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

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

For calendar year **2008**, or tax year beginning **2008**, and ending **20**

G Check all that apply. Initial return Final return Amended return Address change Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation HATTIE A AND FRED C LYNAM TRUST 005396		A Employer identification number 01-0222218
	Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see page 10 of the instructions) (207) 945-5244
	135 HIGH STREET, P.O. BOX 1100 City or town, state, and ZIP code ELLSWORTH, ME 04605-1100		C If exemption application is pending, check here <input type="checkbox"/> D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 4,799,596.		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments	59,089.	59,089.		STMT 1
4 Dividends and interest from securities	148,200.	148,200.		STMT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-124,197.			
b Gross sales price for all assets on line 6a	5,069,399.			
7 Capital gain net income (from Part IV, line 2)				
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	83,092.	207,289.		
13 Compensation of officers, directors, trustees, etc.	36,019.	18,010.		18,010.
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule) STMT 4	1,348.	1,348.	NONE	NONE
b Accounting fees (attach schedule) STMT 5	200.	100.	NONE	100.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see page 22 of the instructions) STMT 6	2,600.			
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule) STMT 7	19,513.			
24 Total operating and administrative expenses. Add lines 13 through 23	59,680.	19,458.	NONE	18,110.
25 Contributions, gifts, grants paid	167,010.			167,010.
26 Total expenses and disbursements. Add lines 24 and 25	226,690.	19,458.	NONE	185,120.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-143,598.			
b Net investment income (if negative, enter -0-)		187,831.		
c Adjusted net income (if negative, enter -0-)				

REVENUE
SCANNED FEB 01 2010
OPERATING AND ADMINISTRATIVE EXPENSES

RECEIVED
JAN 28 2010
990

214-19

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing	-3,434.	NONE	
	2	Savings and temporary cash investments	44,011.	787,248.	787,248.
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶	NONE	NONE	
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	NONE		
	10 a	Investments - U S and state government obligations(attach schedule)	528,035.	439,797.	454,439.
	b	Investments - corporate stock (attach schedule)	2,445,094.	2,099,483.	2,029,741.
	c	Investments - corporate bonds (attach schedule)	1,301,012.	1,321,395.	1,333,385.
	11	Investments - land, buildings, and equipment' basis Less: accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)	498,473.	160,164.	169,575.
	14	Land, buildings, and equipment' basis Less: accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ STMT 8)			25,208.	
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	4,813,191.	4,808,087.	4,799,596.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	4,813,191.	4,808,087.	
28	Paid-in or capital surplus, or land, bldg, and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see page 17 of the instructions)	4,813,191.	4,808,087.		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	4,813,191.	4,808,087.		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	4,813,191.
2	Enter amount from Part I, line 27a	2	-143,598.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	144,962.
4	Add lines 1, 2, and 3	4	4,814,555.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10	5	6,468.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,808,087.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV DETAIL					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	-124,197.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8.					

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2007	151,960.	5,945,773.	0.02555765247
2006			
2005			
2004			
2003			
2 Total of line 1, column (d)			2 0.02555765247
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.02555765247
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5			4 5,616,028.
5 Multiply line 4 by line 3			5 143,532.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,878.
7 Add lines 5 and 6			7 145,410.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.			8 185,120.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)

Table with 11 rows for excise tax calculations. Includes items like 'Exempt operating foundations', 'Domestic foundations', 'Tax under section 511', 'Credits/Payments', and 'Total credits and payments'. Total tax due is 1,804.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, unrelated business income, and substantial contributors. Includes 'Yes' and 'No' columns with 'X' marks.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(3)? If "Yes," attach schedule (see page 20 of the instructions) 11 X
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 X
Website address N/A
14 The books are in care of BAR HARBOR TRUST SERVICES Telephone no. (207) 945-5244
Located at POB 1100, 135 HIGH ST., ELLSWORTH, ME ZIP + 4 04605
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

1a During the year did the foundation (either directly or indirectly):
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X Yes No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes No X
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) Yes No X
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? 1b X
Organizations relying on a current notice regarding disaster assistance check here
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2008? 1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):
a At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008? Yes No X
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 20 of the instructions) 2b X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No X
b If "Yes," did it have excess business holdings in 2008 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2008.) 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008? 4b X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to:
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
(3) Provide a grant to an individual for travel, study, or other similar purposes?
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

Table with 5 columns: (a) Name and address, (b) Title, and average hours per week devoted to position, (c) Compensation (if not paid, enter -0-), (d) Contributions to employee benefit plans and deferred compensation, (e) Expense account, other allowances. Row 1: SEE STATEMENT 12, 36,019, -0-, -0-.

Table with 5 columns: (a) Name and address of each employee paid more than \$50,000, (b) Title, and average hours per week devoted to position, (c) Compensation, (d) Contributions to employee benefit plans and deferred compensation, (e) Expense account, other allowances. Row 1: NONE, NONE, NONE, NONE.

Total number of other employees paid over \$50,000 NONE

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE

Total number of others receiving over \$50,000 for professional services **NONE**

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	

2	

3	

4	

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	

2	

All other program-related investments See page 24 of the instructions	
3 NONE	

Total. Add lines 1 through 3	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	4,925,493.
b	Average of monthly cash balances	1b	776,058.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	5,701,551.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	5,701,551.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	85,523.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,616,028.
6	Minimum investment return. Enter 5% of line 5	6	280,801.

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	280,801.
2a	Tax on investment income for 2008 from Part VI, line 5	2a	1,878.
b	Income tax for 2008. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,878.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	278,923.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	278,923.
6	Deduction from distributable amount (see page 25 of the instructions)	6	NONE
7	Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	278,923.

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	185,120.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	185,120.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	1,878.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	183,242.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				278,923.
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			71,525.	
b Total for prior years 20 <u>06</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2008:				
a From 2003		NONE		
b From 2004		NONE		
c From 2005		NONE		
d From 2006		NONE		
e From 2007		NONE		
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2008 from Part XII, line 4: ► \$ <u>185,120.</u>				
a Applied to 2007, but not more than line 2a			71,525.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2008 distributable amount				113,595.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2007. Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009				165,328.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2004	NONE			
b Excess from 2005	NONE			
c Excess from 2006	NONE			
d Excess from 2007	NONE			
e Excess from 2008	NONE			

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2008, enter the date of the ruling
b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

Table with columns: Tax year (a) 2008, (b) 2007, (c) 2006, (d) 2005, (e) Total. Rows include: 2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed; b 85% of line 2a; c Qualifying distributions from Part XII, line 4 for each year listed; d Amounts included in line 2c not used directly for active conduct of exempt activities; e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c; 3 Complete 3a, b, or c for the alternative test relied upon; a "Assets" alternative test - enter (1) Value of all assets, (2) Value of assets qualifying under section 4942(j)(3)(B)(i); b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed; c "Support" alternative test - enter (1) Total support other than gross investment income, (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii), (3) Largest amount of support from an exempt organization, (4) Gross investment income.

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 27 of the instructions.)

1 Information Regarding Foundation Managers:
a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)
N/A

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.
N/A

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:
Check here [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 14				
Total ▶ 3a				167,010.
b Approved for future payment				
Total ▶ 3b				

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					14,255.	
98,565.00		4150. ABB LTD PROPERTY TYPE: SECURITIES 101,138.00					03/17/2008 -2,573.00	08/13/2008
243,496.00		3250. AMAZON.COM INC PROPERTY TYPE: SECURITIES 103,154.00					09/28/2006 140,342.00	01/24/2008
125,663.00		2250. AMEDISYS INC COM PROPERTY TYPE: SECURITIES 112,705.00					07/01/2008 12,958.00	08/12/2008
88,736.00		3200. AMERICAN CAPITAL STRATEGIES PROPERTY TYPE: SECURITIES 116,743.00					02/26/2008 -28,007.00	06/19/2008
74,464.00		6455. ANNALY CAP MGMT INC PROPERTY TYPE: SECURITIES 111,360.00					09/08/2008 -36,896.00	10/10/2008
453.00		45. ANNALY CAP MGMT INC PROPERTY TYPE: SECURITIES 776.00					09/08/2008 -323.00	10/10/2008
16,999.00		560. BAR HARBOR BANKSHARES PROPERTY TYPE: SECURITIES 124.00					01/01/1980 16,875.00	02/01/2008
120,810.00		4500. BROOKFIELD ASSET MGMT INC PROPERTY TYPE: SECURITIES 74,837.00					05/19/2005 45,973.00	03/18/2008
60,861.00		3750. BROOKFIELD ASSET MGMT INC PROPERTY TYPE: SECURITIES 97,868.00					10/03/2008 -37,007.00	10/28/2008
100,000.00		100000. BROWN-FORMAN CORPORATION 3% 3/15 PROPERTY TYPE: SECURITIES 97,500.00					05/28/2004 2,500.00	03/15/2008

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
91,467.00		2050. COCA COLA CO COM PROPERTY TYPE: SECURITIES 90,374.00					08/17/2006	10/14/2008 1,093.00
104,825.00		1500. CONOCOPHILLIPS PROPERTY TYPE: SECURITIES 87,750.00					10/12/2006	09/10/2008 17,075.00
119,533.00		4200. CONSTELLATION ENERGY GROUP I PROPERTY TYPE: SECURITIES 98,930.00					10/01/2008	10/03/2008 20,603.00
101,941.00		3500. CONSTELLATION ENERGY GROUP I PROPERTY TYPE: SECURITIES 82,255.00					10/10/2008	12/03/2008 19,686.00
91,926.00		1650. CORPORATE EXECUTIVE BRD CO PROPERTY TYPE: SECURITIES 114,917.00					08/23/2007	01/07/2008 -22,991.00
77,838.00		3562. COVANTA HOLDINGS CORP PROPERTY TYPE: SECURITIES 75,104.00					08/16/2007	10/03/2008 2,734.00
25,992.00		1438. COVANTA HOLDINGS CORP PROPERTY TYPE: SECURITIES 30,320.00					08/16/2007	10/07/2008 -4,328.00
79,731.00		4600. CUBIST PHARMACEUTICALS INC PROPERTY TYPE: SECURITIES 101,522.00					03/29/2007	01/28/2008 -21,791.00
90,642.00		4500. DIRECTV GROUP INC PROPERTY TYPE: SECURITIES 106,612.00					03/22/2007	01/17/2008 -15,970.00
48,869.00		4192. EBAY INC PROPERTY TYPE: SECURITIES 67,294.00					10/10/2008	11/20/2008 -18,425.00
6,505.00		558. EBAY INC PROPERTY TYPE: SECURITIES 9,090.00					10/10/2008	11/20/2008 -2,585.00

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
494.00		56.58					04/27/2007	04/21/2008
		500.00					-6.00	
		.42					04/16/2008	04/21/2008
4.00		3.00					1.00	
101,250.00		100000.					08/28/2002	12/02/2008
		101,130.00					120.00	
84,024.00		2850.					10/11/2007	01/18/2008
		113,507.00					-29,483.00	
46,344.00		2873.					02/04/2008	09/30/2008
		59,960.00					-13,616.00	
42,376.00		2627.					02/05/2008	09/30/2008
		54,098.00					-11,722.00	
15,902.00		516.					05/18/2007	10/10/2008
		12,185.00					3,717.00	
28,906.00		938.					05/21/2007	10/10/2008
		22,233.00					6,673.00	
48,938.00		1588.					05/22/2007	10/10/2008
		37,071.00					11,867.00	
28,403.00		1066.					05/22/2007	10/10/2008
		24,885.00					3,518.00	
21,103.00		792.					05/23/2007	10/10/2008
		18,461.00					2,642.00	

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
39,469.00		500. ISHARES TR MSCI EAFE IDX PROPERTY TYPE: SECURITIES 23,582.00					06/08/2004	01/03/2008 15,887.00
82,508.00		2000. ISHARES TR MSCI EAFE IDX PROPERTY TYPE: SECURITIES 94,326.00					06/08/2004	11/17/2008 -11,818.00
85,708.00		7750. JDS UNIPHASE CORP PROPERTY TYPE: SECURITIES 108,136.00					03/24/2008	05/06/2008 -22,428.00
42,455.00		2350. LEUCADIA NATIONAL CORP PROPERTY TYPE: SECURITIES 75,032.00					10/10/2008	11/13/2008 -32,577.00
74,225.00		2600. LOEWS CORP PROPERTY TYPE: SECURITIES 118,531.00					01/28/2008	10/09/2008 -44,306.00
53,044.00		8500. MBIA INC PROPERTY TYPE: SECURITIES 73,488.00					11/05/2008	11/12/2008 -20,444.00
82,898.00		1900. MCKESSON CORPORATION PROPERTY TYPE: SECURITIES 103,543.00					05/02/2008	10/08/2008 -20,645.00
85,468.00		6000. MOTOROLA INC PROPERTY TYPE: SECURITIES 107,015.00					07/12/2007	01/16/2008 -21,547.00
189,264.00		5300. NOKIA CORPORATION ADR A PROPERTY TYPE: SECURITIES 62,752.00					08/23/2004	01/08/2008 126,512.00
87,708.00		2000. NOVARTIX AG SPONSORED ADR PROPERTY TYPE: SECURITIES 85,124.00					03/11/2004	10/10/2008 2,584.00
86,627.00		4000. PFIZER INC COM PROPERTY TYPE: SECURITIES 103,183.00					08/04/2006	03/11/2008 -16,556.00

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj. basis		Gain or (loss)	
76,084.00		2250. PLUM CREEK TIMBER CO INC PROPERTY TYPE: SECURITIES 72,705.00					03/09/2004	10/23/2008
							3,379.00	
845.00		25. PLUM CREEK TIMBER CO INC PROPERTY TYPE: SECURITIES 918.00					05/11/2006	10/23/2008
							-73.00	
1,014.00		30. PLUM CREEK TIMBER CO INC PROPERTY TYPE: SECURITIES 1,020.00					09/22/2006	10/23/2008
							-6.00	
9,975.00		295. PLUM CREEK TIMBER CO INC PROPERTY TYPE: SECURITIES 11,827.00					02/01/2007	10/23/2008
							-1,852.00	
57,662.00		2000. POTLATCH HLDGS INC COM PROPERTY TYPE: SECURITIES 93,503.00					12/15/2005	10/27/2008
							-35,841.00	
22,402.00		777. POTLATCH HLDGS INC COM PROPERTY TYPE: SECURITIES 30,309.00					03/30/2006	10/27/2008
							-7,907.00	
1,038.00		36. POTLATCH HLDGS INC COM PROPERTY TYPE: SECURITIES 1,364.00					05/30/2006	10/27/2008
							-326.00	
1,067.00		37. POTLATCH HLDGS INC COM PROPERTY TYPE: SECURITIES 1,365.00					09/22/2006	10/27/2008
							-298.00	
96,665.00		2350. QUALCOMM INC PROPERTY TYPE: SECURITIES 98,700.00					04/22/2008	09/30/2008
							-2,035.00	
80,941.00		4400. SMITHFIELD FOODS INC PROPERTY TYPE: SECURITIES 112,555.00					08/08/2008	09/23/2008
							-31,614.00	
9,240.00		984. THORNBURG MORTGAGE INC PROPERTY TYPE: SECURITIES 9,637.00					01/07/2008	02/29/2008
							-397.00	

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
49,224.00		10016. THORNBURG MORTGAGE INC PROPERTY TYPE: SECURITIES 98,095.00					01/07/2008	03/03/2008
108,074.00		8250. TIMBERWEST FOREST CORP PROPERTY TYPE: SECURITIES 100,526.00					02/21/2006	04/28/2008
13,100.00		1000. TIMBERWEST FOREST CORP PROPERTY TYPE: SECURITIES 12,104.00					04/05/2006	04/28/2008
2,253.00		172. TIMBERWEST FOREST CORP PROPERTY TYPE: SECURITIES 2,203.00					06/28/2006	04/28/2008
2,345.00		179. TIMBERWEST FOREST CORP PROPERTY TYPE: SECURITIES 2,162.00					10/30/2006	04/28/2008
101,110.00		4000. US BANCORP DEL COM NEW PROPERTY TYPE: SECURITIES 123,184.00					11/21/2007	07/14/2008
40,091.00		6235. VAN KAMPEN SENIOR INCOME PROPERTY TYPE: SECURITIES 50,477.00					08/20/2007	05/01/2008
117,380.00		18765. VAN KAMPEN SENIOR INCOME PROPERTY TYPE: SECURITIES 151,918.00					08/20/2007	05/02/2008
95,225.00		3000. VERIZON COMMUNICATIONS PROPERTY TYPE: SECURITIES 113,475.00					04/27/2007	09/18/2008
11,689.00		1200. VITERRA INC PROPERTY TYPE: SECURITIES 8,328.00					07/31/2006	09/10/2008
27,965.00		2871. VITERRA INC PROPERTY TYPE: SECURITIES 19,609.00					08/01/2006	09/10/2008

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
101,585.00		10429. VITERRA INC PROPERTY TYPE: SECURITIES 72,273.00					08/01/2006 29,312.00	09/10/2008
85,321.00		3500. WELLS FARGO & COMPANY NEW PROPERTY TYPE: SECURITIES 113,434.00					03/25/2008 -28,113.00	06/24/2008
13,605.00		815. WESTERN REFNG INC PROPERTY TYPE: SECURITIES 19,121.00					02/21/2008 -5,516.00	03/07/2008
65,688.00		3935. WESTERN REFNG INC PROPERTY TYPE: SECURITIES 92,321.00					02/21/2008 -26,633.00	03/07/2008
3,359.00		180. BROOKFIELD INFRASTRUCTURE PARTNERS PROPERTY TYPE: SECURITIES 3,632.00					02/01/2008 -273.00	03/03/2008
763,763.00		1001000. NEW ZEALAND GOVERNMENT BOND 6% PROPERTY TYPE: SECURITIES 697,713.00					01/26/2007 66,050.00	07/15/2008
TOTAL GAIN(LOSS)							----- -124,197. =====	

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FED FARM CREDIT BANK 4% 12/30/2009	1,800.	1,800.
FED HOME LOAN BANK 4.5% 8/14/09	5,850.	5,850.
FED HOME LOAN BANK 4.0% 11/13/09	4,000.	4,000.
US TREASURY INFL INDX BOND 3.375% 4/15/3	8,194.	8,194.
NEW ZEALAND GOVERNMENT BOND 6% 07/15/200	39,245.	39,245.
TOTAL	59,089.	59,089.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ABB LTD	1,878.	1,878.
ABBOTT LABORATORIES 5.875 5/15/16	228.	228.
AKAMAI TECH INC 1% 12/15/33	22.	22.
AMERICAN CAPITAL STRATEGIES	4,288.	4,288.
AMERICAN EXPRESS 4.875% 07/15/2013	1,083.	1,083.
ANNALY CAP MGMT INC	7,150.	7,150.
AVON PRODUCTS 5.125% 01/15/2011	2,563.	2,563.
BANK OF OKLAHOMA 5.75% 05/15/2017	2,795.	2,795.
BAR HARBOR BANKSHARES	2,040.	2,040.
BERKSHIRE HATHAWAY FIN 4.75% 05/15/2012	2,375.	2,375.
BAR HARBOR BANK & TRUST INST MONEY MARKE	18,064.	18,064.
BAR HARBOR BANK & TRUST INST MONEY MKT I	3,487.	3,487.
BROOKFIELD ASSET MGMT INC	4,171.	4,171.
BROWN-FORMAN CORPORATION 3% 3/15/08	1,500.	1,500.
CENTRAL FD CDA LTD CL A	200.	200.
COCA COLA CO COM	2,337.	2,337.
COCA-COLA ENTERPRISES 4.25% 9/15/10	3,188.	3,188.
CONOCOPHILLIPS	2,115.	2,115.
CONOCO INC 4.75% 10/15/12	4,750.	4,750.
DUKE ENERGY CORP NEW	5,670.	5,670.
EXELON GENERATION 6.95% 6/15/11	811.	811.
HATTERAS FINANCIAL CORP	4,725.	4,725.
HERSHEY FOODS CORP COM	3,867.	3,867.
INTEL CORP COM	2,929.	2,929.
ISHARES TR MSCI EMERG MKT	1,625.	1,625.
ISHARES TR MSCI EAFE IDX	5,786.	5,786.
JOHNSON & JOHNSON COM	3,051.	3,051.
LOEWS CORP	487.	487.
MCKESSON CORPORATION	456.	456.
MICROSOFT CORP	1,400.	1,400.
FEDERATED PRIME OBLIGATIONS FUND 10	455.	455.
FED PRIME OBLIGATIONS INC FUND 10	129.	129.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
MOTOROLA INC	300.	300.
NOVARTIX AG SPONSORED ADR	3,067.	3,067.
PFIZER INC COM	1,280.	1,280.
PROTECTIVE LIFE SECD TR 3.625% 01/15/201	1,233.	1,233.
QUALCOMM INC	752.	752.
THE CHARLES SCHWAB CORP	210.	210.
TIMBERWEST FOREST CORP	5,078.	5,078.
US BANCORP DEL COM NEW	5,100.	5,100.
USEC INC 6.75% 01/20/2009	3,375.	3,375.
US BANK NATIONAL ASSOCIATION 4.80% 04/15	5,900.	5,900.
US TREASURY INFL INDX BOND 3.375% 4/15/3	12,892.	12,892.
VAN KAMPEN SENIOR INCOME	5,725.	5,725.
VERIZON COMMUNICATIONS	3,870.	3,870.
VISA INC	157.	157.
WAL-MART	1,984.	1,984.
WELLS FARGO & COMPANY NEW	1,085.	1,085.
INGERSOLL-RAND COMPANY LTD	567.	567.
	-----	-----
TOTAL	148,200.	148,200.
	=====	=====

FORM 990PF, PART I - LEGAL FEES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES - PRINCIPAL (ALLOCA	1,348.	1,348.		
TOTALS	1,348.	1,348.	NONE	NONE

FORM 990PF, PART I - ACCOUNTING FEES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	200.	100.		100.
TOTALS	200.	100.	NONE	100.

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
FOREIGN TAXES	1,096.
OTHER TAXES	750.
FOREIGN TAXES ON QUALIFIED FOR	724.
FOREIGN TAXES ON NONQUALIFIED	30.
TOTALS	----- 2,600. =====

FORM 990PF, PART I - OTHER EXPENSES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
OTHER NON-ALLOCABLE EXPENSE -	19,513.

TOTALS	19,513.
	=====

HATTIE A AND FRED C LYNAM TRUST 005396

01-0222218

FORM 990PF, PART II - OTHER ASSETS

=====

ENDING

FMV

EX-DIVIDENDS & ACCRUED INT

25,208.

TOTALS

25,208.

=====

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION -----	AMOUNT -----
PRIOR PERIOD ADJUSTMENTS	76.
CONTRIBUTION NOT INCLUDED	144,610.
FOREIGN TAX PAID NOT REPORTED	276.

TOTAL	144,962.
	=====

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION	AMOUNT
-----	-----
DIVIDEND INCOME NOT REPORTED	6,468.
TOTAL	----- 6,468.
	=====

STATE(S) WHERE THE FOUNDATION IS REGISTERED
=====

ME

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

BAR HARBOR TRUST SERVICES

ADDRESS:

P O BOX 1100

ELLSWORTH, ME 04605

TITLE:

TRUSTEE

COMPENSATION 36,019.

TOTAL COMPENSATION: 36,019.

=====

RECIPIENT NAME:
MAINE COMMUNITY FOUNDATION
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FOR SCHOLARSHIP AWARDS
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 144,610.

RECIPIENT NAME:
MOUNT DESERT ISLAND HEALTH CENTERS
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FOR ORGANIZATION'S GENERAL PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
HANCOCK COUNTY HOMECARE
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FOR ORGANIZATION'S GENERAL PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 6,000.

RECIPIENT NAME:
JESUP MEMORIAL LIBRARY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FOR ORGANIZATION'S GENERAL PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
THE PARISH OF ST. SAVIOURS CHURCH
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FOR ORGANIZATION'S GENERAL PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
ISLAND READERS & WRITERS
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATION'S GENERAL PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 1,200.

RECIPIENT NAME:
MAINE PHILANTHROPY CENTER
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FOR ORGANIZATION'S GENERAL PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 1,200.

TOTAL GRANTS PAID: 167,010.
=====

AMENDED

Form 4720

Return of Certain Excise Taxes Under Chapters 41 and 42 of the Internal Revenue Code

OMB No 1545-0052

2008

Department of the Treasury Internal Revenue Service

(Sections 170(f)(10), 664(c)(2), 4911, 4912, 4941, 4942, 4943, 4944, 4945, 4955, 4958, 4965, 4966, and 4967)

See separate instructions.

For calendar year 2008 or other tax year beginning

2008, and ending

Name of organization or entity

Employer identification number

HATTIE A AND FRED C LYNAM TRUST 005396

01-0222218

Number, street, and room or suite no. (or P.O. box if mail is not delivered to street address)

Check box for type of annual return

135 HIGH STREET, P.O. BOX 1100

Form 990 Form 990-EZ

City or town, state, and ZIP code

X Form 990-PF

ELLSWORTH, ME 04605-1100

Form 5227

Table with Yes/No columns for questions A and B.

- A Is the organization a foreign private foundation... B Has corrective action been taken on any taxable event...

Part I Taxes on Organization (Sections 170(f)(10), 664(c)(2), 4911(a), 4912(a), 4942(a), 4943(a), 4944(a)(1), 4945(a)(1), 4955(a)(1), 4965(a)(1), and 4966(a)(1))

Table with 12 rows for tax categories and their amounts.

Part II-A Taxes on Managers, Self-Dealers, Disqualified Persons, Donors, Donor Advisors, and Related Persons (Sections 4912(b), 4941(a), 4944(a)(2), 4945(a)(2), 4955(a)(2), 4958(a), 4965(a)(2), 4966(a)(2), and 4967(a))

Table with multiple columns for tax categories (a-l) and their amounts.

Part II-B Summary of Taxes (See Tax Payments on page 3 of the instructions.)

1	Enter the taxes listed in Part II-A, column (I), that apply to managers, self-dealers, disqualified persons, donors, donor advisors, and related persons who sign this form. If all sign, enter the total amount from Part II-A, column (I)	1	
2	Total tax. Add Part I, line 12, and Part II-B, line 1. (Make check(s) or money order(s) payable to the United States Treasury.)	2	NONE

SCHEDULE A - Initial Taxes on Self-Dealing (Section 4941)

Part I Acts of Self-Dealing and Tax Computation

(a) Act number	(b) Date of act	(c) Description of act		
1				
2				
3				
4				
5				

(d) Question number from Form 990-PF, Part VII-B, or Form 5227, Part VI-B, applicable to the act	(e) Amount involved in act	(f) Initial tax on self-dealing (10% of col (e))	(g) Tax on foundation managers (if applicable) (lesser of \$20,000 or 5% of col (e))

Part II Summary of Tax Liability of Self-Dealers and Proration of Payments

(a) Names of self-dealers liable for tax	(b) Act no from Part I, col (a)	(c) Tax from Part I, col (f), or prorated amount	(d) Self-dealer's total tax liability (add amounts in col (c)) (see page 6 of the instructions)

Part III Summary of Tax Liability of Foundation Managers and Proration of Payments

(a) Names of foundation managers liable for tax	(b) Act no from Part I, col (a)	(c) Tax from Part I, col (g), or prorated amount	(d) Manager's total tax liability (add amounts in col (c)) (see page 6 of the instructions)

SCHEDULE B - Initial Tax on Undistributed Income (Section 4942)

1	Undistributed income for years before 2007 (from Form 990-PF for 2008, Part XIII, line 6d)	1	NONE
2	Undistributed income for 2007 (from Form 990-PF for 2008, Part XIII, line 6e)	2	
3	Total undistributed income at end of current tax year beginning in 2008 and subject to tax under section 4942 (add lines 1 and 2)	3	NONE
4	Tax - Enter 30% of line 3 here and on page 1, Part I, line 1	4	NONE

SCHEDULE C - Initial Tax on Excess Business Holdings (Section 4943)

Business Holdings and Computation of Tax

If you have taxable excess holdings in more than one business enterprise, attach a separate schedule for each enterprise. Refer to the instructions on page 7 for each line item before making any entries.

Name and address of business enterprise

Employer identification number ▶

Form of enterprise (corporation, partnership, trust, joint venture, sole proprietorship, etc.) ▶

		(a) Voting stock (profits interest or beneficial interest)	(b) Value	(c) Nonvoting stock (capital interest)
1	Foundation holdings in business enterprise	1	%	%
2	Permitted holdings in business enterprise	2	%	%
3	Value of excess holdings in business enterprise	3		
4	Value of excess holdings disposed of within 90 days; or, other value of excess holdings not subject to section 4943 tax (attach explanation)	4		
5	Taxable excess holdings in business enterprise - line 3 minus line 4	5		
6	Tax - Enter 10% of line 5	6		
7	Total tax - Add amounts on line 6, columns (a), (b), and (c); enter total here and on page 1, Part I, line 2	7		

SCHEDULE D - Initial Taxes on Investments That Jeopardize Charitable Purpose (Section 4944)

Part I Investments and Tax Computation

(a) Investment number	(b) Date of investment	(c) Description of investment	(d) Amount of investment	(e) Initial tax on foundation (10% of col (d))	(f) Initial tax on foundation managers (if applicable) - (lesser of \$10,000 or 10% of col (d))
1					
2					
3					
4					
5					

Total - column (e). Enter here and on page 1, Part I, line 3

Total - column (f). Enter total (or prorated amount) here and in Part II, column (c), below

Part II Summary of Tax Liability of Foundation Managers and Proration of Payments

(a) Names of foundation managers liable for tax	(b) Investment no from Part I, col (a)	(c) Tax from Part I, col. (f), or prorated amount	(d) Manager's total tax liability (add amounts in col (c)) (see page 10 of the instructions)

SCHEDULE E - Initial Taxes on Taxable Expenditures (Section 4945)

Part I Expenditures and Computation of Tax

(a) Item number	(b) Amount	(c) Date paid or incurred	(d) Name and address of recipient	(e) Description of expenditure and purposes for which made
1				
2				
3				
4				
5				
(f) Question number from Form 990-PF, Part VII-B, or Form 5227, Part VI-B, applicable to the expenditure			(g) Initial tax imposed on foundation (20% of col (b))	(h) Initial tax imposed on foundation managers (if applicable) - (lesser of \$10,000 or 5% of col (b))
Total - column (g). Enter here and on page 1, Part I, line 4				
Total - column (h). Enter total (or prorated amount) here and in Part II, column (c), below				

Part II Summary of Tax Liability of Foundation Managers and Proration of Payments

(a) Names of foundation managers liable for tax	(b) Item no from Part I, col (a)	(c) Tax from Part I, col (h), or prorated amount	(d) Manager's total tax liability (add amounts in col (c)) (see page 10 of the instructions)

SCHEDULE F - Initial Taxes on Political Expenditures (Section 4955)

Part I Expenditures and Computation of Tax

(a) Item number	(b) Amount	(c) Date paid or incurred	(d) Description of political expenditure	(e) Initial tax imposed on organization or foundation (10% of col (b))	(f) Initial tax imposed on managers (if applicable) (lesser of \$5,000 or 2 1/2% of col (b))
1					
2					
3					
4					
5					
Total - column (e). Enter here and on page 1, Part I, line 5					
Total - column (f). Enter total (or prorated amount) here and in Part II, column (c), below					

Part II Summary of Tax Liability of Organization Managers or Foundation Managers and Proration of Payments

(a) Names of organization managers or foundation managers liable for tax	(b) Item no from Part I, col (a)	(c) Tax from Part I, col (f), or prorated amount	(d) Manager's total tax liability (add amounts in col (c)) (see page 11 of the instructions)

SCHEDULE G - Tax on Excess Lobbying Expenditures (Section 4911)

1	Excess of grassroots expenditures over grassroots nontaxable amount (from Schedule C (Form 990 or 990-EZ), Part II-A, column (b), line 1h). (See page 11 of the instructions before making entry.)	1
2	Excess of lobbying expenditures over lobbying nontaxable amount (from Schedule C (Form 990 or 990-EZ), Part II-A, column (b), line 1i). (See page 11 of the instructions before making entry.)	2
3	Taxable lobbying expenditures - enter the larger of line 1 or line 2	3
4	Tax - Enter 25% of line 3 here and on page 1, Part I, line 6	4

SCHEDULE H - Taxes on Disqualifying Lobbying Expenditures (Section 4912)

Part I Expenditures and Computation of Tax

(a) Item number	(b) Amount	(c) Date paid or incurred	(d) Description of lobbying expenditures	(e) Tax imposed on organization (5% of col (b))	(f) Tax imposed on organization managers (if applicable) - (5% of col (b))
1					
2					
3					
4					
5					
Total - column (e). Enter here and on page 1, Part I, line 7					

Total - column (f). Enter total (or prorated amount) here and in Part II, column (c), below

Part II Summary of Tax Liability of Organization Managers and Proration of Payments

(a) Names of organization managers liable for tax	(b) Item no from Part I, col (a)	(c) Tax from Part I, col (f), or prorated amount	(d) Manager's total tax liability (add amounts in col (c)) (see page 11 of the instructions)

SCHEDULE I - Initial Taxes on Excess Benefit Transactions (Section 4958)

Part I Excess Benefit Transactions and Tax Computation

(a) Transaction number	(b) Date of transaction	(c) Description of transaction
1		
2		
3		
4		
5		
(d) Amount of excess benefit	(e) Initial tax on disqualified persons (25% of col (d))	(f) Tax on organization managers (if applicable) (lesser of \$20,000 or 10% of col (d))

Part II Tax Imposed on Entity Managers (Section 4965) Continued

(a) Name of entity manager	(b) Transaction number from Part I, col (a)	(c) Tax - enter \$20,000 for each transaction listed in col (b) for each manager in col (a)	(d) Manager's total tax liability (add amounts in col (c))

SCHEDULE K - Taxes on Taxable Distributions of Sponsoring Organizations Maintaining Donor Advised Funds (Section 4966). See page 14 of the instructions.

Part I Taxable Distributions and Tax Computation

(a) Item number	(b) Name of sponsoring organization and donor advised fund	(c) Description of distribution		
1				
2				
3				
4				
(d) Date of distribution	(e) Amount of distribution	(f) Tax imposed on organization (20% of col (e))	(g) Tax on fund managers (lesser of 5% of col (e) or \$10,000)	
Total - column (f). Enter here and on page 1, Part I, line 10				
Total - column (g). Enter total (or prorated amount) here and in Part II, column (c), below				

Part II Summary of Tax Liability of Fund Managers and Proration of Payments

(a) Name of fund managers liable for tax	(b) Item no from Part I, col (a)	(c) Tax from Part I, col (g) or prorated amount	(d) Manager's total tax liability (add amounts in col (c)) (see instructions)

SCHEDULE L - Taxes on Prohibited Benefits Distributed From Donor Advised Funds (Section 4967).

See page 14 of the instructions.

Part I Prohibited Benefits and Tax Computation

(a) Item number	(b) Date of prohibited benefit	(c) Description of benefit	
1			
2			
3			
4			
5			
(d) Amount of prohibited benefit		(e) Tax on prohibited benefit (125% of col (d)) (see instructions)	(f) Tax on fund managers (if applicable) (lesser of 10% of col (d) or \$10,000) (see instructions)

Part II Summary of Tax Liability of Donors, Donor Advisors, Related Persons and Proration of Payments

(a) Names of donors, donor advisor, or related persons liable for tax	(b) Item no from Part I, col (a)	(c) Tax from Part I, col (e) or prorated amount	(d) Donor, donor advisor, or related persons total tax liability (add amounts in col (c)) (see instructions)

Part III Tax Liability of Fund Managers and Proration of Payments

(a) Names of fund managers liable for tax	(b) Item no from Part I, col (a)	(c) Tax from Part I, col (f) or prorated amount	(d) Fund managers total tax liability (add amounts in col (c)) (see instructions)

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Signature of officer or trustee: *[Handwritten Signature]* Title: Date: 01/15/2010

Sign Here

Signature (and organization or entity name if applicable) of manager, self-dealer, disqualified person, donor, donor advisor, or related person Date

Signature (and organization or entity name if applicable) of manager, self-dealer, disqualified person, donor, donor advisor, or related person Date

Signature (and organization or entity name if applicable) of manager, self-dealer, disqualified person, donor, donor advisor, or related person Date

Signature (and organization or entity name if applicable) of manager, self-dealer, disqualified person, donor, donor advisor, or related person Date

Paid Preparer's Use Only	Preparer's signature	<i>[Handwritten Signature]</i>	Date	01/15/2010	Check if self-employed	<input type="checkbox"/>	Preparer's SSN or PTIN	000390783
	Firm's name (or yours if self-employed), address, and ZIP code	FIDUCIARY SOLUTIONS, LTD. 6135 TRUST DRIVE, SUITE 118 HOLLAND, OH 43528			EIN	34-1809728		Phone no. 419-861-2300

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ **Attach to Form 1041, Form 5227, or Form 990-T. See the separate instructions for Form 1041 (also for Form 5227 or Form 990-T, if applicable).**

OMB No 1545-0092

2008

Name of estate or trust

HATTIE A AND FRED C LYNAM TRUST 005396

Employer identification number

01-0222218

Note: Form 5227 filers need to complete *only* Parts I and II.

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example: 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-560,544.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2007 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	-560,544.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			14,255.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	422,092.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2007 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	436,347.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2008

Part III Summary of Parts I and II		(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		-560,544.
14	Net long-term gain or (loss):			
a	Total for year	14a		436,347.
b	Unrecaptured section 1250 gain (see line 18 of the wrksh.)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a	15		-124,197.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation

16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of: a The loss on line 15, column (3) or b \$3,000	16	(3,000)
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Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** on page 7 of the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the worksheet on page 8 of the instructions if:

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17		
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18		
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19		
20	Add lines 18 and 19	20		
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0-	21		
22	Subtract line 21 from line 20. If zero or less, enter -0-	22		
23	Subtract line 22 from line 17. If zero or less, enter -0-	23		
24	Enter the smaller of the amount on line 17 or \$2,200	24		
25	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. <input type="checkbox"/> No. Enter the amount from line 23	25		
26	Subtract line 25 from line 24	26		
27	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27		
28	Enter the amount from line 26 (if line 26 is blank, enter -0-)	28		
29	Subtract line 28 from line 27	29		
30	Multiply line 29 by 15% (.15)	30		
31	Figure the tax on the amount on line 23. Use the 2008 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions)	31		
32	Add lines 30 and 31	32		
33	Figure the tax on the amount on line 17. Use the 2008 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions)	33		
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on line 1a of Schedule G, Form 1041 (or line 36 of Form 990-T)	34		

Continuation Sheet for Schedule D
(Form 1041)

2008

Department of the Treasury
Internal Revenue Service

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

Name of estate or trust HATTIE A AND FRED C LYNAM TRUST 005396	Employer identification number 01-0222218
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Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 4150. ABB LTD	03/17/2008	08/13/2008	98,565.00	101,138.00	-2,573.00
2250. AMEDISYS INC COM	07/01/2008	08/12/2008	125,663.00	112,705.00	12,958.00
3200. AMERICAN CAPITAL STRATEGIES	02/26/2008	06/19/2008	88,736.00	116,743.00	-28,007.00
6455. ANNALY CAP MGMT INC	09/08/2008	10/10/2008	74,464.00	111,360.00	-36,896.00
45. ANNALY CAP MGMT INC	09/08/2008	10/10/2008	453.00	776.00	-323.00
3750. BROOKFIELD ASSET MGMT INC	10/03/2008	10/28/2008	60,861.00	97,868.00	-37,007.00
4200. CONSTELLATION ENERGY GROUP I	10/01/2008	10/03/2008	119,533.00	98,930.00	20,603.00
3500. CONSTELLATION ENERGY GROUP I	10/10/2008	12/03/2008	101,941.00	82,255.00	19,686.00
1650. CORPORATE EXECUTIVE BRD CO	08/23/2007	01/07/2008	91,926.00	114,917.00	-22,991.00
4600. CUBIST PHARMACEUTICALS INC	03/29/2007	01/28/2008	79,731.00	101,522.00	-21,791.00
4500. DIRECTV GROUP INC	03/22/2007	01/17/2008	90,642.00	106,612.00	-15,970.00
4192. EBAY INC	10/10/2008	11/20/2008	48,869.00	67,294.00	-18,425.00
558. EBAY INC	10/10/2008	11/20/2008	6,505.00	9,090.00	-2,585.00
56.58 FAIRPOINT COMMUNICATIONS INC	04/27/2007	04/21/2008	494.00	500.00	-6.00
.42 FAIRPOINT COMMUNICATIONS INC	04/16/2008	04/21/2008	4.00	3.00	1.00
2850. FREIGHTCAR AMER INC	10/11/2007	01/18/2008	84,024.00	113,507.00	-29,483.00
2873. HUTCHINSON TELECOM-ADR	02/04/2008	09/30/2008	46,344.00	59,960.00	-13,616.00
2627. HUTCHINSON TELECOM-ADR	02/05/2008	09/30/2008	42,376.00	54,098.00	-11,722.00
7750. JDS UNIPHASE CORP	03/24/2008	05/06/2008	85,708.00	108,136.00	-22,428.00
2350. LEUCADIA NATIONAL CORP	10/10/2008	11/13/2008	42,455.00	75,032.00	-32,577.00
2600. LOEWS CORP	01/28/2008	10/09/2008	74,225.00	118,531.00	-44,306.00
8500. MBIA INC	11/05/2008	11/12/2008	53,044.00	73,488.00	-20,444.00
1900. MCKESSON CORPORATION	05/02/2008	10/08/2008	82,898.00	103,543.00	-20,645.00
6000. MOTOROLA INC	07/12/2007	01/16/2008	85,468.00	107,015.00	-21,547.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2008

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

HATTIE A AND FRED C LYNAM TRUST 005396

01-0222218

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 3250. AMAZON.COM INC	09/28/2006	01/24/2008	243,496.00	103,154.00	140,342.00
560. BAR HARBOR BANKSHARES	01/01/1980	02/01/2008	16,999.00	124.00	16,875.00
4500. BROOKFIELD ASSET MGMT INC	05/19/2005	03/18/2008	120,810.00	74,837.00	45,973.00
100000. BROWN-FORMAN CORPORATION 3% 3/15/08	05/28/2004	03/15/2008	100,000.00	97,500.00	2,500.00
2050. COCA COLA CO COM	08/17/2006	10/14/2008	91,467.00	90,374.00	1,093.00
1500. CONOCOPHILLIPS	10/12/2006	09/10/2008	104,825.00	87,750.00	17,075.00
3562. COVANTA HOLDINGS CORP	08/16/2007	10/03/2008	77,838.00	75,104.00	2,734.00
1438. COVANTA HOLDINGS CORP	08/16/2007	10/07/2008	25,992.00	30,320.00	-4,328.00
100000. FED HOME LOAN BANK 4.5% 8/14/09	08/28/2002	12/02/2008	101,250.00	101,130.00	120.00
516. ICON PUB LTD CO SPONSORED ADR	05/18/2007	10/10/2008	15,902.00	12,185.00	3,717.00
938. ICON PUB LTD CO SPONSORED ADR	05/21/2007	10/10/2008	28,906.00	22,233.00	6,673.00
1588. ICON PUB LTD CO SPONSORED ADR	05/22/2007	10/10/2008	48,938.00	37,071.00	11,867.00
1066. ICON PUB LTD CO SPONSORED ADR	05/22/2007	10/10/2008	28,403.00	24,885.00	3,518.00
792. ICON PUB LTD CO SPONSORED ADR	05/23/2007	10/10/2008	21,103.00	18,461.00	2,642.00
500. ISHARES TR MSCI EAFE IDX	06/08/2004	01/03/2008	39,469.00	23,582.00	15,887.00
2000. ISHARES TR MSCI EAFE IDX	06/08/2004	11/17/2008	82,508.00	94,326.00	-11,818.00
5300. NOKIA CORPORATION ADR A	08/23/2004	01/08/2008	189,264.00	62,752.00	126,512.00
2000. NOVARTIX AG SPONSORED ADR	03/11/2004	10/10/2008	87,708.00	85,124.00	2,584.00
4000. PFIZER INC COM	08/04/2006	03/11/2008	86,627.00	103,183.00	-16,556.00
2250. PLUM CREEK TIMBER CO INC	03/09/2004	10/23/2008	76,084.00	72,705.00	3,379.00
25. PLUM CREEK TIMBER CO INC	05/11/2006	10/23/2008	845.00	918.00	-73.00
30. PLUM CREEK TIMBER CO INC	09/22/2006	10/23/2008	1,014.00	1,020.00	-6.00
295. PLUM CREEK TIMBER CO INC	02/01/2007	10/23/2008	9,975.00	11,827.00	-1,852.00
2000. POTLATCH HLDGS INC COM	12/15/2005	10/27/2008	57,662.00	93,503.00	-35,841.00
777. POTLATCH HLDGS INC COM	03/30/2006	10/27/2008	22,402.00	30,309.00	-7,907.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b

FEDERAL CAPITAL GAIN DIVIDENDS
=====

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

	4,379.00
AMERICAN CAPITAL STRATEGIES	2,240.00
PLUM CREEK TIMBER CO INC	3,276.00
POTLATCH HLDGS INC COM	4,361.00

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS 14,255.00

TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS 14,255.00
=====