Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

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).

▶ **Complete all entries in accordance with the instructions to the Form 5500.**

OMB Nos. 1210-0110
1210-0089

2010

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010

A This return/report is for:
- [ ] a multiemployer plan;
- [ ] a multiple-employer plan; or
- [X] a single-employer plan;
- [ ] a DFE (specify) ____

B This return/report is:
- [ ] the first return/report;
- [ ] the final return/report;
- [ ] an amended return/report;
- [ ] a short plan year return/report (less than 12 months).

C If the plan is a collectively-bargained plan, check here. . . . . ▶ [ ]

D Check box if filing under:
- [X] Form 5558;
- [ ] automatic extension;
- [ ] the DFVC program;
- [ ] special extension (enter description)

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

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

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.	09/27/2011	JAMES HEBENSTREIT
	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**	689
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**	646
b	Retired or separated participants receiving benefits	**6b**	
c	Other retired or separated participants entitled to future benefits	**6c**	49
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	695
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	
f	Total. Add lines **6d** and **6e**	**6f**	695
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	695
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	79
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)	X	Insurance
(2)		Code section 412(e)(3) insurance contracts
(3)	X	Trust
(4)		General assets of the sponsor

9b Plan benefit arrangement (check all that apply)

(1)	X	Insurance
(2)		Code section 412(e)(3) insurance contracts
(3)	X	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)	X	**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)	X		**H** (Financial Information)
(2)			**I** (Financial Information – Small Plan)
(3)	X	1	**A** (Insurance Information)
(4)			**C** (Service Provider Information)
(5)			**D** (DFE/Participating Plan Information)
(6)			**G** (Financial Transaction Schedules)

SCHEDULE A (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Insurance Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).

▶ **File as an attachment to Form 5500.**

▶ Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).

OMB No. 1210-0110

2010

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For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010

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.

1 Coverage Information:

(a) Name of insurance carrier
SUNAMERICA

(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	I1578	2	05/01/2009	04/30/2010

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**	26054

6 Contracts With Allocated Funds:

a State the basis of premium rates ▶

b	Premiums paid to carrier	**6b**	
c	Premiums due but unpaid at the end of the year	**6c**	
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.	**6d**	

Specify nature of costs ▶

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**	
c	Additions: (1) Contributions deposited during the year	**7c(1)**			
	(2) Dividends and credits	**7c(2)**			
	(3) Interest credited during the year	**7c(3)**			
	(4) Transferred from separate account	**7c(4)**			
	(5) Other (specify below)	**7c(5)**			
	▶				
	(6) Total additions			**7c(6)**	
d	Total of balance and additions (add **b** and **c(6)**)			**7d**	
e	Deductions:				
	(1) Disbursed from fund to pay benefits or purchase annuities during year	**7e(1)**			
	(2) Administration charge made by carrier	**7e(2)**			
	(3) Transferred to separate account	**7e(3)**			
	(4) Other (specify below)	**7e(4)**			
	▶				
	(5) Total deductions			**7e(5)**	
f	Balance at the end of the current year (subtract **e(5)** from **d**)			**7f**	

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

2010

This Form is Open to Public Inspection

For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010

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

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	283456	23228
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	3979806	3994721
(2) Participant contributions	1b(2)		
(3) Other	1b(3)	37023	38009
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	1970663	1510490
(2) U.S. Government securities	1c(2)	2192473	1531699
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)	1412317	1844032
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)	3336615	3961384
(5) Partnership/joint venture interests	1c(5)	4839973	4821303
(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)	26719	26054
(15) Other	1c(15)	20002566	24819757

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(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	38081611	42570677
	Liabilities			
g	Benefit claims payable	1g		
h	Operating payables	1h		
i	Acquisition indebtedness	1i		
j	Other liabilities	1j		
k	Total liabilities (add all amounts in lines 1g through1j)	1k		
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	38081611	42570677

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)	3994721	
	(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)		3994721
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	211	
	(B) U.S. Government securities	2b(1)(B)	80604	
	(C) Corporate debt instruments	2b(1)(C)	73112	
	(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)		153927
	(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
	(B) Common stock	2b(2)(B)	58080	
	(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	652723	
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		710803
	(3) Rents	2b(3)		
	(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)	3339337	
	(B) Aggregate carrying amount (see instructions)	2b(4)(B)	3213317	
	(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		126020

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)	2834403	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		2834403
(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)		285635
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		8105509
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	3616443	
(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)		3616443
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		3616443
Net Income and Reconciliation			
k Net income (loss). Subtract line 2j from line 2d	2k		4489066
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) [X] 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 [X] 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.)	4a		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.)	4b		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.)	4c		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.)	4d		X	
e	Was this plan covered by a fidelity bond?	4e	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?	4f		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?	4g		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?	4h		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.)	4i	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.)	4j	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?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		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.	4n			

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)

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

2010

This Form is Open to Public Inspection.

For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010

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 Distributions

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 of 412 of the Internal Revenue Code or ERISA section 302, skip this Part)

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

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**

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.

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**

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):

---

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, 2010 and 2009

Pickett, Chaney & McMullen LLP
Certified Public Accountants

9401 W. 87th Street, Suite 200, Overland Park, Kansas 66212
913.438.5077 fax 913.438.5078

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, 2010 and 2009, and the related statement of changes in net assets available for benefits for the year ended December 31, 2010. 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, 2010 and 2009, and the changes in net assets available for benefits for the year ended December 31, 2010, 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, 2010 and Schedule of Reportable Transactions for the year ended December 31, 2010 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 25, 2011

BARTLETT AND COMPANY PROFIT SHARING PLAN AND TRUST

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
DECEMBER 31, 2010 AND 2009

	2010	2009
ASSETS		
Investments, at fair value (notes 2 and 3):		
Mutual funds	$ 24,819,757	$ 20,002,566
Limited partnerships	4,821,303	4,839,973
Common stocks	3,961,384	3,336,615
U.S. Government obligations	1,531,699	2,192,473
Money market funds	1,494,007	1,954,186
Corporate debt securities	1,844,032	1,412,317
Life insurance	26,054	26,719
Total investments	38,498,236	33,764,849
Cash	39,711	299,933
Employer contribution receivable	3,994,721	3,979,806
Accrued investment income	38,009	37,023
Total Assets	42,570,677	38,081,611
NET ASSETS AVAILABLE FOR BENEFITS	$ 42,570,677	$ 38,081,611

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, 2010

ADDITIONS TO NET ASSETS ATTRIBUTABLE TO:	
Investment income (notes 2 and 3):	
Interest and dividends	$ 864,730
Net appreciation in fair value of investments	3,246,058
Net investment gain	4,110,788
Employer contribution (notes 1 and 2)	3,994,721
Net additions	8,105,509
DEDUCTIONS FROM NET ASSETS ATTRIBUTABLE TO:	
Distributions of benefits to participants	3,616,443
NET INCREASE	4,489,066
NET ASSETS AVAILABLE FOR BENEFITS:	
Beginning of year	38,081,611
End of year	$ 42,570,677

See notes to financial statements.

BARTLETT AND COMPANY PROFIT SHARING PLAN AND TRUST

NOTES TO FINANCIAL STATEMENTS
YEARS ENDED DECEMBER 31, 2010 AND 2009

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. Three 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, 2010 were approximately $369,800.

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, 2010 and 2009, the income fund assets available for benefits were $1,139,553 and $0 respectively, and net investment income for the year ended December 31, 2010 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. There are no unfunded commitments for 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, *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, 2010:

	Fair Value Measurements at Reporting Date Using			
	Total	**Level 1**	**Level 2**	**Level 3**
Mutual Funds:				
Fixed Income	$2,505,025	$2,505,025	—	—
International	3,588,729	3,588,729	—	—
Index Funds	1,981,445	1,981,445	—	—
Balanced Funds	7,175,410	7,175,410	—	—
Growth Funds	7,386,718	7,386,718	—	—
Bond Funds	1,974,220	1,974,220	—	—
Other Funds	208,210	208,210	—	—
Common Stocks:				
Health Care	391,131	391,131	—	—
Information Technology	740,256	740,256	—	—
Energy	533,834	533,834	—	—
Consumer Products	698,731	698,731	—	—
Industrials	567,638	567,638	—	—
Financials	729,926	729,926	—	—
Other Stocks	299,868	299,868	—	—
Money Market Funds	1,494,007	1,494,007	—	—
U.S. Government obligations	1,531,699	—	$1,531,699	—
Corporate Debt Securities	1,844,032	—	1,844,032	—
Limited Partnerships	4,821,303	—	—	$4,821,303
Life Insurance Policies (CSV)	26,054	—	—	26,054
Total	$38,498,237	$30,275,149	$3,375,731	$4,847,357

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

	Total	Level 1	Level 2	Level 3
Mutual Funds:				
Fixed Income	6,343,030	6,343,030	—	—
International	2,701,545	2,701,545	—	—
Index Funds	2,238,094	2,238,094	—	—
Balanced Funds	3,392,792	3,392,792	—	—
Growth Funds	4,720,380	4,720,380	—	—
Value Funds	443,265	443,265	—	—
Other Funds	163,460	163,460	—	—
Common Stock:				
Health Care	412,590	412,590	—	—
Information Technology	772,729	772,729	—	—
Energy	476,309	476,309	—	—
Consumer Products	607,962	607,962	—	—
Industrials	352,448	352,448	—	—
Financials	499,127	499,127	—	—
Other Stocks	215,450	215,450	—	—
Money Market Funds	1,954,186	1,954,186	—	—
U.S. Government obligations	2,192,473	—	$2,192,473	—
Corporate Debt Securities	1,412,317	—	1,412,317	—
Limited Partnerships	4,839,973	—	—	$4,839,973
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 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, 2010.

	Total	Limited Partnerships	Life Insurance Policies
Balance at December 31, 2009	$4,866,692	$4,839,973	$26,719
Purchases, issuances, sales, distributions, net	(412,840)	(411,540)	(1,300)
Unrealized gains included in income	393,505	392,870	635
Balance at December 31, 2010	$4,847,357	$4,821,303	$26,054

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, 2010, 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	$	2,490,571
Limited partnerships		406,411
Common stocks		320,572
Debt securities and life insurance		28,504
	$	3,246,058

The fair value of investments that represent 5% or more of the Plan's net assets available for benefits at December 31, 2010 and 2009 is as follows:

	2010	2009
Scout International Fund	2,745,514	1,813,657
Scout Mid Cap Fund	3,283,446	1,399,722
Scout Stock Fund	2,345,815	745,367

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.; J.P. Morgan Securities Inc.; 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.

In accordance with ASC Topic 605, the plan administrator has determined that as of December 31, 2010, there are no tax positions that would require recognition or disclosure in the financial statements.

5. SUBSEQUENT EVENTS

Effective June 15, 2009, the Plan became subject to ASC Topic 855. The Plan evaluated subsequent events through August 25, 2011, the date the financial statements were issued. There are no material events requiring additional recognition or disclosure.

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, 2010

EIN: 43-1210295, PLAN IDENTIFICATION NUMBER: 002

(a)	(b) Identity of Issue, Borrower, Lessor or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
*	Marshall Prime Money Market Fund	Money Market	$ 1,419,147	$ 1,419,147
*	Baird Money Fund	Money Market	3,098	3,098
*	JP Morgan Money Fund	Money Market	71,762	71,762
	Money Market Funds		1,494,007	1,494,007
	3M Co.	Common stock, 1,215 shares	102,512	104,854
	Abbott Laboratories	Common stock, 1.315 shares	73,784	63,002
	Affiliated Managers Group Inc.	Common stock, 300 shares	25,945	29,766
	Allergan Inc.	Common stock, 1,170 shares	73,176	80,344
	Apache Corp.	Common stock, 1,085 shares	90,901	129,364
	Apple, Inc.	Common stock, 305 shares	40,529	98,381
	Berkshire Hathaway Inc.	Common stock, 200 shares	15,604	16,022
	Boeing Co.	Common stock, 1,195 shares	72,039	77,986
	Broadcom Corp.	Common stock, 1,470 shares	60,372	64,018
	Carnival Corp.	Common stock, 1,905 shares	70,944	87,839
	Caterpillar, Inc.	Common stock, 665 shares	27,406	62,284
	Chevron Corp.	Common stock, 860 shares	58,235	78,475
	Cisco Sys, Inc.	Common stock, 3,300 shares	85,919	66,759
	Citrix Sys Inc.	Common stock, 920 shares	54,236	62,937
	Clorox Co.	Common stock, 1,080 shares	70,447	68,342
	Coach Inc.	Common stock, 1,605 shares	66,568	88,772
	Commerce Bancshares, Inc.	Common stock, 2,564 shares	11,977	101,872
	Costco Whsl Corp.	Common stock, 1,255 shares	82,884	90,623
	Danaher Corp.	Common stock, 2,400 shares	86,210	113,208
	Deere & Co.	Common stock, 625 shares	26,283	51,906
	Discover Finl Svcs	Common stock, 6,065 shares	92,324	112,384
	Disney, Walt Co.	Common stock, 2,300 shares	74,950	86,273
	Dominion Res Inc.	Common stock, 1,455 shares	63,583	62,158
	Duke Energy Hldg Corp.	Common stock, 3,805 shares	65,637	67,767
	EMC Corp.	Common stock, 4,015 shares	80,473	91,943
	Ericsson LM Tel Co	Common stock, 5,950 shares	61,374	68,604
	Franklin Res Inc.	Common stock, 630 shares	65,230	70,062
	Illinois Tool Works, Inc.	Common stock, 1,525 shares	53,347	81,435
	International Business Machs Corp.	Common stock, 525 shares	53,295	77,049
	Johnson Ctls Inc.	Common stock, 2,375 shares	60,621	90,725
	Murphy Oil Corp.	Common stock, 790 shares	51,765	58,895
	National Oilwell Varco Inc.	Common stock, 1,470 shares	66,439	98,858

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, 2010

EIN: 43-1210295, PLAN IDENTIFICATION NUMBER: 002

(a)	(b) Identity of Issue, Borrower, Lessor or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
	Occidental Pete Corp.	Common stock, 800 shares	56,489	78,480
	Oracle Corp.	Common stock, 3,075 shares	53,646	96,248
	Pepsico Inc.	Common stock, 1,090 shares	70,296	71,210
	Praxair, Inc.	Common stock, 860 shares	70,432	82,104
	Procter & Gamble	Common stock, 1,045 shares	64,534	67,225
	Progressive Corp.	Common stock, 3,315 shares	69,217	65,869
	Schlumberger LTD	Common stock, 1,075 shares	84,964	89,763
	Smucker JM Co.	Common stock, 1,075 shares	62,575	70,574
	Teva Pharmaceutical Inds LTD	Common stock, 985 shares	52,697	51,348
	Thermo Fisher Corp	Common stock, 1,355 shares	66,601	75,013
	Toronto Dominion BK Ont	Common stock, 200 shares	13,655	14,862
*	UMB Financial Corp.	Common stock, 7,700 shares	3,695	319,088
	UnitedHealth Group Inc	Common stock, 1,995 shares	68,979	72,039
	United Technologies Corp.	Common stock, 965 shares	71,936	75,965
	Verizon Communications Inc.	Common stock, 3,195 shares	94,763	114,317
	Wal-Mart Stores Inc.	Common stock, 1,205 shares	64,305	64,986
	Zimmer Hldgs Inc.	Common stock, 920 shares	51,276	49,386
	Total common stocks		3,005,069	3,961,384
	Calamos Invt Tr New Conv FD Class A	Mutual fund, 73,430 shares	1,293,921	1,438,490
	Calamos Global Dynamic Income Fund	Mutual fund, 95,534 shares	696,206	799,616
	Central Fund of Canada, Ltd. Class A	Mutual fund, 7,000 shares	34,986	145,110
	Euro Pac Growth Fund Class F	Mutual fund, 38,155 shares	1,469,228	1,570,443
	ING Risk Managed Natural Resources Fund	Mutual fund, 66,199 shares	1,133,421	1,014,825
	Ishares Comex Gold Tr	Mutual fund, 43,182 shares	452,833	600,230
	MFS intermediate Income Trust	Mutual fund, 10,000 shares	69,354	63,100
	NFJ Dividend Interest & Prem Strat Fund	Mutual fund, 62,403 shares	1,268,419	1,092,682
	PIMCO All Asset All Authority	Mutual fund, 99,056 shares	1,031,056	1,047,021
	PIMCO Global Advantage Strategy Bond Fund	Mutual fund, 93,643 shares	1,028,831	1,042,251
	PIMCO High Yield Fund	Mutual fund, 124,120 shares	867,559	1,154,314
	PIMCO Total Return	Mutual fund, 99,826 shares	1,030,775	1,083,116
	PIMCO Unconstrained Bond Fund	Mutual fund, 83,961 shares	929,449	931,968
	Powershares ETF Water Port	Mutual fund, 15,194 shares	182,719	288,533
	Tortoise Power & Energy Infrastructure Fund	Mutual fund, 24,779 shares	533,787	606,838
*	Scout Bond Fund	Mutual fund, 23,029 shares	266,750	267,594
*	Scout International Discovery Fund	Mutual fund, 86,929 shares	717,926	843,216
*	Scout International Fund	Mutual fund, 84,790 shares	2,188,187	2,745,514
*	Scout Mid Cap Fund	Mutual fund, 245,767 shares	2,691,440	3,283,446
*	Scout Small Cap Fund	Mutual fund, 55,012 shares	648,902	848,281
*	Scout Stock Fund	Mutual fund, 182,554 shares	2,132,667	2,345,815
*	Scout Trendstar Small Cap Fund	Mutual fund, 174,523 shares	1,335,404	1,607,354
	Total mutual funds		22,003,820	24,819,757

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, 2010

EIN: 43-1210295, PLAN IDENTIFICATION NUMBER: 002

(a)	(b) Identity of Issue, Borrower, Lessor or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
	Basso Multi-Strategy Fund, Ltd.	Limited partnership, 751 shares	369,595	3,858
	Deephaven Global Multi-Strategy Fund, Ltd.	Limited partnership, 39 shares	39,130	119,667
	Fletcher Income Arbitrage Fund	Limited partnership, 239 shares	-	53,787
	Para International Fund, Ltd.	Limited partnership, 4,590 shares	500,000	702,716
	PAW Partners, L.P.	Limited partnership	400,000	542,376
	Protégé Partners QP Fund, Ltd.	Limited partnership, 945 shares	1,000,000	1,151,412
	Shepherd Fund, Ltd.	Limited partnership	500,000	1,733,749
	Thirteen Partners Offshore, Ltd.	Limited partnership	500,000	513,738
	Total limited partnerships		3,308,725	4,821,303
	Federal Farm Credit Banks	200,000, 3.95%, mat 7/23/12	200,375	210,548
	Federal Home Loan Banks	250,000, 4.38%, mat 8/15/11	246,933	256,211
	Federal Home Loan Banks	200,000, 4.50%, mat 9/14/12	203,498	213,006
	Federal Home Loan Banks	100,000, 4.00%, mat 2/15/11	101,029	100,438
	Federal Home Loan Banks	150,000, 3.00%, mat 7/19/17	150,375	150,096
	Federal Home Loan Banks	100,000, 2.80%, mat 8/11/17	99,900	99,807
	Government National Mortgage Assn.	66,338 shares, 5.00%, mat 3/20/17	68,121	70,691
	Government National Mortgage Assn.	25,147 shares, 5.50%, mat 6/20/17	25,521	27,107
	Government National Mortgage Assn.	13,176 shares, 5.50%, mat 7/15/17	13,382	14,263
	Government National Mortgage Assn.	212,372 shares, 5.50%, mat 11/15/18	221,962	230,158
	Government National Mortgage Assn.	130,619 shares, 5.00%, mat 12/15/18	134,537	140,027
	Government National Mortgage Assn.	17,872 shares, 5.50%, mat 12/15/20	17,883	19,347
	Total debt securites-US Government and governmental agencies		1,483,516	1,531,699
	BP Cap Mkts PLC Gtd	200,000, 3.63%, mat 5/8/14	204,973	206,166
	Bellsouth Corp.	250,000, 5.20%, mat 12/15/16	249,330	275,005
	Berkshire Hathaway Fin Corp.	175,000, 4.60%, mat 5/15/13	187,103	188,237
	Caterpillar Fini Svcs Corp.	250,000, 4.75%, mat 2/17/15	248,430	272,968
	John Deere Cap Corp.	250,000, 4.50%, mat 4/3/13	254,355	267,400
	General Electric Cap Corp.	100,000, 5.00%, mat 11/15/11	102,187	103,814
*	JP Morgan Chase & Co.	200,000, 3.70%, mat 1/20/15	201,682	206,978
	Wachovia Corp.	100,000, 5.50%, mat 5/1/13	97,961	108,820
	Wal-Mart Stores, Inc.	100,000, 4.25%, mat 4/15/13	99,280	107,436
	Wells Fargo & Co.	100,000, 5.25%, mat 10/23/12	99,400	107,208
	Corporate debt securities		1,744,701	1,844,032
	AIG SunAmerica Life Assurance Co.	Life insurance policies	26,054	26,054
	Total investments		$ 32,224,226	$ 38,498,236

* 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, 2010

EIN: 43-1210295, PLAN IDENTIFICATION NUMBER: 002

(a) Identity of Party Involved	(b) Description of Asset	(c) Purchase Price	(d) Selling Price	(g) Cost of Asset	(h) Current Value of Asset on Transaction Date
Single Transactions:					
None					
Series Transactions:					
Marshall Prime	Money Market Fund				
	143 Purchases	$ 4,552,209		$ 4,552,209	$ 4,552,209
	38 Sales		$ 5,131,693	5,131,693	5,131,693

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, 2010

EIN: 43-1210295, PLAN IDENTIFICATION NUMBER: 002

(a)	(b) Identity of Issue, Borrower, Lessor or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
*	Marshall Prime Money Market Fund	Money Market	$ 1,419,147	$ 1,419,147
*	Baird Money Fund	Money Market	3,098	3,098
*	JP Morgan Money Fund	Money Market	71,762	71,762
	Money Market Funds		1,494,007	1,494,007
	3M Co.	Common stock, 1,215 shares	102,512	104,854
	Abbott Laboratories	Common stock, 1.315 shares	73,784	63,002
	Affiliated Managers Group Inc.	Common stock, 300 shares	25,945	29,766
	Allergan Inc.	Common stock, 1,170 shares	73,176	80,344
	Apache Corp.	Common stock, 1,085 shares	90,901	129,364
	Apple, Inc.	Common stock, 305 shares	40,529	98,381
	Berkshire Hathaway Inc.	Common stock, 200 shares	15,604	16,022
	Boeing Co.	Common stock, 1,195 shares	72,039	77,986
	Broadcom Corp.	Common stock, 1,470 shares	60,372	64,018
	Carnival Corp.	Common stock, 1,905 shares	70,944	87,839
	Caterpillar, Inc.	Common stock, 665 shares	27,406	62,284
	Chevron Corp.	Common stock, 860 shares	58,235	78,475
	Cisco Sys, Inc.	Common stock, 3,300 shares	85,919	66,759
	Citrix Sys Inc.	Common stock, 920 shares	54,236	62,937
	Clorox Co.	Common stock, 1,080 shares	70,447	68,342
	Coach Inc.	Common stock, 1,605 shares	66,568	88,772
	Commerce Bancshares, Inc.	Common stock, 2,564 shares	11,977	101,872
	Costco Whsl Corp.	Common stock, 1,255 shares	82,884	90,623
	Danaher Corp.	Common stock, 2,400 shares	86,210	113,208
	Deere & Co.	Common stock, 625 shares	26,283	51,906
	Discover Finl Svcs	Common stock, 6,065 shares	92,324	112,384
	Disney, Walt Co.	Common stock, 2,300 shares	74,950	86,273
	Dominion Res Inc.	Common stock, 1,455 shares	63,583	62,158
	Duke Energy Hldg Corp.	Common stock, 3,805 shares	65,637	67,767
	EMC Corp.	Common stock, 4,015 shares	80,473	91,943
	Ericsson LM Tel Co	Common stock, 5,950 shares	61,374	68,604
	Franklin Res Inc.	Common stock, 630 shares	65,230	70,062
	Illinois Tool Works, Inc.	Common stock, 1,525 shares	53,347	81,435
	International Business Machs Corp.	Common stock, 525 shares	53,295	77,049
	Johnson Ctls Inc.	Common stock, 2,375 shares	60,621	90,725
	Murphy Oil Corp.	Common stock, 790 shares	51,765	58,895
	National Oilwell Varco Inc.	Common stock, 1,470 shares	66,439	98,858

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, 2010

EIN: 43-1210295, PLAN IDENTIFICATION NUMBER: 002

(a)	(b) Identity of Issue, Borrower, Lessor or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
	Occidental Pete Corp.	Common stock, 800 shares	56,489	78,480
	Oracle Corp.	Common stock, 3,075 shares	53,646	96,248
	Pepsico Inc.	Common stock, 1,090 shares	70,296	71,210
	Praxair, Inc.	Common stock, 860 shares	70,432	82,104
	Procter & Gamble	Common stock, 1,045 shares	64,534	67,225
	Progressive Corp.	Common stock, 3,315 shares	69,217	65,869
	Schlumberger LTD	Common stock, 1,075 shares	84,964	89,763
	Smucker JM Co.	Common stock, 1,075 shares	62,575	70,574
	Teva Pharmaceutical Inds LTD	Common stock, 985 shares	52,697	51,348
	Thermo Fisher Corp	Common stock, 1,355 shares	66,601	75,013
	Toronto Dominion BK Ont	Common stock, 200 shares	13,655	14,862
*	UMB Financial Corp.	Common stock, 7,700 shares	3,695	319,088
	UnitedHealth Group Inc	Common stock, 1,995 shares	68,979	72,039
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	Wal-Mart Stores Inc.	Common stock, 1,205 shares	64,305	64,986
	Zimmer Hldgs Inc.	Common stock, 920 shares	51,276	49,386
	Total common stocks		3,005,069	3,961,384
	Calamos Invt Tr New Conv FD Class A	Mutual fund, 73,430 shares	1,293,921	1,438,490
	Calamos Global Dynamic Income Fund	Mutual fund, 95,534 shares	696,206	799,616
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	NFJ Dividend Interest & Prem Strat Fund	Mutual fund, 62,403 shares	1,268,419	1,092,682
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	PIMCO Total Return	Mutual fund, 99,826 shares	1,030,775	1,083,116
	PIMCO Unconstrained Bond Fund	Mutual fund, 83,961 shares	929,449	931,968
	Powershares ETF Water Port	Mutual fund, 15,194 shares	182,719	288,533
	Tortoise Power & Energy Infrastructure Fund	Mutual fund, 24,779 shares	533,787	606,838
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	Total mutual funds		22,003,820	24,819,757

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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, 2010

EIN: 43-1210295, PLAN IDENTIFICATION NUMBER: 002

(a)	(b) Identity of Issue, Borrower, Lessor or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
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	Para International Fund, Ltd.	Limited partnership, 4,590 shares	500,000	702,716
	PAW Partners, L.P.	Limited partnership	400,000	542,376
	Protégé Partners QP Fund, Ltd.	Limited partnership, 945 shares	1,000,000	1,151,412
	Shepherd Fund, Ltd.	Limited partnership	500,000	1,733,749
	Thirteen Partners Offshore, Ltd.	Limited partnership	500,000	513,738
	Total limited partnerships		3,308,725	4,821,303
	Federal Farm Credit Banks	200,000, 3.95%, mat 7/23/12	200,375	210,548
	Federal Home Loan Banks	250,000, 4.38%, mat 8/15/11	246,933	256,211
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	Federal Home Loan Banks	150,000, 3.00%, mat 7/19/17	150,375	150,096
	Federal Home Loan Banks	100,000, 2.80%, mat 8/11/17	99,900	99,807
	Government National Mortgage Assn.	66,338 shares, 5.00%, mat 3/20/17	68,121	70,691
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	Government National Mortgage Assn.	17,872 shares, 5.50%, mat 12/15/20	17,883	19,347
	Total debt securites-US Government and governmental agencies		1,483,516	1,531,699
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	Bellsouth Corp.	250,000, 5.20%, mat 12/15/16	249,330	275,005
	Berkshire Hathaway Fin Corp.	175,000, 4.60%, mat 5/15/13	187,103	188,237
	Caterpillar Fini Svcs Corp.	250,000, 4.75%, mat 2/17/15	248,430	272,968
	John Deere Cap Corp.	250,000, 4.50%, mat 4/3/13	254,355	267,400
	General Electric Cap Corp.	100,000, 5.00%, mat 11/15/11	102,187	103,814
*	JP Morgan Chase & Co.	200,000, 3.70%, mat 1/20/15	201,682	206,978
	Wachovia Corp.	100,000, 5.50%, mat 5/1/13	97,961	108,820
	Wal-Mart Stores, Inc.	100,000, 4.25%, mat 4/15/13	99,280	107,436
	Wells Fargo & Co.	100,000, 5.25%, mat 10/23/12	99,400	107,208
	Corporate debt securities		1,744,701	1,844,032
	AIG SunAmerica Life Assurance Co.	Life insurance policies	26,054	26,054
	Total investments		$ 32,224,226	$ 38,498,236

* 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, 2010

EIN: 43-1210295, PLAN IDENTIFICATION NUMBER: 002

(a) Identity of Party Involved	(b) Description of Asset	(c) Purchase Price	(d) Selling Price	(g) Cost of Asset	(h) Current Value of Asset on Transaction Date
Single Transactions:					
None					
Series Transactions:					
Marshall Prime	Money Market Fund				
	143 Purchases	$ 4,552,209		$ 4,552,209	$ 4,552,209
	38 Sales		$ 5,131,693	5,131,693	5,131,693