	250,000, 4.75%, mat 2/17/15	248,430	262,427
	John Deere Cap Corp.	250,000, 4.50%, mat 4/3/13	254,355	262,470
	General Electric Cap Corp.	100,000, 5.00%, mat 11/15/11	102,187	105,626
	Wachovia Corp.	100,000, 5.50%, mat 5/1/13	97,961	106,233
	Wal-Mart Stores, Inc.	100,000, 4.25%, mat 4/15/13	99,280	106,027
	Wells Fargo & Co.	100,000, 5.25%, mat 10/23/12	99,400	106,757
	Corporate debt securities		1,350,900	1,412,317
	AIG SunAmerica Life Assurance Co.	Life insurance policies	26,719	26,719
	Total investments		\$ 30,324,608	\$ 33,764,849

* Represents a party-in-interest.

BARTLETT AND COMPANY PROFIT SHARING PLAN AND TRUST

FORM 5500, SCHEDULE H, LINE PART IV, LINE 4j – SCHEDULE OF REPORTABLE TRANSACTIONS YEAR ENDED DECEMBER 31, 2009

EIN: 43-1210295, PLAN IDENTIFICATION NUMBER: 002

(a)	(b)	(c)	(d)	(f)	(g)	(h)
Identity of Party Involved	Description of Asset	Purchase Price	Selling Price	Expenses Incurred with Transaction	Cost of Asset	Net Gain or Loss

Single Transactions:

None

Series Transactions:

Marshall Prime	Money Market Fund					
	122 Purchases	\$ 7,460,991			\$ 7,460,991	
	45 Sales		\$ 7,358,245		7,358,245	

BARTLETT AND COMPANY PROFIT SHARING PLAN AND TRUST

FORM 5500, SCHEDULE H, LINE PART IV, LINE 4i – SCHEDULE OF ASSETS (HELD AT END OF YEAR) – AS OF DECEMBER 31, 2009

EIN: 43-1210295, PLAN IDENTIFICATION NUMBER: 002

(a)	(b)	(c)	(d)	(e)
	Identity of Issue, Borrower, Lessor or Similar Party	Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	Cost	Current Value
*	Marshall Prime Money Market Fund	Money Market	\$ 1,885,777	\$ 1,885,777
*	Baird Money Fund	Money Market	2,495	2,495
*	Bear Stearns Money Fund	Money Market	65,915	65,915
	Money Market Funds		1,954,186	1,954,186
	Abbott Laboratories	Common stock, 975 shares	55,946	52,640
	Adobe Systems	Common stock, 2,000 shares	80,532	73,560
	Apache Corp.	Common stock, 650 shares	49,949	67,061
	Apple, Inc.	Common stock, 575 shares	55,141	121,171
	Autodesk Inc.	Common stock, 1,350 shares	31,662	34,304
	Baxter Intl, Inc.	Common stock, 975 shares	57,035	57,213
	Becton Dickinson & Co.	Common stock, 675 shares	59,889	53,231
	Bhp Billiton Ltd	Common stock, 1,075 shares	58,745	82,324
	CVS Caremark Corp.	Common stock, 1,950 shares	52,787	62,810
	Caterpillar, Inc.	Common stock, 1,175 shares	48,424	66,963
	Chevron Corp.	Common stock, 860 shares	58,235	66,211
	Cisco Sys, Inc.	Common stock, 3,300 shares	85,919	79,002
	Coca Cola Co.	Common stock, 1,234 shares	63,201	70,338
	Commerce Bancshares, Inc.	Common stock, 2,442 shares	11,977	94,554
	Costco Whsl Corp.	Common stock, 1,175 shares	78,087	69,525
	Covance, Inc.	Common stock, 1,270 shares	72,737	69,304
	Danaher Corp.	Common stock, 1,200 shares	86,210	90,240
	Deere & Co.	Common stock, 625 shares	26,283	33,806
	Disney, Walt Co.	Common stock, 2,300 shares	74,950	74,175
	Ericsson LM Tel Co	Common stock, 5,950 shares	61,374	54,681
	Eog Res, Inc.	Common stock, 735 shares	54,137	71,516
	Exelon Corp.	Common stock, 775 shares	39,385	37,874
	FPL Group Inc.	Common stock, 625 shares	34,027	33,013
	Genzyme Corp.	Common stock, 1,265 shares	75,602	61,998
	Gilead Sciences, Inc.	Common stock, 1,475 shares	68,041	63,823
	Google, Inc.	Common stock, 125 shares	69,086	77,498
	Home Depot Inc.	Common stock, 2,125 shares	51,797	61,476
	Illinois Tool Works, Inc.	Common stock, 1,525 shares	53,347	73,185
	Intel Corp.	Common stock, 4,025 shares	79,982	82,110
	International Business Machs Corp.	Common stock, 525 shares	53,295	68,723
	Jacobs Energy Groups, Inc.	Common stock, 600 shares	25,474	22,566
	Johnson Ctls Inc.	Common stock, 2,375 shares	60,621	64,695
	McCormick & Co.	Common stock, 1,775 shares	55,261	64,131
	Microsoft Corp.	Common stock, 1,475 shares	38,321	44,958
	National Oilwell Varco Inc.	Common stock, 1,470 shares	66,439	64,812

CONTINUED

BARTLETT AND COMPANY

PROFIT SHARING PLAN AND TRUST

FORM 5500, SCHEDULE H, LINE PART IV, LINE 4i – SCHEDULE OF ASSETS (HELD AT END OF YEAR) – AS OF DECEMBER 31, 2009

EIN: 43-1210295, PLAN IDENTIFICATION NUMBER: 002

(a)	(b)	(c)	(d)	(e)
	Identity of Issue, Borrower, Lessor or Similar Party	Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	Cost	Current Value
	Northern Trust Corp.	Common stock, 750 shares	29,826	39,300
	Occidental Pete Corp.	Common stock, 800 shares	56,489	65,080
	Oracle Corp.	Common stock, 3,075 shares	53,646	75,430
	Peabody Energy Corp.	Common stock, 1,585 shares	70,733	71,658
	Praxair, Inc.	Common stock, 775 shares	69,882	62,240
	Qualcomm Inc.	Common stock, 1,325 shares	54,186	61,295
	Raytheon Co.	Common stock, 1,275 shares	62,292	65,688
	Schlumberger LTD	Common stock, 1,075 shares	84,964	69,972
	Schwab, Charles Corp.	Common stock, 1,875 shares	38,259	35,288
	Staples Inc.	Common stock, 2,825 shares	63,808	69,467
	Target Corp.	Common stock, 1,475 shares	76,272	71,346
*	UMB Financial Corp.	Common stock, 7,700 shares	3,695	302,995
	Wells Fargo & Co.	Common stock, 1,000 shares	33,889	26,990
	Zimmer Hldgs Inc.	Common stock, 920 shares	51,276	54,381
	Total common stocks		2,743,114	3,336,615
	Allianz Nfj Small Cap Value Fund	Mutual fund, 9,380 shares	259,728	217,518
	Calamos Invt Tr New Conv FD Class A	Mutual fund, 69,071 shares	1,210,309	1,297,847
	Calamos Global Dynamic Income Fund	Mutual fund, 88,451 shares	641,196	695,223
	Central Fund of Canada, Ltd. Class A	Mutual fund, 7,000 shares	34,986	96,460
	Dodge & Cox Income Fund	Mutual fund, 122,875 shares	1,400,533	1,592,462
	Dodge & Cox International Stock Fund	Mutual fund, 10,186 shares	254,380	324,439
	Euro Pac Growth Fund Class F	Mutual fund, 37,634 shares	1,448,025	1,435,747
	ING Risk Managed Natural Resources Fund	Mutual fund, 80,930 shares	1,439,740	1,382,291
	Ishares Comex Gold Tr	Mutual fund, 7,534 shares	748,991	808,926
	Ishares Tr S&P Midcap 400 Index Fund	Mutual fund, 4,000 shares	224,772	289,640
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*	UMB Bond Fund	Mutual fund, 71,986 shares	791,241	824,241
	Total mutual funds		19,239,153	20,002,566

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BARTLETT AND COMPANY

PROFIT SHARING PLAN AND TRUST

FORM 5500, SCHEDULE H, LINE PART IV, LINE 4i – SCHEDULE OF ASSETS (HELD AT END OF YEAR) – AS OF DECEMBER 31, 2009

EIN: 43-1210295, PLAN IDENTIFICATION NUMBER: 002

(a)	(b)	(c)	(d)	(e)
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	Protégé Partners QP Fund, Ltd.	Limited partnership, 945 shares	1,000,000	1,090,787
	Shepherd Fund, Ltd.	Limited partnership	500,000	1,576,566
	Total limited partnerships		2,878,600	4,839,973
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	Federal Home Loan Banks	200,000, 4.50%, mat 9/14/12	203,498	214,125
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	Federal National Mortgage Assn.	150,000, 3.00%, mat 12/30/14	150,000	148,595
	Government National Mortgage Assn.	127,597 shares, 5.00%, mat 3/20/17	131,026	134,670
	Government National Mortgage Assn.	33,713 shares, 5.50%, mat 6/20/17	34,214	35,905
	Government National Mortgage Assn.	16,738 shares, 5.50%, mat 7/15/17	16,999	17,869
	Government National Mortgage Assn.	302,118 shares, 5.50%, mat 11/15/18	315,760	322,266
	Government National Mortgage Assn.	153,277 shares, 5.00%, mat 12/15/18	157,876	162,062
	Government National Mortgage Assn.	21,964 shares, 5.50%, mat 12/15/20	21,977	23,373
	Total debt securities-US Government and governmental agencies		2,131,935	2,192,473
	BP Cap Mkts PLC Gtd	200,000, 3.63%, mat 5/8/14	199,957	204,602
	Bellsouth Corp.	250,000, 5.20%, mat 12/15/16	249,330	258,175
	Caterpillar Fini Svcs Corp.	250,000, 4.75%, mat 2/17/15	248,430	262,427
	John Deere Cap Corp.	250,000, 4.50%, mat 4/3/13	254,355	262,470
	General Electric Cap Corp.	100,000, 5.00%, mat 11/15/11	102,187	105,626
	Wachovia Corp.	100,000, 5.50%, mat 5/1/13	97,961	106,233
	Wal-Mart Stores, Inc.	100,000, 4.25%, mat 4/15/13	99,280	106,027
	Wells Fargo & Co.	100,000, 5.25%, mat 10/23/12	99,400	106,757
	Corporate debt securities		1,350,900	1,412,317
	AIG SunAmerica Life Assurance Co.	Life insurance policies	26,719	26,719
	Total investments		\$ 30,324,608	\$ 33,764,849

* Represents a party-in-interest.

BARTLETT AND COMPANY PROFIT SHARING PLAN AND TRUST

FORM 5500, SCHEDULE H, LINE PART IV, LINE 4j – SCHEDULE OF REPORTABLE TRANSACTIONS YEAR ENDED DECEMBER 31, 2009

EIN: 43-1210295, PLAN IDENTIFICATION NUMBER: 002

(a)	(b)	(c)	(d)	(f)	(g)	(h)
Identity of Party Involved	Description of Asset	Purchase Price	Selling Price	Expenses Incurred with Transaction	Cost of Asset	Net Gain or Loss

Single Transactions:

None

Series Transactions:

Marshall Prime	Money Market Fund					
	122 Purchases	\$ 7,460,991			\$ 7,460,991	
	45 Sales		\$ 7,358,245		7,358,245	