FIRST QUARTER REPORT
March 31st, 2011

Performance

To March 31st, 2011 the performance of the **HughesLittle Value Fund** and the **HughesLittle Balanced Fund** was as follows:

	Value Fund *(non-RSP)*	**Balanced Fund** (*RSP*)
Unit Price – March 31, 2011	$ 11.99	$ 9.89
Unit Price – December 31, 2010	$ 11.12	$ 9.21
Distributions Paid Per Unit Since Inception	$ 1.26	$ 3.50
First Quarter	7.8 %	7.4 %
Annualized Return Since Inception	5.3 %	6.2 %
Annualized Return S&P/TSX	9.2 %	8.0 %
Annualized Return S&P 500 CDN$	- 0.1 %	0.0 %

Annual Returns to March 31st, 2011:

	2011	**2010**	**2009**	**2008**	**2007**
Value Fund	11.9%	40.0%	-31.4%	0.3%	15.2%
Balanced Fund	13.8%	28.3%	-23.8%	2.4%	15.6%
S&P/TSX Index	20.4%	42.2%	-32.4%	4.0%	11.4%
S&P 500 CDN$	10.3%	21.0%	-23.9%	-15.6%	10.6%

Notes: The Value Fund commenced operations June 30th, 2005 at a unit value of $10.00.
The Balanced Fund commenced operations August 31st, 2005 at a unit value of $10.00
Performance results are net of investment management fees and Fund expenses.
Index returns correspond to Fund inception dates. S&P 500 Index return is converted to Cdn$.

During the first quarter of 2011 we continued to increase the Funds' weighting in consumer products and services businesses. Consumer oriented businesses now make-up about 60 percent of the common stocks the Funds' own.

The revenues and earnings our consumer businesses generate are approximately one-third in Canadian dollars, one-third in U.S. dollars, and one-third in various foreign currencies.

We have long preferred consumer products and services businesses over most financial or mining businesses. The economics, uses, and appeal of soda pop versus credit default swaps or selling uranium is for us, a no-brainer. Consumer goods are real. We can walk into a store and see our products and compare them to the competition for instance. Financial products, like derivatives, are too abstract.

As outside investors there's a lot we do not know about the companies in which we invest. Regardless of how much research we do, it is simply not possible to know everything. This knowledge-gap carries risks. To mitigate these risks we try to be honest with ourselves about what is 'knowable' and what is not.

Here are a few things we know about our consumer businesses:

1. Our companies' products and services are low priced, daily purchases that are available and affordable almost everywhere in the world.
2. Our companies operate in hundreds of countries in the developed and developing world.
3. Our companies are established leaders in most of their markets.
4. The competitive dynamics of most of their markets are particularly appealing; our companies have proven pricing power.

As a result we think our consumer businesses have excellent potential to continue their above-average growth in intrinsic value. The most important drivers of sustainable intrinsic value are gains in revenues and profits and a company's ability to earn high returns on capital invested.

Over the short, medium and long-term our eight consumer companies have generated well above-average results throughout all economic conditions. Over the past several years, average annual revenue growth for our consumer businesses has been almost 10 percent, profit growth in excess of 10 percent, and returns on capital have averaged above 20 percent.

It is worth noting that our companies generate most of their revenue and profit growth by doing the same thing year after year. Our companies are growing 'organically.' They are expanding proven products into new markets and introducing new products into proven markets. For us, organic growth is 'knowable,' low-risk growth in the sense that it almost always adds to intrinsic value. When one of our companies expands their products or services into a new market, we're pretty certain value is being added to the company.

In contrast to companies that grow organically, are those that use acquisitions to grow their revenues and profits. History has shown, and our observations concur, that most (not all) acquisitions rarely add value and many destroy value. In our experience, acquisition oriented companies, at the very least, constantly add to what is 'unknowable' to the outside investor.

We provide more details of this analysis in the attached Investment Review.

Portfolio Review

During the first quarter both Funds added money to existing holdings in consumer products and services. Both Funds also eliminated one small holding in the agriculture business.

We include a full list of the quarter's buy and sell activity in the attached Investment Review.

As of March 31st, the Value Fund is 91 percent invested in 17 companies. The Fund owns eight Canadian companies, four U.S. companies, and five holdings based outside of North America. The Value Fund's top five positions make-up 49 percent of the Fund's assets.

The Balanced Fund is 81 percent invested in the common shares of six Canadian companies, four U.S. companies, and five companies based outside of North America. The Balanced Fund's top five positions make-up 36 percent of the Fund's assets.

Miscellaneous

Enclosed with this report for clients are:

1. The First Quarter 2011 Investment Review
2. Your Client Statement.

Kind Regards,

Joe Little Mark Hughes

April 10, 2011