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SCANNED MAR 08 2011

Form **990-PF**

Department of the Treasury

Internal Revenue Service

Amended

8812

Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

OMB No 1545-0052

2008

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

, and ending

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

A. LINDSAY & OLIVE B. O'CONNOR FOUNDATION, INC.

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

C/O CHEMUNG CANAL TRUST CO., -PO BOX 152

City or town, state, and ZIP code

ELMIRA, NY 14902

A Employer identification number

16-6063485

B Telephone number

(607) 538-9248

C If exemption application is pending, check here

☐

D 1. Foreign organizations, check here

☐

2. Foreign organizations meeting the 85% test, check here and attach computation

☐

E If private foundation status was terminated under section 507(b)(1)(A), check here

☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

☐

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust

☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)

J Accounting method:

☒ Cash

☐ Accrual

☐ Other (specify)

\$ 54,449,264. (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).)

	(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			N/A	
2 Check ☒ If the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	129,134.	129,134.		STATEMENT 2
4 Dividends and interest from securities	1,645,730.	1,645,730.		STATEMENT 3
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-3,756,498.			STATEMENT 1
b Gross sales price for all assets on line 6a	33,881,420.			
7 Capital gain net income (from Part IV, line 2)		0.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income	722.	722.		STATEMENT 4
12 Total. Add lines 1 through 11	-1,980,912.	1,775,586.		
13 Compensation of officers, directors, trustees, etc	98,046.	0.		98,046.
14 Other employee salaries and wages	28,146.	0.		28,146.
15 Pension plans, employee benefits	31,351.	0.		31,351.
16a Legal fees	50,198.	25,099.		25,099.
b Accounting fees	27,250.	13,625.		13,625.
c Other professional fees	498,271.	498,271.		0.
17 Interest				
18 Taxes	119,448.	17,794.		9,654.
19 Depreciation and depletion	5,947.	0.		
20 Occupancy				
21 Travel, conferences, and meetings	21,103.	0.		21,103.
22 Printing and publications				
23 Other expenses	28,523.	0.		28,523.
24 Total operating and administrative expenses. Add lines 13 through 23	908,283.	554,789.		255,547.
25 Contributions, gifts, grants paid	3,316,748.			3,316,748.
26 Total expenses and disbursements. Add lines 24 and 25	4,225,031.	554,789.		3,572,295.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-6,205,943.			
b Net investment income (if negative, enter -0-)		1,220,797.		
c Adjusted net income (if negative, enter -0-)			N/A	

LHA For Privacy Act and Paperwork Reduction Act Notice, see the instructions.

Form 990-PF (2008)

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10310211 758174 18164000

2008.06000 A. LINDSAY & OLIVE B. O'CON 18164001

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2

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		5,000.	4,474.	4,474.
	2	Savings and temporary cash investments		2,133,591.	3,751,703.	3,751,703.
	3	Accounts receivable				
		Less: allowance for doubtful accounts		3,988.		
	4	Pledges receivable				
		Less: allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable	75,000.			
		Less: allowance for doubtful accounts		75,000.	75,000.	75,000.
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations	STMT 12	10,490,897.	9,370,512.	9,910,618.
	b	Investments - corporate stock	STMT 13	29,466,914.	27,137,494.	21,803,106.
	c	Investments - corporate bonds	STMT 14	9,906,549.	8,810,685.	7,678,753.
11	Investments - land, buildings, and equipment basis					
	Less accumulated depreciation					
12	Investments - mortgage loans					
13	Investments - other	STMT 15	18,003,542.	13,822,989.	11,208,764.	
14	Land, buildings, and equipment basis	114,074.				
	Less accumulated depreciation		97,228.	12,200.	16,846.	
15	Other assets (describe)					
16	Total assets (to be completed by all filers)		70,097,681.	62,989,703.	54,449,264.	
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				
	22	Other liabilities (describe)	STATEMENT 16)	530.	530.	
	23	Total liabilities (add lines 17 through 22)		530.	530.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☐ 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.					
	27	Capital stock, trust principal, or current funds		70,097,151.	62,989,173.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		0.	0.	
30	Total net assets or fund balances		70,097,151.	62,989,173.		
31	Total liabilities and net assets/fund balances		70,097,681.	62,989,703.		

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	70,097,151.
2	Enter amount from Part I, line 27a	2	-6,205,943.
3	Other increases not included in line 2 (itemize)	3	0.
4	Add lines 1, 2, and 3	4	63,891,208.
5	Decreases not included in line 2 (itemize) SEE STATEMENT 11	5	902,035.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	62,989,173.

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 ATTACHED SCHEDULE	P		
b SEE ATTACHED SCHEDULE	P		
c CAPITAL GAINS DIVIDENDS			
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 13,085,581.		14,985,679.	-1,900,098.
b 20,620,806.		22,652,239.	-2,031,433.
c 175,033.			175,033.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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			-1,900,098.
b			-2,031,433.
c			175,033.
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	-3,756,498.
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). If (loss), enter -0- in Part I, line 8	3	N/A

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 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	3,165,097.	71,988,111.	.043967
2006	2,696,981.	66,587,317.	.040503
2005	2,949,146.	64,658,056.	.045611
2004	4,087,025.	65,800,503.	.062112
2003	3,041,896.	62,406,082.	.048744

2 Total of line 1, column (d)	2	.240937
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	.048187
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	65,210,709.
5 Multiply line 4 by line 3	5	3,142,308.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	12,208.
7 Add lines 5 and 6	7	3,154,516.
8 Enter qualifying distributions from Part XII, line 4	8	3,572,295.

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.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling letter: _____ (attach copy of ruling letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	12,208.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	12,208.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	12,208.
6	Credits/Payments:		
a	2008 estimated tax payments and 2007 overpayment credited to 2008	6a	63,267.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	63,267.
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	51,059.
11	Enter the amount of line 10 to be: Credited to 2009 estimated tax ☒ 51,059. Refunded ☒ 0.	11	0.

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes	No
1a			X
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c	Did the foundation file Form 1120-POL for this year?		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b	If "Yes," has it filed a tax return on Form 990-T for this year?		N/A
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ NY		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation 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 ► HTTP://WWW.THEOCONNORFOUNDATION.ORG

14 The books are in care of ► CHEMUNG CANAL TRUST COMPANY, TRUST Telephone no. ► 607-737-3896
 Located at ► PO BOX 1522 - TRUST TAX DEPARTMENT, ELMIRA, NY ZIP+4 ► 14902

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ☐
 and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

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.

	Yes	No
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		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ 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		
(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		
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)? Organizations relying on a current notice regarding disaster assistance check here ☐	1b	X
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 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 instructions.) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
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		
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.) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008?	4b	X

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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))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (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)? ☒ Yes ☐ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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 instructions)?

Organizations relying on a current notice regarding disaster assistance check here ☐c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? **SEE STATEMENT 18** ☒ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ Nob Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

If you answered "Yes" to 6b, also file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ Nob If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **N/A****Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
SEE STATEMENT 17		98,046.	24,511.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(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
NONE				

Total number of other employees paid over \$50,000 **0**

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	62,753,742.
b	Average of monthly cash balances	1b	3,450,023.
c	Fair market value of all other assets	1c	0.
d	Total (add lines 1a, b, and c)	1d	66,203,765.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	66,203,765.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	993,056.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	65,210,709.
6	Minimum investment return. Enter 5% of line 5	6	3,260,535.

Part XI Distributable Amount (see 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	3,260,535.
2a	Tax on investment income for 2008 from Part VI, line 5	2a	12,208.
b	Income tax for 2008. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	12,208.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	3,248,327.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	3,248,327.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	3,248,327.

Part XII Qualifying Distributions (see 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	3,572,295.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	3,572,295.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	12,208.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,560,087.

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.

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Part XIII. Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				3,248,327.
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			2,458,804.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2008:				
a From 2003				
b From 2004				
c From 2005				
d From 2006				
e From 2007				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2008 from Part XII, line 4: ▶ \$ 3,572,295.				
a Applied to 2007, but not more than line 2a			2,458,804.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2008 distributable amount				1,113,491.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2007. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009				2,134,836.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2004				
b Excess from 2005				
c Excess from 2006				
d Excess from 2007				
e Excess from 2008				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

N/A

1 a 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)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
	(a) 2008	(b) 2007	(c) 2006	(d) 2005
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 (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				
(2) Support from general public and 5 or more exempt organizations as provided in 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 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).)

NONE

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.

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☐ 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 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:

SEE ATTACHED GRANT APPLICATION NOTES

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

SEE ATTACHED APPLICATION FORM

c Any submission deadlines:

SEE ATTACHED GRANT APPLICATION NOTES

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

SEE ATTACHED GRANT APPLICATION NOTES

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 ATTACHED SCHEDULE				3,316,748.
Total			▶ 3a	3,316,748.
b Approved for future payment SEE ATTACHED SCHEDULE				4,625,244.
Total			▶ 3b	4,625,244.

[illegible]

THE A LINDSAY & OLIVE B. O'CONNOR FOUNDATION INC
 AMENDED FORM 990PF SUPPORTING SCHEDULE
 PART I, LINE 6a- GAIN/LOSS

2008

16-6063485

Amended

Page 1 of 134

		PROCEEDS OF SALE	COST	GAIN OR LOSS
SHORT TERM				
Chemung Canal Trust				
	Custody Account	2,702,112	3,490,339	(788,227) pg 12
	Hospital Account	596,235	712,625	(116,390) pg 43
Merrill Lynch				
	Account C78	184,117	213,749	(29,632) pg 51
	Account E31	572,494	659,855	(87,361) pg 63
	Account E32	620,832	610,739	10,093 pg 73
	Account E33	1,563,075	1,816,175	(253,100) pg 89
	Account E34	831,868	925,897	(94,029) pg 98
	Account E35	2,894,503	3,284,133	(389,630) pg 114
	Account E36	1,377,442	1,570,563	(193,121) pg 126
	Account E37	121,558	110,165	11,394 pg 129
	Account E38	1,621,345	1,591,439	29,906 pg 133
		<u>13,085,581</u>	<u>14,985,679</u>	<u>(1,900,098)</u>
LONG TERM				
Chemung Canal Trust - as amended				
	Custody Account <i>Amended</i>	15,168,346	16,927,442	(1,759,096) pg 40
	Hospital Account	2,096,072	1,590,027	506,045 pg 50
Merrill Lynch				
	Account E31	85,037	161,230	(76,193) pg 66
	Account E32	128,007	261,114	(133,107) pg 75
	Account E33	187,382	286,653	(99,271) pg 91
	Account E34	310,573	522,564	(211,991) pg 101
	Account E35	486,720	588,203	(101,483) pg 116
	Account E36	285,197	466,163	(180,966) pg 127
	Account E38	1,873,472	1,848,843	24,629 pg 134
		<u>20,620,806</u>	<u>22,652,239</u>	<u>(2,031,433)</u>
TOTAL CAPITAL GAIN/LOSS	<i>Amended</i>	<u>33,706,387</u>	<u>37,637,918</u>	<u>(3,931,531)</u>

As Amended

ACCOUNT
TAX ID 16-6063485
FROM 01/01/08
TO 12/31/08
FISCAL YEAR: 12/31

CHEMUNG CANAL TRUST COMPANY
Gain and Loss Report
A LINDSAY & OLIVE B OCONNOR
FOUNDATION INC
CUSTODY ACCOUNT

PAGE 38
AS OF 01/07/09
RUN JAN 07 09

GAIN AND LOSS DETAIL

CUSIP #/ PROPERTY DESCRIPTION	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS	REG
LONG TERM CAPITAL GAIN (LOSS) - CONTINUED					
45920QES9					
300000 UNITS OF	10/28/08	300,285.00	294,780.00	5,505.00	9
IBM CORP DTD 05/25/2004 F/C	01/23/07				
12/01/2004 4.375% 06/01/2009					
<i>Amended</i>					
X91003198					
3333333.33 SHARES OF	11/12/08	2,500,000.00	4,215,005.00	1,715,005.00	1
GARGOYLE ASSET MANAGEMENT LLC	07/27/07				
46625H100					
2250 SHARES OF	12/09/08	78,285.78	48,180.15	30,105.63	9
JP MORGAN CHASE & COMPANY	07/24/02				
46625H100					
200 SHARES OF	12/09/08	6,958.74	8,756.00	(1,797.26)	9
JP MORGAN CHASE & COMPANY	08/10/07				
46625H100					
525 SHARES OF	12/09/08	18,263.59	5,727.51	12,536.08	9
JP MORGAN CHASE & COMPANY	10/01/1992				
46625H100					
725 SHARES OF	12/09/08	25,221.16	15,524.71	9,696.45	9
JP MORGAN CHASE & COMPANY	07/24/02				
580135101					
850 SHARES OF	12/10/08	50,967.71	41,608.18	9,359.53	9
MCDONALDS CORP	08/10/07				

Amended

ACCOUNT
TAX ID 16-6063485
FROM 01/01/08
TO 12/31/08
FISCAL YEAR: 12/31

CHEMUNG CANAL TRUST COMPANY
Gain and Loss Report
A LINDSAY & OLIVE B OCONNOR
FOUNDATION INC
CUSTODY ACCOUNT

PAGE 40
AS OF 01/07/09
RUN JAN 07 09

GAIN AND LOSS DETAIL

CUSIP #/ PROPERTY DESCRIPTION -----	DATE SOLD/ ACQUIRED -----	PROCEEDS OF SALE -----	COST -----	GAIN OR LOSS -----	REG -----
LONG TERM CAPITAL GAIN (LOSS) - CONTINUED -----					
TOTAL LONG TERM CAPITAL GAIN (LOSS)		15,168,346.34	16,927,442.40	(1,759,096.06)	

The A. Lindsay & Olive B. O'Connor Foundation, Inc.

FORM 990PF SUPPORTING SCHEDULE

2008 Amended

16-6063485

AMENDED

PART II, LINE 10

Page 1 of 73

	US GOVERNMENT		MUNICIPAL OBLIGATIONS		CORPORATE STOCK		CORPORATE BONDS	
	COST	MARKET	COST	MARKET	COST	MARKET	COST	MARKET
CHEMUNG CANAL TRUST								
Hospital Account	598,503	613,043 pg 2	-	-	1,643,890	1,148,372 pg 4	498,649	452,762 pg 2
Custody Account	4,367,209	4,860,591 pg 7	400,000	401,564 pg 7	13,568,482	12,276,863 pg 9	8,312,036	7,225,991 pg 6
MERRILL LYNCH								
Account D01	-	-	-	-	50,000	38,850 pg 12	-	-
Account E31	-	-	-	-	974,244	662,014 pg 26	-	-
Account E32	-	-	-	-	1,002,094	604,121 pg 33	-	-
Account E33	-	-	-	-	1,739,280	1,277,989 pg 41	-	-
Account E34	-	-	-	-	2,226,266	1,192,599 pg 51	-	-
Account E35	-	-	-	-	2,704,601	2,261,955 pg 59	-	-
Account E36	-	-	-	-	3,228,637	2,340,343 pg 68	-	-
Account E37	556,751	547,327 pg 70	-	-	-	-	-	-
Account E38	3,448,049	3,488,093 pg 72	-	-	-	-	-	-
	8,970,512	9,509,054	400,000	401,564	27,137,494	21,803,106	8,810,685	7,678,753

PART II, LINE 13

Amended

	MUTUAL FUNDS		LIMITED PARTNERSHIP		ALTERNATIVE INVESTMENTS	
	COST	MARKET	COST	MARKET	COST	MARKET
CHEMUNG CANAL TRUST - As Amended						
Hospital Account	361,327	246,509 pg 5				
Custody Account	7,999,574	6,375,235 pg 10	1,109,995	700,602 pg 10		
MERRILL LYNCH						
Account C78					1,405,362	1,236,195 pg 11
Account E37	426,533	398,098 pg 70				
Account E38	2,520,198	2,252,125 pg 73				
	11,307,632	9,271,967	1,109,995	700,602	1,405,362	1,236,195



Chemung Canal Trust Company

page 2

Account Number:

Hospital

Statement Period: December 01, 2008 Through December 31, 2008

Principal Portfolio Statement (Continued)

Description	Rating	Par Value	Total Market/ Total Cost	Market Price/ Cost Price	Est Annual Income/ Accrued Inc	Yield Current/ Maturity
Corporate						
CITIGROUP INC DTD 02/12/2007 F/C 08/15/2007 5.5% 02/15/2017		50,000.000	45,490.00 49,755.00	90.98 99.51	2,750.00 1,031.25	6.05 7.15
HSBC FINANCE CORP DTD 4/20/2005 F/C 10/15/2005 5.25% 04/15/2015		50,000.000	45,503.50 49,092.00	91.01 98.18	2,625.00 546.88	5.77 7.04
MERRILL LYNCH & CO DTD 07/19/2004 F/C 01/15/2005 5.45% 07/15/2014		100,000.000	98,852.00 97,784.00	98.85 97.78	5,450.00 2,497.92	5.51 6.10
MORGAN STANLEY DTD 12/28/2007 F/C 06/28/2008 5.95% 12/28/2017		100,000.000	82,998.00 99,750.00	83.00 99.75	5,950.00 33.06	7.17 8.21
WRIGLEY JR CO DTD 07/14/2005 F/C 01/15/2006 4.65% 07/15/2015		100,000.000	74,000.00 100,530.00	74.00 100.53	4,650.00 2,131.25	6.28 8.56
** Total Corporate		Sub- Total	452,761.50 498,649.00		26,925.00 8,195.92	5.95
US Government						
FEDERAL HOME LOAN MORTGAGE CORP DTD 04/28/2006 F/C 10/28/2006 BOOK ENTRY 6% 04/28/2016-2009		50,000.000	50,666.00 50,325.00	101.33 100.65	3,000.00 516.67	5.92 5.80
FEDERAL HOME LOAN BANK DT 02/12/2007 F/C 08/12/2007 BOOK ENTRY 5.45% 02/12/2014-2010		50,000.000	52,140.50 50,025.00	104.28 100.05	2,725.00 1,044.58	5.23 4.54
FEDERAL HOME LOAN BANK DTD 01/07/2008 F/C 07/07/2008 BOOK ENTRY 4.875% 01/07/2015-2010		150,000.000	153,469.50 150,000.00	102.31 100.00	7,312.50 3,514.06	4.76 4.53
FEDERAL NATIONAL MORTGAGE ASSOCIATION DTD 02/16/2007 F/C 08/16/2007 BOOK ENTRY 5.55% 02/16/2017-2010		50,000.000	51,984.50 50,100.00	103.97 100.20	2,775.00 1,032.92	5.34 5.03
FEDERAL NATIONAL MORTGAGE ASSOCIATION DTD 01/04/2008 F/C 07/04/2008 BOOK ENTRY 4.55% 01/04/2013-2010		150,000.000	153,282.00 149,625.00	102.19 99.75	6,825.00 3,336.67	4.45 3.87
FEDERAL NATIONAL MORTGAGE ASSOCIATION DTD 06/04/2008 F/C 12/04/2008 BOOK ENTRY 3.125% 06/04/2010-2009		150,000.000	151,500.00 148,428.00	101.00 98.95	4,687.50 338.54	3.09 2.47
** Total US Government		Sub- Total	613,042.50 598,503.00		27,325.00 9,783.44	4.46

Chemung Canal Trust Company

Page 3

Account Number: Hospital

Statement Period: December 01, 2008 Through December 31, 2008

Principal Portfolio Statement (Continued)

Description	Ticker	Shares	Total Market/ Total Cost	Market Price/ Cost Price	Est Annual Income/ Accrued Inc	Current Yield
Corporate Stock						
ABBOTT LAB	ABT	370.000	19,746.90 20,031.18	53.37 54.14	532.80	2.70
APPLIED MATERIALS INC	AMAT	1,880.000	19,044.40 36,240.34	10.13 19.28	451.20	2.37
BERKSHIRE HATHAWAY INC CL B	BRK	12.000	38,568.00 56,063.71	3,214.00 4,671.98		
BURLINGTON NORTHERN SANTA FE CORP	BNI	350.000	26,498.50 34,352.88	75.71 98.15	560.00 140.00	2.11
CATERPILLAR INC	CAT	650.000	29,035.50 38,318.50	44.67 58.95	1,092.00	3.76
CHEVRON CORPORATION	CVX	530.000	39,204.10 18,067.32	73.97 34.09	1,378.00	3.51
CISCO	CSCO	2,660.000	43,358.00 62,270.60	16.30 23.41		
COCA COLA	KO	260.000	11,770.20 14,987.22	45.27 57.64	395.20	3.36
COMPAGNIE GENERALE DE GEOPHYSIQUE-VERITAS (CGG-VERITAS) - SP ADR	CGV	1,000.000	14,990.00 64,876.00	14.99 64.88		
CORNING INC COM	GLW	3,460.000	32,973.80 84,189.60	9.53 24.33	692.00	2.10
DENTSPLY INTERNATIONAL INC	XRAY	520.000	14,684.80 20,405.84	28.24 39.24	104.00 26.00	0.71
DEVON ENERGY CORP	DVN	630.000	41,397.30 56,055.80	65.71 88.98	403.20	0.97
EBAY INC	EBAY	1,490.000	20,800.40 52,158.40	13.96 35.01		
EMERSON ELECTRIC	EMR	540.000	19,769.40 29,212.22	36.61 54.10	712.80	3.61
ENZO BIOCHEM INC	ENZ	5,450.000	26,650.50 54,254.15	4.89 9.95		
FREEPORT MCMORAN COPPER & GOLD INC CLASS B	FCX	590.000	14,419.60 51,737.54	24.44 87.69	1,180.00	8.18
GENERAL ELECTRIC	GE	1,520.000	24,624.00 41,180.09	16.20 27.09	1,884.80 471.20	7.65
GOLDMAN SACHS GROUP INC	GS	170.000	14,346.30 15,713.70	84.39 92.43	317.39	2.21
INTERNATIONAL BUSINESS MACHINES	IBM	1,800.000	151,488.00 91,854.00	84.16 51.03	3,600.00	2.38
JP MORGAN CHASE & COMPANY	JPM	810.000	25,539.30 30,523.19	31.53 37.68	1,231.20	4.82



Chemung Canal Trust Company

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Account Number: Hospital

Statement Period: December 01, 2008 Through December 31, 2008

Principal Portfolio Statement (Continued)

Description	Ticker	Shares	Total Market/ Total Cost	Market Price/ Cost Price	Est Annual Income/ Accrued Inc	Current Yield
JOHNSON & JOHNSON	JNJ	310.000	18,547.30 16,480.21	59.83 53.16	570.40	3.08
MEDIVATION INC	MDVN	1,720.000	25,060.40 37,080.86	14.57 21.56		
MICROSOFT CORP	MSFT	910.000	17,690.40 19,938.74	19.44 21.91	473.20	2.67
NATIONAL OILWELL VARCO INC	NOV	1,380.000	33,727.20 67,362.18	24.44 48.81		
NEWMONT MINING CORP	NEM	1,110.000	45,177.00 53,919.80	40.70 48.58	444.00	0.98
NUCOR	NUE	890.000	41,118.00 46,179.51	46.20 51.89	1,246.00 311.50	3.03
OPTIONSXPRESS HOLDINGS INC	OXPS	1,500.000	20,040.00 50,585.55	13.36 33.72	480.00	2.40
PEABODY ENERGY CORPORATION	BTU	980.000	22,295.00 43,305.59	22.75 44.19	235.20	1.05
PEPSICO	PEP	290.000	15,883.30 15,880.17	54.77 54.76	493.00 123.25	3.10
PFIZER	PFE	1,950.000	34,534.50 34,847.67	17.71 17.87	2,496.00	7.23
PROCTER & GAMBLE	PG	280.000	17,309.60 14,492.80	61.82 51.76	448.00	2.59
SIGMA DESIGNS INC	SIGM	4,010.000	38,095.00 77,495.46	9.50 19.33		
TEXAS INSTRUMENTS	TXN	1,310.000	20,331.20 38,904.92	15.52 29.70	576.40	2.84
TRINITY INDUSTRIES INC	TRN	3,660.000	57,681.60 112,571.01	15.76 30.76	1,171.20	2.03
UNITED TECHNOLOGIES	UTX	650.000	34,840.00 24,235.60	53.60 37.29	1,001.00	2.87
WELLS FARGO COMPANY	WFC	640.000	18,867.20 17,658.56	29.48 27.59	870.40	4.61
XTO ENERGY INC	XTO	650.000	22,925.50 30,886.93	35.27 47.52	312.00 78.00	1.36
ZIMMER HOLDINGS INC	ZMH	530.000	21,422.60 39,802.99	40.42 75.10		
NOBLE CORP	NE	630.000	13,916.70 29,768.82	22.09 47.25	100.80	0.72
* Total Corporate Stock			1,148,371.50 1,643,889.65 ✓		25,452.19 1,149.95	2.22

Chemung Canal Trust Company

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Account Number: Hospital

Statement Period: December 01, 2008 Through December 31, 2008

Principal Portfolio Statement (Continued)

Description	Ticker	Shares	Total Market/ Total Cost	Market Price/ Cost Price	Est Annual Income/ Accrued Inc	Current Yield
Mutual Funds Fixed						
LOOMIS SAYLES INST HIGH INC	LSHIX	25,553.663	130,579.22 150,000.00	5.11 5.87	12,444.63	9.53
* Total Mutual Funds Fixed			130,579.22 150,000.00		12,444.63 0.00	9.53
Mutual Funds Equity						
ARTISAN INTERNATIONAL FUND-INT	ARTIX	1,938.767	29,003.95 51,695.01	14.96 26.66	364.49	1.26
DODGE & COX INTL STOCK FUND	DODFX	1,025.389	22,456.02 42,801.25	21.90 41.74	963.87	4.29
GMO FOREIGN FUND III	GMOFX	3,890.064	39,328.55 65,837.51	10.11 16.92	1,326.51	3.37
NICHOLAS APP INTL GRW OPPORTUNITY I	NAGPX	1,414.013	25,141.15 50,787.57	17.78 35.92	1,783.07	7.09
* Total Mutual Funds Equity			115,929.67 211,121.34		4,437.94 0.00	3.83
Total Mutual Funds			246,508.89 361,326.70			

Chemung Canal Trust Company

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Statement Period
Account NumberDec 01, 2008 Through Dec 31, 2008
Custody

Statement Of Principal Positions

Type Investments	Units	Current Price	Market Value	Fed Cost
Corporate Bonds				
BP CAPITAL MARKETS PLC DTD 11/07/2008 F/C 05/07/2009 5.25%	300,000.00	104.39	313,182.00	300,768.00
BARCLAYS BANK PLC ZERO COUPON 0% 06/19/2009	750,000.00	61.53	461,475.00	750,015.00
BELLSOUTH CORP DTD 12/22/2004 F/C 06/15/2005 5.2% 12/15/2016	300,000.00	95.91	287,742.00	299,634.00
CIT GROUP INC DTD 02/01/2005 5% 02/01/2015	300,000.00	70.40	211,200.00	292,143.00
CISCO SYSTEMS INC DTD 02/22/2006 F/C 08/22/2006 5.25% 02/22/2011	300,000.00	103.81	311,439.00	305,749.00
CITIGROUP INCORPORATED DTD 09/16/2004 F/C 03/15/2005 5% 09/15/2014	300,000.00	87.96	263,874.00	295,719.00
CREDIT SUISSE USA INC DTD 06/21/2006 5.4% 06/05/2009	300,000.00	98.17	294,504.00	300,479.70
CELESTIAL REAL ESTATE CAPITAL CORP DTD 02/23/2006 5.72%	200,000.00	98.86	197,722.00	200,000.00
GOLDMAN SACHS GROUP INC 5.7% 09/01/2012	300,000.00	95.35	286,062.00	315,726.00
HOME DEPOT INC DTD 03/24/2006 F/C 09/01/2006 5.2% 03/01/2011	300,000.00	97.24	291,708.00	297,072.00
HSBC FINANCE CORP DTD 10/23/2001 6.375% 10/13/2011	300,000.00	98.39	295,155.00	320,325.00
INTERNATIONAL BUSINESS MACHINES CORP DTD 10/13/2008 F/C	300,000.00	109.62	328,869.00	309,534.00
INTL LEASE FINANCE CORP DTD 03/24/2004 3.5% 04/01/2009	300,000.00	94.95	284,853.00	299,355.00
JP MORGAN CHASE & CO DTD 07/25/2007 0% 07/23/2009	500,000.00	51.50	257,500.00	500,000.00
JP MORGAN CHASE & CO 0% 02/18/2009	600,000.00	61.05	366,300.00	600,000.00
JP MORGAN CHASE BANK NA 0% 07/31/2009	300,000.00	53.15	159,450.00	300,000.00
MORGAN STANLEY DTD 02/26/03 F/C 09/01/03 5.3% 03/01/2013	300,000.00	90.69	272,067.00	307,695.00
OMNICOM GROUP INC CONV/PUT/CALL - CALL FROM 2/07/21 & PUT FROM	700,000.00	98.75	691,250.00	684,265.00
ORACLE CORP DTD 01/13/2006 5.25% 01/15/2016	300,000.00	101.81	305,433.00	274,182.00
TRANSOCEAN INC DTD 12/11/2007 1.625% 12/15/2031-2010	500,000.00	87.13	435,625.00	425,015.00
UNITED PARCEL SERVICE DTD 01/15/2008 4.5% 01/13/2013	300,000.00	103.15	309,462.00	300,270.00
VERIZON COMMUNICATIONS DTD 02/18/2008 F/C 08/15/2008 4.35%	300,000.00	96.72	290,157.00	298,734.00
WELLS FARGO BANK 6.45% 02/01/2011	300,000.00	103.65	310,962.00	335,355.00
Total Corporate Bonds			7,225,991.00	8,312,035.70

Chemung Canal Trust Company

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Statement Period
Account Number

Dec 01, 2008 Through Dec 31, 2008
Custody

Statement Of Principal Positions

Type Investments	Units	Current Price	Market Value	Fed Cost
Municipal obligations				
CALIFORNIA ST TAXABLE-STEM CELL RESH-SER A DID 10/11/2007 F/C	400,000.00	100.39	401,564.00	400,000.00
Total Municipal Obligations			401,564.00	400,000.00
US Governments				
FEDERAL FARM CREDIT BANK DTD 03/06/2006 BOOK ENTRY 4.875% 02/18/2011	200,000.00	107.47	214,938.00	196,952.00
FEDERAL HOME LOAN BANK DTD 08/04/2005 BOOK ENTRY 4.375% 09/17/2010	475,000.00	105.59	501,571.50	465,272.00
FEDERAL HOME LOAN BANK DTD 11/03/2005 BOOK ENTRY 4.875% 12/14/2012	250,000.00	109.22	273,047.50	248,405.00
FEDERAL HOME LOAN BANK DTD 08/07/2006 F/C 03/13/2007 BOOK	200,000.00	112.19	224,376.00	200,730.00
FEDERAL HOME LOAN MORTGAGE CORPORATION DTD 09/25/2001 BOOK	150,000.00	110.84	166,266.00	153,981.00
FEDERAL NATIONAL MORTGAGE ASSOCIATION DTD 07/30/2003 BOOK	300,000.00	100.06	300,189.00	292,326.00
US TREASURY BONDS 7.25% 05/15/2016	120,000.00	133.90	160,677.60	143,493.75
US TREASURY NOTES 4.875% 02/15/2012	500,000.00	111.90	559,490.00	531,944.69
US TREASURY NOTE DTD 08/15/03 F/C 02/15/04 4.25% 08/15/2013	500,000.00	113.70	568,475.00	519,878.28
US TREASURY N/B DTD 08/15/2004 4.5% 08/15/2014	500,000.00	114.94	574,690.00	519,917.34
US TREASURY N/B DTD 2/15/2005 F/C 8/15/2005 4% 02/15/2015	425,000.00	113.94	484,236.50	402,699.22
US TREASURY N/B DTD 05/15/2006 5.125% 05/15/2016	300,000.00	121.09	363,258.00	301,687.50
US TREASURY N/B DTD 05/15/2007 F/C 11/15/2007 4.5% 05/15/2017	400,000.00	117.34	469,376.00	389,921.88
Total US Government			4,860,591.10	4,367,208.66

Chemung Canal Trust Company

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Statement Period
Account Number

Dec 01, 2008 Through Dec 31, 2008
Custody

Statement Of Principal Positions

Type Investments	Units	Current Price	Market Value	Fed Cost
CORPORATE STOCKS				
APPLE INC	2,300.00	85.35	196,305.00	282,540.95
BJ'S WHOLESALE CLUB INC	4,000.00	34.26	137,040.00	133,031.53
BANK OF AMERICA CORP	7,228.00	14.08	101,770.24	139,736.03
BANK OF NEW YORK MELLON CORP	12,420.00	28.33	351,858.60	480,291.19
BROADCOM CORP	4,550.00	16.97	77,213.50	109,193.46
BURLINGTON NORTHERN SANTA FE CORP	2,300.00	75.71	174,133.00	188,149.96
CAMERON INTERNATIONAL CORP	2,200.00	20.50	45,100.00	62,609.75
CELANESE CORP-SERIES A	5,900.00	12.43	73,337.00	265,673.65
CELGENE CORP	3,600.00	55.28	199,008.00	190,983.17
CHEVRON CORPORATION	4,400.00	73.97	325,468.00	276,407.49
CISCO	5,250.00	16.30	85,575.00	110,478.22
COLGATE PALMOLIVE	3,900.00	68.54	267,306.00	216,305.23
CONOCOPHILLIPS	2,000.00	51.80	103,600.00	116,442.44
DARDEN RESTAURANTS INC COM	1,400.00	28.18	39,452.00	43,576.45
EMC CORP	6,050.00	10.47	63,343.50	82,968.33
EOG RESOURCES INC	1,500.00	66.58	99,870.00	118,404.76
EDISON INTERNATIONAL	4,950.00	32.12	158,994.00	216,689.69
EDWARDS LIFESCIENCES CORP	6,100.00	54.95	335,195.00	347,908.51
ENERGIZER HOLDINGS INC	1,150.00	54.14	62,261.00	82,660.40
EXPRESS SCRIPTS INC-COMMON	3,540.00	54.98	194,629.20	186,744.30
EXXON MOBIL CORP	7,792.00	79.83	622,035.36	282,693.23
FPL GROUP INC	2,850.00	50.33	143,440.50	172,704.90
FIRSTENERGY CORP	2,850.00	48.58	138,453.00	217,450.68
GENERAL ELECTRIC	14,800.00	16.20	239,760.00	436,283.81
GILEAD SCIENCES INC	2,150.00	51.14	109,951.00	43,364.88
GOOGLE INC-CL A	50.00	307.65	15,382.50	29,249.00
HANESBRANDS INC	1,150.00	12.75	14,662.50	29,804.90
IDEX CORPORATION	2,800.00	24.15	67,620.00	86,576.67
INTEL CORP	4,150.00	14.66	60,839.00	70,824.04
INTERCONTINENTAL EXCHANGE INC	2,500.00	82.44	206,100.00	211,846.98
JP MORGAN CHASE & COMPANY	7,775.00	31.53	245,145.75	168,663.95
JOHNSON & JOHNSON	4,350.00	59.83	260,260.50	229,324.41
KELLOGG	4,050.00	43.85	177,592.50	206,347.70
KROGER CO	6,550.00	26.41	172,985.50	171,286.48
L-3 COMMUNICATIONS HLDGS INC	1,700.00	73.78	125,426.00	129,677.55
LABORATORY CRP OF AMER HLDGS	1,200.00	64.41	77,292.00	80,750.92
MARRIOTT INTERNATIONAL INC CL A	2,100.00	19.45	40,845.00	68,022.91
MCDONALDS CORP	5,100.00	62.19	317,169.00	250,468.05
MEDTRONIC INC	4,600.00	31.42	144,532.00	236,058.54
METTLER-TOLEDO INTERNATIONAL INC	1,600.00	67.40	107,840.00	128,864.90
MICROSOFT CORP	9,600.00	19.44	186,624.00	248,999.07
MONSANTO CO	4,100.00	70.35	288,435.00	274,311.60
NATIONAL OILWELL VARCO INC	2,750.00	24.44	67,210.00	119,900.50
NIKE INC CL B	2,150.00	51.00	109,650.00	132,035.73
NVIDIA CORP	3,150.00	8.07	25,420.50	48,136.71

Chemung Canal Trust Company

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Statement Period
Account NumberDec 01, 2008 Through Dec 31, 2008
Custody

Statement Of Principal Positions

Type Investments	Units	Current Price	Market Value	Fed Cost
AFLAC INC	2,200.00	45.84	100,848.00	92,934.17
AT&T INC	14,400.00	28.50	410,400.00	410,545.67
ABBOTT LAB	6,625.00	53.37	353,576.25	251,272.52
AMERICAN ELEC POWER	3,650.00	33.28	121,472.00	151,529.59
AMERICAN TOWER CORP-CL A	5,300.00	29.32	155,396.00	211,290.68
AMETEK INC	3,650.00	30.21	110,266.50	119,589.84
AMGEN	6,500.00	57.75	375,375.00	329,019.51
OCCIDENTAL PETROLEUM	2,550.00	59.99	152,974.50	124,905.54
ORACLE CORP	6,400.00	17.73	113,472.00	115,488.09
PNC FINANCIAL CORP	4,350.00	49.00	213,150.00	310,510.36
PEPSICO	1,625.00	54.77	89,001.25	103,227.17
PFIZER	7,700.00	17.71	136,367.00	156,772.88
T ROWE PRICE GROUP INC	7,650.00	35.44	271,116.00	457,338.56
PROCTER & GAMBLE	4,350.00	61.82	268,917.00	276,744.10
QUALCOMM INC	6,450.00	35.83	231,103.50	256,785.56
RESEARCH IN MOTION	1,600.00	40.58	64,928.00	90,774.58
ROCKWELL COLLINS	2,000.00	39.09	78,180.00	121,760.73
ST JUDE MEDICAL INC	1,850.00	32.96	60,976.00	63,950.88
SCHLUMBERGER LTD	1,000.00	42.33	42,330.00	75,210.80
SPECTRA ENERGY CORP	8,350.00	15.74	131,429.00	215,474.87
STERICYCLE INC	1,150.00	52.08	59,892.00	43,782.64
SYSCO	2,400.00	22.94	55,056.00	70,930.92
TTX COMPANIES	5,500.00	20.57	113,135.00	120,771.01
THERMO ELECTRON	4,150.00	34.07	141,390.50	202,812.40
THOMAS & BETTS CORP	2,150.00	24.02	51,643.00	101,845.55
US BANCORP	12,400.00	25.01	310,124.00	344,948.20
UNITED TECHNOLOGIES	3,250.00	53.60	174,200.00	100,098.15
V F CORP	3,000.00	54.77	164,310.00	230,798.48
VERIZON	6,400.00	33.90	216,960.00	197,846.06
WAL-MART STORES INC	3,850.00	56.06	215,831.00	188,593.40
WELLS FARGO COMPANY	4,950.00	29.48	145,926.00	134,964.33
ACCENTURE LTD-CL A	1,550.00	32.79	50,824.50	60,034.38
TRANSOCEAN LTD	850.00	47.25	40,162.50	111,487.10
Total Custody Corporate Stock			12,276,863.15	13,568,482.34

Chemung Canal Trust Company

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Statement Period
Account Number

Dec 01, 2008 Through Dec 31, 2008
Custody

Statement Of Principal Positions

Type Investments	Units	Current Price	Market Value	Fed Cost
Mutual Funds Equity				
DWS EMERGING MARKETS FND-A	65,102.87	10.06	654,934.84	1,374,486.96
HENDERSON EUROPEAN FOCUS-A	29,863.29	12.05	359,852.67	800,000.00
ISHARES RUSSELL 2000 INDEX FUND	9,160.00	49.24	451,038.40	702,388.80
DEUTSCHE BANK PRIVATE EQUITY GLOBAL SELECT FUND (INT'L) FUND	960,000.00	1.03	988,800.00	923,942.00
DEUTSCHE BANK PRIVATE EQUITY GLOBAL SELECT FUND II (INT'L) FUND #7257	870,000.00	0.93	809,100.00	868,841.00
GARGOYLE HEDGE VALUE CI FUND LP 2/1/07	700,000.00	0.56	392,000.00	700,000.00
TOPIARY TRUST CLASS I/A	1,174.98	1,686.81	1,981,968.01	1,999,998.28
DEUTSCHE BANK PRIVATE EQUITY GLOBAL SELECT FUND IV (INTERNATIONAL) FUND #7205	469,147.72	0.89	417,541.47	309,917.00
DB PRIVATE EQUITY ASIA SELECT FUND III (INTERNATIONAL),L.P. FUND #7288	320,000.00	1.00	320,000.00	320,000.00
Mutual Funds Equity Subtotal			6,375,235.39	7,999,574.04
Limited Partnership				
GARGOYLE ASSET MANAGEMENT LLC	1,666,666.67	0.54	Amended Info 417,400	784,995.00
TITAN GLOBAL EQUITY OFFSHORE HEDGE FUND	312.03	907.61	283,201.55	325,000.00
TOTAL LIMITED PARTNERSHIP - As Amended			Amended Info 700,602	1,109,995.00

A L&O B O'CONNOR FDN INC

Account Number: C78

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 29, 2008 - December 31, 2008

ALTERNATIVE INVESTMENTS Description	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
COAST ACCESS LTD UCL A	08/01/08	146,858	1.2536	184,115	1.1212	164,657.18	(19,458)		
COAST ACCESS LTD UCL C	10/01/07	475,245	1.2099	574,998	1.0966	521,153.66	(53,845)		
COAST ACCESS LTD UCL C	07/01/08	79,226	1.2622	99,999	1.0966	86,879.23	(13,119)		
Subtotal		554,471		674,997		608,032.89	(66,964)		
GALLEON ACCESS LTD CLC (N)	10/01/07	214,163	1.0506	224,999	0.8847	189,470.00	(35,529)		
GALLEON ACCESS LTD CLC Subtotal		97,943	1.0209	99,999	0.8847	86,650.17	(13,349)		
LISPENARD ACCESS LTD CLASS C (H)	10/01/07	312,106	0.9333	324,999	0.8040	276,120.17	(48,878)		
RENAISSANCE ACCESS V LLC CLASS C	10/01/07	113,601	0.9683	109,999	0.7697	9,690.61	(1,559)		
RENAISSANCE ACCESS V Subtotal		117,260	0.8528	99,999	0.7697	90,255.02	(9,744)		
TOTAL		230,861		209,999		177,693.70	(32,305)		
				1,405,362		1,236,194.55	(169,164)		



Private Banking and
Investment Group

O'CONNOR FOUNDATION INC.

Account Number: D01

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 29, 2008 - December 31, 2008

EQUITIES Description	Symbol	Acquired	Quantity	Unit		Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
				Cost Basis							
ML&CO FACTOR MODEL SRN SV=1578.67 FACTOR MODEL DUE DECEMBER 06 2012	MXH	11/29/07	5,000	10,0000		50,000	7.7700	38,850.00	(11,150)		
TOTAL						50,000		38,850.00	(11,150)		



Private Banking and
Investment Group

A L&O B O'CONNOR FDN INC

Account Number

E31

MERRILL LYNCH CONSULTS SERVICE

November 29, 2008 - December 31, 2008

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL
INVESTMENTS

EQUITIES Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
ABERCROMBIE & FITCH CO	ANF	11/13/08	151	19.9086	3,006	23.0700	3,483.57	477	106	3.03
ACTUANT CORP CL A	ATU	08/09/07	200	31.0267	6,205	19.0200	3,804.00	(2,401)	8	.21
ADMINISTAFF INC	ASF	08/09/07	396	31.6523	12,534	21.6800	8,585.28	(3,949)	206	2.39
ADTRAN INC COM	ADTN	08/09/07	580	24.9069	14,446	14.8800	8,630.40	(5,815)	209	2.41
		02/08/08	111	19.4367	2,157	14.8800	1,651.68	(505)	40	2.41
Subtotal			691		16,603		10,282.08	(6,320)	249	2.41
AGNICO EAGLE MINES LTD	AEM	11/24/08	84	33.6761	2,828	51.3300	4,311.72	1,482	15	.35
		12/22/08	37	43.7537	1,618	51.3300	1,899.21	280	7	.35
Subtotal			121		4,447		6,210.93	1,762	22	.35
AIR METHODS CRP COM\$0.06	AIRM	05/07/08	146	38.3539	5,599	15.9900	2,334.54	(3,265)		
		05/08/08	84	38.7421	3,254	15.9900	1,343.16	(1,911)		
		05/13/08	33	35.9706	1,187	15.9900	527.67	(659)		
		05/14/08	33	35.9857	1,187	15.9900	527.67	(659)		
		05/15/08	14	35.9635	503	15.9900	223.86	(279)		

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Private Banking and
Investment Group



A L&O B O'CONNOR FDN INC

Account Number: E31

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 29, 2008 - December 31, 2008

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
AIR METHODS CRP COM \$0.06	AIRM	05/16/08	35	35.8045	1,253	15.9900	559.65	(693)		
		07/28/08	39	27.0987	1,056	15.9900	623.61	(433)		
		10/24/08	32	16.0231	512	15.9900	511.68	(1)		
Subtotal			416		14,554		6,651.84	(7,900)		
ANIXTER INTL INC	AXE	10/27/08	170	29.3252	4,985	30.1200	5,120.40	135		
		10/29/08	40	31.4605	1,258	30.1200	1,204.80	(53)		
Subtotal			210		6,243		6,325.20	82		
AQUA AMERICA INC	WTR	08/09/07	221	26.4046	5,835	20.5900	4,550.39	(1,285)	119	2.62
		01/14/08	101	21.0302	2,124	20.5900	2,079.59	(44)	55	2.62
		07/09/08	85	15.8038	1,343	20.5900	1,750.15	406	46	2.62
		07/10/08	46	15.7163	722	20.5900	947.14	224	25	2.62
		10/15/08	51	16.4905	841	20.5900	1,050.09	209	28	2.62
Subtotal			504		10,866		10,377.36	(490)	272	2.62
ASPEN INSURANCE HLDS LTD	AHL	08/09/07	341	22.0513	7,519	24.2500	8,289.25	749	205	2.47
ASTORIA FINANCIAL CORP	AF	10/10/08	97	16.9132	1,640	16.4800	1,598.56	(42)	101	6.31
		10/28/08	86	16.4851	1,417	16.4800	1,417.28		89	6.31
		12/19/08	100	15.9866	1,598	16.4800	1,648.00	49	104	6.31
Subtotal			283		4,656		4,663.84	7	294	6.31
ATMI INC	ATMI	08/09/07	334	31.0580	10,373	15.4300	5,153.62	(5,219)		
		05/28/08	87	29.7500	2,588	15.4300	1,342.41	(1,245)		
Subtotal			421		12,961		6,496.03	(6,464)		
BARRETT BILL CORP	BBG	03/10/08	110	43.7915	4,817	21.1300	2,324.30	(2,492)		
		03/11/08	46	43.9621	2,022	21.1300	971.98	(1,050)		
		03/17/08	47	43.0572	2,023	21.1300	993.11	(1,030)		
		08/21/08	36	41.4266	1,491	21.1300	760.68	(730)		
		11/11/08	78	20.5305	1,601	21.1300	1,648.14	46		
Subtotal			317		11,955		6,698.21	(5,256)		
BECKMAN COULTER INC COM	BEC	08/09/07	250	72.2200	18,055	43.9400	10,985.00	(7,070)	170	1.54

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Private Banking and Investment Group



A L&O B O'CONNOR FDN INC

Account Number E31

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 29, 2008 - December 31, 2008

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
CAVIUM NETWORKS INC	CAVM	03/10/08	320	15.2894	4,892	10.5100	3,363.20	(1,529)		
		03/11/08	230	13.8965	3,196	10.5100	2,417.30	(778)		
		03/17/08	100	14.8845	1,488	10.5100	1,051.00	(437)		
		09/11/08	189	12.3911	2,341	10.5100	1,986.39	(355)		
		09/29/08	92	13.9692	1,285	10.5100	966.92	(318)		
Subtotal			931		13,204		9,784.81	(3,417)		
CENTENE CORP	CNC	08/09/07	327	17.9643	5,874	19.7100	6,445.17	570		
		02/21/08	104	19.2725	2,004	19.7100	2,049.84	45		
Subtotal			431		7,878		8,495.01	615		
CENTENNIAL COMM A \$0.01	CYCL	02/04/08	449	6.2804	2,819	8.0600	3,618.94	799		
		02/05/08	349	6.2224	2,171	8.0600	2,812.94	641		
		02/06/08	353	6.0850	2,148	8.0600	2,845.18	697		
		02/08/08	584	5.9971	3,502	8.0600	4,707.04	1,204		
		02/21/08	531	5.5580	2,951	8.0600	4,279.86	1,328		
Subtotal			2,266		13,593		18,263.96	4,669		
CHEESECAKE FACTORY INC	CAKE	08/09/07	452	27.8999	12,610	10.1000	4,565.20	(8,045)		
		09/24/07	34	23.9800	815	10.1000	343.40	(471)		
		01/23/08	95	18.6847	1,775	10.1000	959.50	(815)		
Subtotal			581		15,201		5,868.10	(9,331)		
CHICAGO BRDG & IRON CO NV	CBI	06/09/08	129	45.3627	5,851	10.0500	1,296.45	(4,555)	21	159
		07/23/08	120	34.2346	4,108	10.0500	1,206.00	(2,902)	19	159
		08/04/08	73	32.3050	2,358	10.0500	733.65	(1,624)	12	159
		09/15/08	35	23.7597	831	10.0500	351.75	(479)	6	159
		09/22/08	71	23.7101	1,683	10.0500	713.55	(969)	11	159
		10/31/08	48	11.8100	566	10.0500	482.40	(84)	8	159
		11/03/08	107	11.8742	1,270	10.0500	1,075.35	(195)	17	159
		11/06/08	145	8.9468	1,297	10.0500	1,457.25	159	23	159
		11/24/08	111	7.0617	783	10.0500	1,115.55	331	18	159
Subtotal			839		18,751		8,431.95	(10,318)	134	159



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A L&O B O'CONNOR FDN INC

Account Number: E31

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 29, 2008 - December 31, 2008

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
CHIMERA INVESTMENT CORP	CIM	10/27/08	849	2.4499	2,079	3.4500	2,929.05	849	136	4.63
		10/28/08	374	2.4832	928	3.4500	1,290.30	361	60	4.63
		11/03/08	783	2.5566	2,001	3.4500	2,701.35	699	125	4.63
		11/07/08	345	2.7500	948	3.4500	1,190.25	241	55	4.63
		12/22/08	267	2.9759	794	3.4500	921.15	126	43	4.63
Subtotal			2,618		6,753		9,032.10	2,276	419	4.63
COMMScope INC	CTV	01/10/08	122	43.9610	5,363	15.5400	1,895.88	(3,467)		
		01/14/08	118	44.9010	5,298	15.5400	1,833.72	(3,464)		
		02/25/08	74	40.4170	2,990	15.5400	1,149.96	(1,840)		
		04/03/08	16	38.2950	612	15.5400	248.64	(364)		
		11/24/08	116	9.0633	1,051	15.5400	1,802.64	751		
Subtotal			446		15,316		6,930.84	(8,384)		
COMMVault SYS INC	CVLT	06/24/08	319	17.3866	5,546	13.4100	4,277.79	(1,268)		
		06/25/08	191	17.3243	3,308	13.4100	2,561.31	(747)		
		06/30/08	108	17.3007	1,868	13.4100	1,448.28	(420)		
		10/03/08	108	11.0512	1,193	13.4100	1,448.28	254		
		12/19/08	22	13.0659	287	13.4100	295.02	7		
Subtotal			748		12,204		10,030.68	(2,174)		
CORE LAB N.V. COM	CLB	08/04/08	40	124.4265	4,977	59.8600	2,394.40	(2,582)	16	.66
		08/12/08	22	121.6481	2,676	59.8600	1,316.92	(1,359)	9	.66
		08/21/08	15	127.7140	1,915	59.8600	897.90	(1,017)	6	.66
		09/11/08	3	117.4866	352	59.8600	179.58	(172)	1	.66
		09/16/08	7	110.7428	775	59.8600	419.02	(356)	3	.66
		12/19/08	26	56.9134	1,479	59.8600	1,556.36	76	10	.66
Subtotal			113		12,176		6,764.18	(5,410)	45	.66
DEAN FOODS CO NEW	DF	10/30/07	93	26.9001	2,501	17.9700	1,671.21	(830)		
		10/31/07	57	28.0803	1,600	17.9700	1,024.29	(576)		
		11/01/07	58	27.3434	1,585	17.9700	1,042.26	(543)		
		11/02/07	139	26.4938	3,682	17.9700	2,497.83	(1,184)		
		02/26/08	91	23.3912	2,128	17.9700	1,635.27	(493)		

A L&O B O'CONNOR FDN INC

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 29, 2008 - December 31, 2008

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
DEAN FOODS CO NEW	DF	03/10/08	134	20.6532	2,767	17.9700	2,407.98	(359)		
		05/20/08	93	23.2170	2,159	17.9700	1,671.21	(487)		
		11/07/08	106	15.5718	1,650	17.9700	1,904.82	254		
		12/09/08	121	15.5636	1,883	17.9700	2,174.37	291		
		12/22/08	42	17.1188	718	17.9700	754.74	35		
Subtotal			934		20,679		16,783.98	(3,892)		
DENBURY RES INC	DNR	10/30/08	61	11.8744	724	10.9200	666.12	(58)		
		10/31/08	501	11.9021	5,963	10.9200	5,470.92	(492)		
		11/17/08	121	8.7300	1,056	10.9200	1,321.32	264		
		11/24/08	57	7.6452	435	10.9200	622.44	186		
Subtotal			740		8,179		8,080.80	(100)		
DIGITAL RIVER INC DEL	DRIV	08/12/08	123	44.1200	5,426	24.8000	3,050.40	(2,376)		
		09/22/08	134	39.9997	5,362	24.8000	3,323.20	(2,036)		
		10/30/08	88	23.2054	2,054	24.8000	2,182.40	140		
Subtotal			345		12,828		8,556.00	(4,272)		
EATON VANCE CORP NVT	EV	08/09/07	364	45.6354	16,611	21.0100	7,647.64	(8,963)	226	2.95
		04/03/08	110	33.2089	3,652	21.0100	2,311.10	(1,341)	68	2.95
		11/04/08	67	21.7013	1,453	21.0100	1,407.67	(46)	42	2.95
		11/05/08	27	21.7448	587	21.0100	567.27	(19)	17	2.95
Subtotal			568		22,305		11,933.68	(10,369)	352	2.95
ENCORE ACQUISITION CO	EAC	10/30/07	67	35.0001	2,345	25.5200	1,709.84	(635)		
		11/06/07	44	36.2743	1,596	25.5200	1,122.88	(473)		
		11/07/07	45	37.2642	1,676	25.5200	1,148.40	(528)		
		12/06/07	45	32.6884	1,470	25.5200	1,148.40	(322)		
		12/07/07	43	32.7525	1,408	25.5200	1,097.36	(311)		
		10/03/08	30	36.4193	1,092	25.5200	765.60	(326)		
		10/10/08	113	20.4061	2,305	25.5200	2,883.76	577		
Subtotal			387		11,895		9,876.24	(2,018)		



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EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
EV3 INC	EVW	02/26/08	66	8.5195	562	6.1000	402.60	(159)		
		05/07/08	60	9.0500	543	6.1000	366.00	(177)		
		07/11/08	168	9.1739	1,541	6.1000	1,024.80	(516)		
Subtotal			294		2,646		1,793.40	(852)		
FAIRPOINT COMMUNICATIONS INC	FRP	09/10/07	302	17.2730	5,216	3.2800	990.56	(4,225)		
		10/12/07	176	19.2652	3,390	3.2800	577.28	(2,813)		
		12/18/07	230	14.9989	3,449	3.2800	754.40	(2,695)		
		12/28/07	64	14.2429	911	3.2800	209.92	(701)		
		04/18/08	456	8.3778	3,820	3.2800	1,495.68	(2,324)		
		06/17/08	260	7.4353	1,933	3.2800	852.80	(1,080)		
		06/30/08	454	7.3257	3,325	3.2800	1,489.12	(1,836)		
Subtotal			1,942		22,047		6,369.76	(15,674)		
F5 NETWORKS INC	FFV	07/28/08	166	30.8980	5,129	22.8600	3,794.76	(1,334)		
		08/04/08	82	29.2357	2,397	22.8600	1,874.52	(522)		
		10/03/08	28	22.0132	616	22.8600	640.08	23		
Subtotal			276		8,142		6,309.36	(1,833)		
GSI COMMERCE INC	GSIC	08/09/07	345	24.5399	8,466	10.5200	3,629.40	(4,836)		
		01/10/08	166	17.2978	2,871	10.5200	1,746.32	(1,125)		
		10/29/08	73	8.9493	653	10.5200	767.96	114		
Subtotal			584		11,991		6,143.68	(5,847)		
IDEX CORP DELAWARE IMMUCOR INC	IEX	08/09/07	646	41.2486	26,646	24.1500	15,600.90	(11,045)	310	1.98
	BLUD	01/23/08	96	28.6578	2,751	26.5800	2,551.68	(199)		
		01/25/08	81	29.2460	2,368	26.5800	2,152.98	(215)		
		01/31/08	51	28.9180	1,474	26.5800	1,355.58	(119)		
		02/01/08	65	29.1520	1,894	26.5800	1,727.70	(167)		
		02/26/08	77	29.0801	2,239	26.5800	2,046.66	(192)		
		05/21/08	38	26.0000	988	26.5800	1,010.04	22		
Subtotal			408		11,716		10,844.64	(870)		

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

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EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
INSIGHT ENTERPRISES INC	NSIT	08/09/07	503	23.9999	12,071	6,9000	3,470.70	(8,601)		
		11/27/07	107	18.4002	1,968	6,9000	738.30	(1,230)		
		01/10/08	137	15.7599	2,159	6,9000	945.30	(1,213)		
Subtotal			747		16,199		5,154.30	(11,044)		
INTEGRAL HLDGS CORP NEW	IART	08/09/07	229	48.4900	11,104	35.5700	8,145.53	(2,958)		
		06/09/08	40	42.9980	1,719	35.5700	1,422.80	(297)		
Subtotal			269		12,824		9,568.33	(3,255)		
INTERSIL CORP CLA	ISIL	05/07/08	206	27.1145	5,585	9.1900	1,893.14	(3,692)		99 5.22
		05/08/08	82	26.8160	2,198	9.1900	753.58	(1,445)		39 5.22
		05/12/08	124	27.0478	3,353	9.1900	1,139.56	(2,214)		60 5.22
Subtotal			412		11,138		3,786.28	(7,351)	198	5.22
JACK IN THE BOX INC	JACK	05/20/08	234	23.3722	5,469	22.0900	5,169.06	(300)		
		05/21/08	139	23.7564	3,302	22.0900	3,070.51	(231)		
		05/28/08	94	23.6711	2,225	22.0900	2,076.46	(148)		
Subtotal			467		10,996		10,316.03	(679)		
KENDLE INTL INC	KNDL	04/18/08	119	41.1889	4,901	25.7200	3,060.68	(1,840)		
		05/07/08	90	39.9751	3,597	25.7200	2,314.80	(1,282)		
		05/21/08	32	36.3406	1,162	25.7200	823.04	(339)		
		06/09/08	54	37.0242	1,999	25.7200	1,388.88	(610)		
		06/10/08	65	36.8649	2,396	25.7200	1,671.80	(724)		
Subtotal			360		14,057		9,259.20	(4,795)		
KNIGHT TRANSPRTN INC	KNX	08/09/07	325	20.1900	6,561	16.1200	5,239.00	(1,322)		52 .99
		11/29/07	117	15.2904	1,788	16.1200	1,886.04	97		19 .99
Subtotal			442		8,350		7,125.04	(1,225)	71	.99
KNOLL INC	KNL	12/11/07	201	17.1103	3,439	9.0200	1,813.02	(1,626)		96 5.32
		12/28/07	148	16.6639	2,466	9.0200	1,334.96	(1,131)		71 5.32
		01/02/08	233	16.1157	3,754	9.0200	2,101.66	(1,653)		112 5.32
Subtotal			582		9,660		5,249.64	(4,410)	279	5.32
LANDSTAR SYS INC COM	LSTR	08/09/07	148	41.0000	6,068	38.4300	5,687.84	(380)	24	.41



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EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
MFA FINANCIAL INC	MFA	09/22/08	785	6,5403	5,134	5.8900	4,623.65	(510)	659	14.26
		10/27/08	154	4,5451	699	5.8900	907.06	207	129	14.26
		12/19/08	151	5,9994	905	5.8900	889.39	(16)	127	14.26
Subtotal			1,090		6,740		6,420.10	(319)	916	14.26
MOBILE MINI INC	MINI	08/09/07	224	24.6799	5,528	14.4200	3,230.08	(2,298)		
		12/28/07	141	19.3009	2,721	14.4200	2,033.22	(688)		
		02/04/08	91	15.5469	1,414	14.4200	1,312.22	(102)		
Subtotal			456		9,664		6,575.52	(3,088)		
MOOG INC CL A	MOGA	08/09/07	266	42.3800	11,273	36.5700	9,727.62	(1,545)		
MWI VETERINARY SUPPLY IN	MWIV	08/09/07	363	40.6799	14,766	26.9600	9,786.48	(4,980)		
NTELOS HLDGS CORP	NTLS	09/24/07	21	28.5280	599	24.6600	517.86	(81)	22	4.21
		09/25/07	51	28.4200	1,449	24.6600	1,257.66	(191)	53	4.21
		10/15/07	132	29.1900	3,853	24.6600	3,255.12	(597)	137	4.21
		10/22/07	86	28.2303	2,427	24.6600	2,120.76	(307)	89	4.21
		11/05/07	55	30.5432	1,679	24.6600	1,356.30	(323)	57	4.21
		11/07/07	134	29.0358	3,890	24.6600	3,304.44	(586)	139	4.21
		03/17/08	54	24.1968	1,306	24.6600	1,331.64	25	56	4.21
		10/10/08	195	18.6818	3,642	24.6600	4,808.70	1,165	203	4.21
Subtotal			728		18,849		17,952.48	(895)	757	4.21
PENTAIR INC	PNR	08/09/07	513	36.9300	18,945	23.6700	12,142.71	(6,802)	349	2.87
PETROQUEST ENERGY INC	PQ	10/15/08	464	7.9248	3,677	6.7600	3,136.64	(540)		
PHILLIPS VAN HEUSEN	PVH	11/06/07	66	44.3465	2,926	20.1300	1,328.58	(1,598)	10	.74
		11/13/07	26	42.7596	1,111	20.1300	523.38	(588)	4	.74
		11/15/07	26	42.4850	1,104	20.1300	523.38	(581)	4	.74
		12/18/07	50	37.4114	1,870	20.1300	1,006.50	(864)	8	.74
		12/28/07	72	37.7145	2,715	20.1300	1,449.36	(1,266)	11	.74
		02/04/08	58	41.2934	2,395	20.1300	1,167.54	(1,227)	9	.74
Subtotal			298		12,124		5,998.74	(6,124)	45	.74



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EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
PMC SIERRA INC	PMCS	08/04/08	715	7.3457	5,252	4.8500	3,474.90	(1,777)		
		09/26/08	321	7.5728	2,430	4.8600	1,560.06	(870)		
Subtotal			1,036		7,683		5,034.96	(2,647)		
POWER INTEGRATIONS INC	POWI	10/12/07	111	31.0657	3,448	19.8800	2,206.68	(1,241)		11 .50
		10/15/07	121	31.1333	3,767	19.8800	2,405.48	(1,361)		12 .50
		10/25/07	78	30.9062	2,410	19.8800	1,550.64	(860)		8 .50
		10/26/07	1	29.4900	29	19.8800	19.88	(9)		.50
		11/05/07	57	31.9056	1,818	19.8800	1,133.16	(685)		6 .50
		01/10/08	22	26.4722	582	19.8800	437.36	(145)		2 .50
		01/23/08	99	25.5201	2,526	19.8800	1,968.12	(558)		10 .50
		08/04/08	79	26.2346	2,072	19.8800	1,570.52	(502)		8 .50
Subtotal			568		16,655		11,291.84	(5,361)		57 .50
PRIDE INTL INC DEL	PDE	08/09/07	362	34.0400	12,322	15.9800	5,784.78	(6,537)		66 3.34
PROTECTIVE LIFE CORP COM	PL	05/30/08	137	41.9156	5,742	14.3500	1,965.95	(3,776)		11 3.34
		06/02/08	23	41.5982	956	14.3500	330.05	(626)		57 3.34
		06/09/08	118	41.0306	4,841	14.3500	1,693.30	(3,148)		79 3.34
		11/06/08	164	10.7740	1,766	14.3500	2,353.40	586		212 3.34
Subtotal			442		13,307		6,342.70	(6,964)		212 3.34
PSS WORLD MEDICAL INC	PSSI	11/19/07	160	18.8898	3,022	18.8200	3,011.20	(11)		
		11/27/07	134	18.4556	2,473	18.8200	2,521.88	48		
		01/02/08	98	19.7196	1,932	18.8200	1,944.36	(88)		
		01/28/08	20	17.5000	350	18.8200	376.40	26		
		01/29/08	39	17.4961	682	18.8200	733.98	51		
		01/31/08	132	17.4840	2,307	18.8200	2,484.24	176		
		04/08/08	136	17.5580	2,387	18.8200	2,559.52	171		
		07/11/08	132	16.3287	2,155	18.8200	2,484.24	328		
Subtotal			851		15,311		16,015.82	701		



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EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
QUEST SOFTWARE INC COM	QSFT	08/09/07	308	14.5599	4,484	12.5900	3,877.72	(606)		
		04/08/08	87	13.2619	1,153	12.5900	1,095.33	(58)		
Subtotal			395		5,638		4,973.05	(664)		
REGAL ENTMT GROUP CL A	RGC	08/09/07	784	19.8700	15,578	10.2100	8,004.64	(7,573)	941	11.75
		01/03/08	126	17.8931	2,254	10.2100	1,286.46	(968)	151	11.75
		06/25/08	249	15.3897	3,832	10.2100	2,542.29	(1,289)	299	11.75
		10/24/08	69	10.8095	745	10.2100	704.49	(41)	83	11.75
		10/27/08	78	10.8056	842	10.2100	796.38	(46)	94	11.75
		11/07/08	97	9.6137	932	10.2100	990.37	57	116	11.75
Subtotal			1,403		24,185		14,324.63	(9,860)	1,684	11.75
RLI CORP ILLINOIS COM	RLI	06/09/08	118	52.3790	6,180	61.1600	7,216.88	1,036	123	1.70
		07/07/08	32	47.8090	1,529	61.1600	1,957.12	427	33	1.70
Subtotal			150		7,710		9,174.00	1,463	156	1.70
RSC HLDGS INC	RRR	05/29/08	146	11.6636	1,702	8.5200	1,243.92	(458)		
		05/30/08	213	11.8502	2,524	8.5200	1,814.76	(709)		
		06/02/08	246	11.5339	2,837	8.5200	2,095.92	(741)		
		06/09/08	284	11.2229	3,187	8.5200	2,419.68	(767)		
		07/09/08	74	9.5017	703	8.5200	630.48	(72)		
Subtotal			963		10,954		8,204.76	(2,747)		
SANDERSON FARMS INC COM	SAFM	10/27/08	111	28.3455	3,146	34.5600	3,836.16	689	62	1.62
		10/29/08	77	27.7828	2,139	34.5600	2,661.12	521	43	1.62
Subtotal			188		5,285		6,497.28	1,210	105	1.62
SAWIS INC	SWS	01/14/08	51	25.0001	1,275	6.8900	351.39	(923)		
		02/04/08	53	21.3018	1,129	6.8900	365.17	(763)		
		02/21/08	77	20.2589	1,559	6.8900	535.17	(1,029)		
		03/17/08	104	14.8018	1,539	6.8900	716.56	(822)		
		04/18/08	80	17.4950	1,399	6.8900	551.20	(848)		
		06/10/08	146	15.5052	2,263	6.8900	1,005.94	(1,257)		
		06/24/08	49	13.7002	671	6.8900	337.61	(333)		
Subtotal			560		9,838		3,858.40	(5,975)		

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

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EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
SBA COMMUNICATIONS CRP A	SBAC	08/09/07	704	34.3499	24,182	16.3200	11,489.28	(12,693)		
		09/24/07	40	35.4595	1,418	16.3200	652.80	(765)		
		01/23/08	170	25.5417	4,342	16.3200	2,774.40	(1,567)		
		10/03/08	85	23.0149	1,956	16.3200	1,387.20	(569)		
		10/15/08	173	16.7993	2,906	16.3200	2,823.36	(82)		
		11/24/08	44	12.3609	543	16.3200	718.08	174		
Subtotal			1,216		35,349		19,845.12	(15,502)		
SCHEN (HENRY) INC COM	HSIC	08/09/07	229	61.4800	14,078	36.6900	8,402.01	(5,676)		
		05/28/08	11	55.4545	610	36.6900	403.59	(206)		
Subtotal			240		14,688		8,805.60	(5,882)		
SCHOOL SPECIALITY INC	SCHS	08/09/07	322	36.2499	11,672	19.1200	6,156.64	(5,515)		
		10/30/07	26	33.7480	877	19.1200	497.12	(380)		
		05/29/08	90	31.2323	2,810	19.1200	1,720.80	(1,090)		
Subtotal			438		15,360		8,374.56	(6,985)		
ST MARY LD & EXPL CO	SM	06/24/08	86	63.1537	5,431	20.3100	1,746.66	(3,684)	9	.49
		06/25/08	89	60.7282	5,404	20.3100	1,807.59	(3,597)	9	.49
		07/28/08	53	44.4441	2,355	20.3100	1,076.43	(1,279)	5	.49
		08/21/08	14	44.3200	620	20.3100	284.34	(336)	1	.49
		10/07/08	49	28.7420	1,408	20.3100	995.19	(413)	5	.49
Subtotal			291		15,220		5,910.21	(9,309)	29	.49
STANCorp FINANCL GRP INC	SFG	08/09/07	318	42.4820	13,509	41.7700	13,282.86	(226)	238	1.79
		08/21/07	52	46.8284	2,435	41.7700	2,172.04	(263)	39	1.79
		09/24/07	49	48.8193	2,392	41.7700	2,046.73	(345)	37	1.79
Subtotal			419		18,336		17,501.63	(834)	314	1.79
STERICYCLE INC COM	SRCL	08/09/07	63	54.9900	3,464	52.0800	3,281.04	(183)		
		03/11/08	57	53.1794	3,031	52.0800	2,968.56	(62)		
Subtotal			120		6,495		6,249.60	(245)		



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Private Banking and
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A L&O B O'CONNOR FDN INC

Account Number: E31

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL
INVESTMENTS

November 29, 2008 - December 31, 2008

Equities (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
SUNSTONE HOTEL INVS INC	SHO	08/09/07	496	26.6141	13,200	6.1900	3,070.24	(10,130)		
		05/28/08	88	19.5203	1,717	6.1900	544.72	(1,173)		
		08/04/08	37	12.9362	478	6.1900	229.03	(249)		
		08/21/08	138	14.0062	1,932	6.1900	854.22	(1,078)		
		11/03/08	123	6.8816	846	6.1900	761.37	(85)		
		11/11/08	237	4.2050	996	6.1900	1,467.03	470		
		11/12/08	107	4.2270	452	6.1900	662.33	210		
Subtotal			1,226		19,625		7,588.94	(12,035)		
SWITCH & DATA FACILITIES	SDXC	05/08/08	223	15.3790	3,429	7.3900	1,647.97	(1,781)		
		05/12/08	18	15.2500	274	7.3900	133.02	(141)		
		05/13/08	181	15.7635	2,853	7.3900	1,337.59	(1,515)		
		08/12/08	135	14.9528	2,018	7.3900	997.65	(1,020)		
		08/13/08	25	14.9504	373	7.3900	184.75	(189)		
		09/11/08	239	12.6079	3,013	7.3900	1,766.21	(1,247)		
		11/11/08	58	7.3639	427	7.3900	428.62	1		
Subtotal			879		12,390		6,495.81	(5,892)		
TEXAS ROADHOUSE INC-CL A	TXRH	03/17/08	204	9.5792	1,954	7.7500	1,581.00	(373)		
		04/03/08	173	10.5236	1,820	7.7500	1,340.75	(479)		
		04/08/08	236	10.2136	2,410	7.7500	1,829.00	(581)		
		06/02/08	161	10.3777	1,670	7.7500	1,247.75	(423)		
Subtotal			774		7,855		5,998.50	(1,856)		
TW TELECOM INC	TWTC	08/09/07	526	20.7899	10,935	8.4700	4,455.22	(6,480)		
		01/10/08	101	18.5300	1,871	8.4700	855.47	(1,016)		
		12/19/08	166	8.1904	1,359	8.4700	1,406.02	46		
Subtotal			793		14,166		6,716.71	(7,450)		
UNITED NAT FOODS INC	UNFI	08/09/07	240	32.5899	7,821	17.8200	4,276.80	(3,544)		
		10/12/07	109	28.7000	3,128	17.8200	1,942.38	(1,185)		
		12/28/07	37	31.2300	1,155	17.8200	659.34	(496)		
		01/23/08	94	25.0186	2,351	17.8200	1,675.08	(676)		

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A L&O B O'CONNOR FDN INC

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 29, 2008 - December 31, 2008

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
UNITED NAT FOODS INC	UNFI	01/25/08	67	24.4282	1,636	17.8200	1,193.94	(442)		
		03/17/08	198	15.9734	3,162	17.8200	3,528.36	365		
		04/30/08	94	20.2853	1,906	17.8200	1,675.08	(231)		
Subtotal			839		21,163		14,950.98	(6,209)		
UNIVERSAL HEALTH SVCS B	UHS	02/08/08	45	48.5284	2,183	37.5700	1,690.65	(493)		14 .85
		02/21/08	40	50.2667	2,010	37.5700	1,502.80	(507)		13 .85
		10/15/08	50	45.1816	2,259	37.5700	1,878.50	(380)		16 .85
		11/03/08	71	43.2563	3,071	37.5700	2,667.47	(403)		23 .85
Subtotal			206		9,524		7,739.42	(1,783)		66 .85
UTI WORLDWIDE INC COM	UTIW	06/09/08	300	22.7701	6,831	14.3400	4,302.00	(2,529)		18 .41
		07/09/08	122	19.3136	2,356	14.3400	1,749.48	(606)		7 .41
		10/24/08	119	9.6933	1,153	14.3400	1,706.46	552		7 .41
		11/03/08	73	11.7972	861	14.3400	1,046.82	185		4 .41
Subtotal			614		11,202		8,804.76	(2,398)		37 .41
VOLCOM INC	VLCM	05/07/08	131	25.5896	3,352	10.9000	1,427.90	(1,924)		
		05/28/08	98	25.5185	2,500	10.9000	1,068.20	(1,432)		
		06/25/08	67	26.9394	1,804	10.9000	730.30	(1,074)		
		07/07/08	53	24.1477	1,279	10.9000	577.70	(702)		
		07/28/08	142	17.2338	2,447	10.9000	1,547.80	(899)		
Subtotal			491		11,385		5,351.90	(6,031)		
WARNACO GROUP INC CLA	WRC	09/24/07	72	38.3429	2,760	19.6300	1,413.36	(1,347)		
		10/30/07	99	39.1425	3,875	19.6300	1,943.37	(1,931)		
		01/25/08	49	34.4936	1,690	19.6300	961.87	(728)		
		07/07/08	33	43.2518	1,427	19.6300	647.79	(779)		
Subtotal			253		9,753		4,966.39	(4,785)		
WASTE CONNECTIONS INC	WCN	08/09/07	388	32.3500	12,551	31.5700	12,249.16	(302)		
WHOLE FOODS MKT INC COM	WFMI	10/07/08	311	17.9794	5,591	9.4400	2,935.84	(2,655)		

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A L&O B O'CONNOR FDN INC

Account Number: E31

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL
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November 29, 2008 - December 31, 2008

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
WILEY JOHN & SONS CLA	JWA	04/03/08	125	41.2294	5,153	35.5800	4,447.50	(706)	65	1.46
		04/04/08	100	41.6432	4,164	35.5800	3,558.00	(606)	52	1.46
		04/07/08	76	41.7855	3,175	35.5800	2,704.08	(471)	40	1.46
		09/22/08	76	40.6155	3,086	35.5800	2,704.08	(382)	40	1.46
Subtotal			377		15,580		13,413.66	(2,165)	196	1.46
TOTAL					974,244		662,014.40	(312,150)	8,286	1.25

Private Banking and
Investment Group

A L&O B O'CONNOR FDN INC

Account Number: E32

MERRILL LYNCH CONSULTS SERVICE

November 29, 2008 - December 31, 2008

EQUITIES Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis page 23	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
ANWORTH MORTGAGE ASSET	ANH	02/07/08	1,364	9.4213	5,409	6.4300	8,770.52	(4,080)	1,419	16.17
		03/20/08	852	6.3490	18,260	6.4300	5,478.36	69	886	16.17
Subtotal			2,216		11,284		14,248.88	(4,011)	2,305	16.17
APTARGROUP INC	ARRS	08/10/07	291	38.7768	77	35.2400	10,254.84	(1,029)	175	1.70
ARRIS GROUP INC		02/15/08	14	5.5278	5,207	7.9500	111.30	33		
		04/03/08	872	5.9716	5,666	7.9500	6,932.40	1,725		
		04/08/08	914	6.1994	10,950	7.9500	7,266.30	1,599		
Subtotal			1,800		9,925		14,310.00	3,357		
ASSURED GUARANTY LTD	AGO	12/18/07	387	25.6481	4,908	11.4000	4,411.80	(5,514)	70	1.57
		01/09/08	219	22.4141	4,949	11.4000	2,496.60	(2,412)	39	1.57
		04/03/08	205	24.1460	19,784	11.4000	2,337.00	(2,612)	37	1.57
Subtotal			811		11,814		9,245.40	(10,538)	146	1.57
ATMEL CORP COM	ATML	11/04/08	2,716	4.3500		3.1300	8,501.08	(3,313)		



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A L&O B O'CONNOR FDN INC

Account Number: E32

November 29, 2008 - December 31, 2008

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
BANKATLANTIC BANCORP INC	BBX	11/28/07	300	20.0698	6,020	5.8000	1,740.00	(4,280)	30	1.72
SHS		12/12/07	257	22.1654	5,696	5.8000	1,490.60	(4,205)	26	1.72
CL A		01/31/08	100	28.3088	2,830	5.8000	580.00	(2,250)	10	1.72
		04/03/08	78	18.6729	1,456	5.8000	452.40	(1,004)	8	1.72
		09/05/08	321	8.9420	2,870	5.8000	1,861.80	(1,008)	32	1.72
		09/08/08	261	10.5504	2,753	5.8000	1,513.80	(1,239)	26	1.72
		10/16/08	585	6.5748	3,846	5.8000	3,393.00	(453)	59	1.72
Subtotal			1,902		25,475		11,031.60	(14,439)	190	1.72
BJS WHOLESALE CLUB INC	BJ	08/15/07	93	30.2023	2,808	34.2600	3,186.18	377		
		09/11/07	274	32.8405	8,998	34.2600	9,387.24	388		
Subtotal			367		11,807		12,573.42	765		
CARDINAL FINCL CORP	CFNL	01/31/08	603	8.3300	5,022	5.6900	3,431.07	(1,591)	24	.70
		04/04/08	105	9.0883	954	5.6900	597.45	(356)	4	.70
Subtotal			708		5,977		4,028.52	(1,947)	28	.70
CAREER EDUCATION	CECO	03/20/08	970	13.0201	12,629	17.9400	17,401.80	4,772		
CENTRAL VERMONT PBLC SVC	CV	08/10/07	315	36.5439	11,511	23.8600	7,515.90	(3,995)	290	3.85
CIT GROUP INC NEW	CIT	11/04/08	1,362	6.0200	8,199	4.5400	6,183.48	(2,015)	545	8.81
CITY NATIONAL CORP	CYN	11/24/08	105	37.3720	3,924	48.7000	5,113.50	1,189	202	3.94
COLLECTIVE BRANDS INC	PSS	05/06/08	322	10.6525	3,430	11.7200	3,773.84	343		
		06/06/08	704	12.1595	8,560	11.7200	8,250.88	(309)		
Subtotal			1,026		11,990		12,024.72	34		
COLONIAL BANGROUP DEL	CNB	10/20/08	905	7.9125	7,160	2.0700	1,873.35	(5,287)		
		10/24/08	476	3.1419	1,495	2.0700	985.32	(510)		
		11/04/08	939	4.0866	3,837	2.0700	1,943.73	(1,893)		
Subtotal			2,320		12,493		4,802.40	(7,690)		
COLONIAL PPTYS T SBI ALA REIT	CLP	01/29/08	600	24.8006	14,880	8.3300	4,998.00	(9,882)	600	12.00
COLUMBIA BKG SYS INC	COLB	11/04/08	352	16.4744	5,798	11.9300	4,199.36	(1,599)	99	2.34

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 29, 2008 - December 31, 2008

EQUITIES (continued)		Symbol	Acquired	Quantity	Unit		Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
Description	Cost Basis											
COML VEHICLE GROUP INC		CVGI	02/20/08	1,454	9.5000	13,813	0.9300	1,352.22	(12,460)			
Subtotal			05/23/08	412	13.4444	5,539	0.9300	383.16	(5,155)			
COMPLETE PRODTN SERVICES INC		CPX	03/20/08	1,866		19,352		1,735.38	(17,615)			
				354	20.0390	7,093	8.1500	2,885.10	(4,208)			
CON-WAY INC		CNW	11/04/08	219	35.2694	7,724	26.6000	5,825.40	(1,898)	88	1.50	
COOPER COS INC COM NEW		COO	06/23/08	287	38.2228	10,969	16.4000	4,706.80	(6,263)	17	.36	
DOMINOS PIZZA INC		DPZ	10/22/07	618	14.4735	8,944	4.7100	2,910.78	(6,033)			
			12/04/07	434	13.2914	5,768	4.7100	2,044.14	(3,724)			
			03/26/08	322	14.0699	4,530	4.7100	1,516.62	(3,013)			
			04/03/08	393	14.0707	5,529	4.7100	1,851.03	(3,678)			
			05/01/08	625	13.5568	8,473	4.7100	2,943.75	(5,529)			
			10/30/08	323	5.5890	1,805	4.7100	1,521.33	(283)			
Subtotal				2,715		35,051		12,787.65	(22,260)			
DRIL QUIP		DRQ	08/21/07	198	43.5452	8,621	20.5100	4,060.98	(4,560)			
			02/07/08	108	46.7480	5,048	20.5100	2,215.08	(2,833)			
Subtotal				306		13,670		6,276.08	(7,393)			
DRYSHIPS INC		DRYS	10/01/08	351	33.8184	11,870	10.6600	3,741.66	(8,128)	281	7.50	
			11/04/08	191	21.1698	4,043	10.6600	2,036.06	(2,007)	153	7.50	
Subtotal				542		15,913		5,777.72	(10,135)	434	7.50	
EARTHLINK INC COM		ELNK	08/10/07	1,515	6.4099	9,711	6.7600	10,241.40	530			
EAST WEST BANCORP INC		EWBC	11/04/08	433	17.8360	7,722	15.9700	6,915.01	(807)			
ELIZABETH ARDEN INC COM		RDEN	08/10/07	611	20.7646	12,687	12.6100	7,704.71	(4,982)	173	2.50	
EMULEX CORP NEW		ELX	08/10/07	939	18.3700	17,249	6.9800	6,554.22	(10,695)			
			07/09/08	396	10.8700	4,304	6.9800	2,764.08	(1,540)			
			07/17/08	225	10.9204	2,457	6.9800	1,570.50	(886)			
Subtotal				1,560		24,011		10,888.80	(13,121)			
ENERSYS		ENS	12/03/08	499	8.9969	4,489	11.0000	5,489.00	999			

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EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
FRANKLIN EL CO PV10CT INDIANA	FELE	06/11/08	279	41.5000	11,578	28.1100	7,842.69	(3,735)	140	1.77
FREIGHTCAR AMERICA	RAIL	10/01/07	446	39.2029	17,484	18.2700	8,148.42	(9,336)	107	1.31
GENERAL CABLE CORP	BGC	08/10/07	19	61.0505	1,159	17.6900	336.11	(823)		
		08/15/07	187	57.2996	10,715	17.6900	3,308.03	(7,407)		
		09/11/07	86	53.6403	4,613	17.6900	1,521.34	(3,091)		
Subtotal			292		16,488		5,165.48	(11,321)		
GFI GROUP INC	GFIG	08/19/08	994	10.7064	10,642	3.5400	3,518.76	(7,123)	199	5.64
GUARANTY BANCORP	GBNK	12/12/07	1,020	5.8730	5,990	2.0000	2,040.00	(3,950)		
		10/16/08	659	4.9950	3,291	2.0000	1,318.00	(1,973)		
Subtotal			1,679		9,282		3,358.00	(5,923)		
HEALTH CARE SVCS GROUP	HCSG	10/24/07	426	21.2741	9,062	15.9300	6,786.18	(2,276)	273	4.01
HERCULES OFFSHORE INC	HERO	10/09/07	290	26.5262	7,692	4.7500	1,377.50	(6,315)		
		08/20/08	370	22.4355	8,301	4.7500	1,757.50	(6,543)		
Subtotal			660		15,993		3,135.00	(12,858)		
HORNBECK OFFSHORE SVCS INC NEW	HOS	08/10/07	682	42.3200	28,862	16.3400	11,143.88	(17,718)		
ICU MEDICAL INC	ICUI	08/10/07	296	36.9599	10,940	33.1400	9,809.44	(1,130)		
		04/09/08	265	29.5043	7,818	33.1400	8,782.10	963		
Subtotal			561		18,758		18,591.54	(167)		
INDEPENDENT BK CORP MASS	INDB	08/10/07	248	29.3199	7,271	26.16 page 23	6,487.68	(783)	179	2.75
INTL COAL GROUP INC NEW	ICO	10/09/07	1,340	4.8746	6,531	2.3000	3,082.00	(3,449)		
		01/09/08	1,012	5.7332	5,802	2.3000	2,327.60	(3,474)		
		04/24/08	290	7.5131	2,178	2.3000	667.00	(1,511)		
		09/22/08	712	8.2902	5,902	2.3000	1,637.60	(4,265)		
Subtotal			3,354		20,415		7,714.20	(12,699)		
JACK IN THE BOX INC	JACK	06/17/08	456	24.5520	11,195	22.0900	10,073.04	(1,122)		
JARDEN CORP	JAH	06/23/08	541	19.3419	10,463	11.5000	6,221.50	(4,242)		
KNOLL INC	KNL	04/09/08	295	11.7313	3,460	9.0200	2,660.90	(799)	142	5.32

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Private Banking and
Investment Group

A L&O B O'CONNOR FDN INC

Account Number: E32

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL
INVESTMENTS

November 29, 2008 - December 31, 2008

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
LASALLE HOTEL PPTYS BN I REIT	LHO	08/10/07	566	42.5868	24,104	11.0500	6,254.30	(17,849)	577	9.23
MANITOWOC CO INC WIS	MTW	12/10/08	849	9.3804	7,964	8.6600	7,352.34	(611)	68	.92
MSC SOFTWARE CORP	MSCS	08/10/07	1,438	12.2780	17,655	6.6800	9,605.84	(8,049)		
O M GROUP INC	OMG	10/15/07	132	55.0059	7,260	21.1100	2,786.52	(4,474)		
		07/23/08	222	32.5355	7,222	21.1100	4,686.42	(2,536)		
Subtotal			354		14,483		7,472.94	(7,010)		
OFFICEMAX INC DEL	OMX	04/28/08	479	19.9994	9,579	7.6400	3,659.56	(5,920)		
		07/17/08	178	13.4915	2,401	7.6400	1,359.92	(1,041)		
		09/30/08	979	8.6411	8,459	7.6400	7,479.56	(980)		
		10/31/08	232	7.9131	1,835	7.6400	1,772.48	(63)		
Subtotal			1,868		22,276		14,271.52	(8,004)		
OLYMPIC STEEL INC	ZEUS	08/10/07	370	26.5607	9,827	20.3700	7,536.90	(2,290)	74	.98
PACWEST BANCORP	PACW	11/25/08	185	24.2057	4,478	26.9000	4,976.50	498	237	4.75
PALOMAR MED TECH INC NEW	PMTI	04/30/08	610	14.0045	8,542	11.5300	7,033.30	(1,509)		
PIER 1 IMPORTS INC DEL	PIR	03/26/08	1,663	6.2058	10,320	0.3700	615.31	(9,704)		
		04/01/08	838	6.7168	5,628	0.3700	310.06	(5,318)		
		06/10/08	444	5.7934	2,572	0.3700	164.28	(2,408)		
		06/19/08	466	4.9540	2,308	0.3700	172.42	(2,136)		
		06/20/08	793	4.9492	3,924	0.3700	293.41	(3,631)		
		06/25/08	1,308	4.8425	6,334	0.3700	483.96	(5,850)		
Subtotal			5,512		31,088		2,039.44	(29,047)		
PNM RESOURCES INC	PNM	04/03/08	1,031	13.3437	13,757	10.0800	10,392.48	(3,364)	516	4.96
REX ENERGY CORP COM	REXX	09/08/08	526	14.8580	7,815	2.9400	1,546.44	(6,268)		
		11/07/08	566	4.1601	2,354	2.9400	1,664.04	(690)		
		11/14/08	1,091	5.1170	5,582	2.9400	3,207.54	(2,375)		
Subtotal			2,183		15,752		6,418.02	(9,333)		
ROFIN SINAR TECH INC	RSTI	10/10/08	234	20.1129	4,706	20.5800	4,815.72	109		



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Private Banking and
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Account Number: E32

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL
INVESTMENTS

November 29, 2008 - December 31, 2008

EQUITIES (continued)	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
SALLY BEAUTY HLDGS INC	SBH	03/27/08	3,026	7.1697	21,695	5.6900	17,217.94	(4,477)		
		04/30/08	890	6.3265	5,630	5.6900	5,064.10	(566)		
Subtotal			3,916		27,326		22,282.04	(5,043)		
SCHNITZER STEEL INDS A	SCHN	08/10/07	119	53.0899	6,317	37.6500	4,480.35	(1,837)		8 .18
		01/25/08	95	54.6491	5,191	37.6500	3,576.75	(1,614)		6 .18
Subtotal			214		11,509		8,057.10	(3,451)		15 .18
SEPRACOR INC COM	SEPR	10/30/08	645	13.1200	8,462	10.9800	7,082.10	(1,380)		79 1.42
SILGAN HLDGS INC COM	SLGN	08/10/07	116	53.4471	6,199	47.8100	5,545.96	(653)		85 1.42
		08/21/07	125	50.8852	6,360	47.8100	5,976.25	(384)		44 1.42
		09/11/07	65	49.7707	3,235	47.8100	3,107.65	(127)		208 1.42
Subtotal			306		15,795		14,629.96	(1,164)		264 3.61
SPECTRUM BRANDS INC	SPCB	08/10/07	3,363	5.5120	18,536	0.0900	302.67	(18,234)		43 3.61
STERLING BANCSHARES INC	SBIB	08/10/07	1,199	10.7998	12,949	6.0800	7,289.92	(5,659)		307 3.61
		04/03/08	197	10.4950	2,067	6.0800	1,197.76	(869)		
Subtotal			1,396		15,016		8,487.68	(6,528)		512 6.53
STERLING CONSTRUCTION CO	STRL	08/10/07	608	23.2799	14,154	18.5300	11,266.24	(2,887)		482 1.89
SUSQUEHANNA BANCSHARES INC	SUSQ	10/16/08	492	15.8105	7,778	15.9100	7,827.72	48		517 21.75
SWS GROUP INC	SWS	08/28/07	1,338	18.1017	24,220	18.9500	25,355.10	1,135		228 21.75
TALBOTS INC	TLB	06/11/08	994	8.7386	8,686	2.3900	2,375.66	(6,310)		745 21.75
		07/23/08	439	12.9866	5,701	2.3900	1,049.21	(4,651)		304 7.32
Subtotal			1,433		14,387		3,424.87	(10,961)		
TCF FINANCIAL CORP COM	TCB	11/24/08	304	14.2628	4,335	13.6600	4,152.64	(183)		
TIMBERLAND CO CL A PV1CT	TBL	08/10/07	623	22.0741	13,752	11.5500	7,195.65	(6,556)		
		09/11/07	274	18.9009	5,178	11.5500	3,164.70	(2,014)		
		04/03/08	505	14.3728	7,258	11.5500	5,832.75	(1,425)		
Subtotal			1,402		26,189		16,193.10	(9,995)		

Private Banking and
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A L&O B O'CONNOR FDN INC

Account Number: E32

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 29, 2008 - December 31, 2008

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
UMB FINANCIAL CORP	UMBF	01/23/08	159	41.6233	6,618	49.1400	7,813.26	1,195	111	1.42
		04/03/08	53	42.8645	2,271	49.1400	2,604.42	332	37	1.42
		10/30/08	66	43.1783	2,849	49.1400	3,243.24	393	46	1.42
Subtotal			278		11,739		13,660.92	1,920	195	1.42
WEBSTER FINL CP PV \$0.01	WBS	10/20/08	391	18.8414	7,366	13.7800	5,387.98	(1,979)	469	8.70
		10/30/08	91	17.5273	1,594	13.7800	1,253.98	(341)	109	8.70
		11/04/08	102	19.6300	2,002	13.7800	1,405.56	(596)	122	8.70
Subtotal			584		10,964		8,047.52	(2,916)	701	8.70
WESCO INTERNATIONAL INC	WCC	10/01/07	280	45.4563	12,727	19.2300	5,384.40	(7,343)		
		10/09/07	281	47.1883	13,259	19.2300	5,403.63	(7,856)		
Subtotal			561		25,987		10,788.03	(15,199)		
WEST COAST BNCRP NEW	WCBO	01/31/08	828	15.0948	12,498	6.5900	5,456.52	(7,041)	33	.60
WHITNEY HOLDING CORP	WTNY	11/04/08	296	19.6680	5,821	15.9900	4,733.04	(1,088)	237	5.00
WSFS FINANCIAL CORP	WSFS	01/31/08	241	53.1732	12,814	47.9900	11,565.59	(1,249)	116	1.00
1ST CTZNS BNCNHS INC A	FCNCA	11/24/08	27	139.9159	3,777	152.8000	4,125.60	347	30	.71
TOTAL					1,002,094		604,120.84	(397,924)	11,683	1.93

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Private Banking and
Investment Group

PLS
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A L&O B O'CONNOR FDN INC

Account Number: E33

MERRILL LYNCH CONSULTS SERVICE

November 29, 2008 - December 31, 2008

EQUITIES Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
ABB LTD	ABB	08/10/07	1,616	22.4400	36,263	15.0100	24,256.16	(12,006)		
		08/29/08	234	24.8435	5,813	15.0100	3,512.34	(2,301)		
		09/03/08	34	24.3688	828	15.0100	510.34	(318)		
		09/04/08	206	23.6350	4,868	15.0100	3,092.06	(1,776)		
Subtotal			2,090		47,773		31,370.90	(16,401)		
ACCENTURE LTD	ACN	09/22/08	56	37.0694	2,075	32.7900	1,836.24	(239)	28	1.52
		09/23/08	77	37.3510	2,876	32.7900	2,524.83	(351)	39	1.52
		09/23/08	129	37.4834	4,835	32.7900	4,229.91	(605)	65	1.52
		09/24/08	272	36.4800	9,922	32.7900	8,918.88	(1,003)	136	1.52
		09/29/08	23	37.4552	861	32.7900	754.17	(107)	12	1.52
		09/30/08	219	37.1198	8,129	32.7900	7,181.01	(948)	110	1.52
		10/01/08	261	36.4732	9,519	32.7900	8,558.19	(961)	131	1.52
		10/13/08	161	32.4440	5,223	32.7900	5,279.19	55	81	1.52
Subtotal			1,198		43,443		39,282.42	(4,159)	599	1.52



Private Banking and
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A L&O B O'CONNOR FDN INC

Account Number

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 29, 2008 - December 31, 2008

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
AGNICO EAGLE MINES LTD	AEM	05/06/08	76	64.5110	4,902	51.3300	3,901.08	(1,001)	14	.35
		07/24/08	126	59.0239	7,437	51.3300	6,467.58	(969)	23	.35
Subtotal			202		12,339		10,368.66	(1,970)	36	.35
AXA	AXA	08/10/07	823	38.9093	32,022	22.4700	18,492.81	(13,529)	1,303	7.04
		08/10/07	260	38.9092	10,116	22.4700	5,842.20	(4,274)	412	7.04
		09/24/07	203	43.3884	8,807	22.4700	4,561.41	(4,246)	321	7.04
		11/30/07	407	41.0095	16,690	22.4700	9,145.29	(7,545)	644	7.04
		03/20/08	356	32.6508	11,623	22.4700	7,999.32	(3,624)	564	7.04
		08/07/08	141	32.3716	4,564	22.4700	3,168.27	(1,396)	223	7.04
		09/03/08	51	33.0894	1,687	22.4700	1,145.97	(541)	81	7.04
Subtotal			2,241		85,513		50,355.27	(35,155)	3,547	7.04
BAE SYS PLC SPN ADR	BAESY	09/24/08	569	32.1771	18,308	22.3100	12,694.39	(5,614)	532	4.19
		09/25/08	333	32.1278	10,698	22.3100	7,429.23	(3,269)	311	4.19
		09/26/08	388	31.8451	12,355	22.3100	8,656.28	(3,699)	363	4.19
		10/13/08	297	24.6211	7,312	22.3100	6,626.07	(686)	278	4.19
		10/14/08	88	25.9855	2,286	22.3100	1,963.28	(323)	82	4.19
		12/10/08	312	20.5966	6,426	22.3100	6,960.72	534	292	4.19
		12/11/08	298	20.4689	6,099	22.3100	6,648.38	548	279	4.19
Subtotal			2,285		63,488		50,978.35	(12,509)	2,136	4.19
BANCO SANTANDER SA ADR	STD	12/11/07	513	21.4679	11,013	9.4900	4,868.37	(6,144)	418	8.57
		12/12/07	271	21.6783	5,874	9.4900	2,571.79	(3,303)	221	8.57
		02/13/08	67	17.3614	1,163	9.4900	635.83	(527)	55	8.57
		02/14/08	753	17.2686	13,003	9.4900	7,145.97	(5,857)	613	8.57
		06/06/08	659	19.4277	12,802	9.4900	6,253.91	(6,548)	536	8.57
		09/03/08	139	17.0257	2,366	9.4900	1,319.11	(1,047)	113	8.57
Subtotal			2,402		46,223		22,794.98	(23,426)	1,955	8.57
BG GROUP PLC SPON ADR	BRGY	08/10/07	726	78.7011	57,137	71.1500	51,654.90	(5,482)	714	1.38
BRITISH SKY BDCT SPD ADR	BSY	12/11/08	722	27.8731	20,124	28.4000	20,504.80	380	817	3.98

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A L&O B O'CONNOR FDN INC

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 29, 2008 - December 31, 2008

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
BROOKFIELD ASSET MGMT INC CL A	BAM	08/10/07 11/30/07 12/03/07 09/03/08	1,478 147 291 21	33.8000 35.9689 36.1591 31.6485	49,956 5,287 10,522 664	15.2700 15.2700 15.2700 15.2700	22,569.06 2,244.69 4,443.57 320.67	(27,387) (3,042) (6,078) (343)	769 76 151 11	3.40 3.40 3.40 3.40
Subtotal			1,937		66,430		29,577.99	(36,850)	1,007	3.40
CANADIAN NATL RAILWAY CO	CNI	08/10/07 09/03/08	1,096 37	53.4300 51.8027	58,559 1,916	36.7600 36.7600	40,288.96 1,360.12	(18,270) (556)	830 28	2.05 2.05
Subtotal			1,133		60,475		41,649.08	(18,826)	858	2.05
CNOOC LTD ADR	CEO	02/19/08 02/20/08 03/04/08 03/14/08 03/25/08	7 99 132 58 8	165.7985 164.9314 155.5271 156.6341 138.8700	1,160 16,328 20,529 9,084 1,110	95.2400 95.2400 95.2400 95.2400 95.2400	666.68 9,428.76 12,571.68 5,523.92 761.92	(493) (6,899) (7,957) (3,560) (349)	33 470 627 276 38	4.98 4.98 4.98 4.98 4.98
Subtotal			304		48,214		28,952.96	(19,258)	1,444	4.98
COPA HOLDINGS S A CL A	CPA	11/07/07 11/08/07 03/18/08 03/24/08 05/19/08 05/20/08 05/21/08 09/03/08 09/24/08 09/25/08	69 279 124 80 279 17 16 69 191 5	32.7226 32.1493 32.3390 35.1002 36.3698 33.8211 32.5318 41.1478 32.8251 33.1820	2,257 8,969 4,010 2,808 10,147 574 520 2,839 6,269 165	30.3200 30.3200 30.3200 30.3200 30.3200 30.3200 30.3200 30.3200 30.3200 30.3200	2,092.08 8,459.28 3,759.68 2,425.60 8,459.28 515.44 485.12 2,092.08 5,791.12 151.60	(165) (510) (250) (382) (1,687) (59) (35) (747) (478) (14)	26 103 46 30 103 6 6 26 71 2	1.22 1.22 1.22 1.22 1.22 1.22 1.22 1.22 1.22 1.22
Subtotal			1,129		38,562		34,231.28	(4,327)	418	1.22
CREDICORP LTD COM PV \$5	BAP	12/03/07 12/04/07 12/13/07 12/17/07	101 179 40 22	72.9018 72.9221 75.7402 75.7536	7,363 13,053 3,029 1,666	49.9600 49.9600 49.9600 49.9600	5,045.96 8,942.84 1,998.40 1,099.12	(2,317) (4,110) (1,031) (567)	152 269 60 33	3.00 3.00 3.00 3.00



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A L & O B O'CONNOR FDN INC

Account Number: E33

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 29, 2008 - December 31, 2008

EQUITIES (continued)		Symbol	Acquired	Quantity	Unit		Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
Description	Cost Basis											
CREDICORP LTD COM PV \$5	BAP	03/20/08	85	72.6288	6,173	49.9600	4,246.60	(1,926)	128	3.00		
Subtotal		03/24/08	38	74.7686	2,841	49.9600	1,898.48	(942)	57	3.00		
		09/03/08	37	71.6545	2,651	49.9600	1,848.52	(802)	56	3.00		
			502		36,778		25,079.92	(11,695)	753	3.00		
	CREDIT SUISSE GP SP ADR	CS	10/13/08	112	39.7413	4,451	28.2600	3,165.12	(1,285)	174	5.50	
		10/14/08	155	44.1827	6,848	28.2600	4,380.30	(2,468)	241	5.50		
		10/14/08	154	44.9364	6,920	28.2600	4,352.04	(2,568)	240	5.50		
		10/21/08	285	41.8952	11,940	28.2600	8,054.10	(3,886)	444	5.50		
Subtotal			706		30,159		19,951.56	(10,207)	1,099	5.50		
DESARROLLADORA SAB ADR	HXM	04/28/08	213	62.0125	13,208	22.8300	4,862.79	(8,345)				
		04/29/08	263	61.2538	16,109	22.8300	6,004.29	(10,105)				
		04/30/08	3	60.6500	181	22.8300	68.49	(113)				
		05/22/08	139	65.7979	9,145	22.8300	3,173.37	(5,972)				
		05/23/08	192	64.3192	12,349	22.8300	4,383.36	(7,965)				
		05/27/08	126	65.2056	8,215	22.8300	2,876.58	(5,339)				
		05/28/08	25	65.2428	1,631	22.8300	570.75	(1,060)				
		09/03/08	34	51.2723	1,743	22.8300	776.22	(967)				
Subtotal			995		62,585		22,715.85	(39,866)				
E.ON AG	EONGY	11/30/07	935	68.3782	63,933	40.7500	38,101.25	(25,832)	1,551	4.07		
		01/10/08	265	75.3555	19,969	40.7500	10,798.75	(9,170)	440	4.07		
		09/04/08	27	56.9722	1,538	40.7500	1,100.25	(438)	45	4.07		
Subtotal			1,227		85,441		50,000.25	(35,440)	2,036	4.07		
HIMAX TECHNOLOGIES - ADR	HIMX	08/16/07	5,682	4.9200	27,955	1.6100	9,148.02	(18,807)				
		07/03/08	65	5.0447	327	1.6100	104.65	(223)				
		07/07/08	8	5.0400	40	1.6100	12.88	(27)				
		07/10/08	19	5.0442	95	1.6100	30.59	(65)				
		07/14/08	172	5.0366	866	1.6100	276.92	(589)				

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 29, 2008 - December 31, 2008

EQUITIES (continued)		Symbol	Acquired	Quantity	Unit		Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
Description	Cost Basis											
HIMAX TECHNOLOGIES - ADR		HIMX	07/15/08	291	5.0050	1,456	1.6100	468.51	(987)			
			07/16/08	173	4.9850	862	1.6100	278.53	(583)			
			07/17/08	194	4.6951	910	1.6100	312.34	(598)			
Subtotal				6,604		32,515		10,632.44	(21,879)			
INFOSYS TECH LTD ADR		INFY	04/03/08	776	37.1551	28,832	24.5700	19,066.32	(9,766)		260	1.36
			06/25/08	277	44.5051	12,327	24.5700	6,805.89	(5,522)		93	1.36
			09/03/08	64	40.7954	2,610	24.5700	1,572.48	(1,038)		21	1.36
Subtotal				1,117		43,771		27,444.69	(16,326)		374	1.36
NASPERS LTD SPONSRED ADR		NPSNY	08/10/07	1,427	22.5000	32,107	18.1500	25,900.05	(6,207)		293	1.12
REPSTG CL N SHS			09/04/08	77	25.6970	1,978	18.1500	1,397.55	(581)		16	1.12
Subtotal				1,504		34,086		27,297.60	(6,788)		308	1.12
NESTLE S A REP RG SH ADR		NSRGY	10/29/08	980	39.6723	38,878	39.7000	38,906.00	27		734	1.88
			11/11/08	183	38.8295	7,105	39.7000	7,265.10	159		137	1.88
			11/26/08	311	34.4865	10,725	39.7000	12,346.70	1,621		233	1.88
Subtotal				1,474		56,710		58,517.80	1,807		1,104	1.88
NINTENDO LTD ADR		NTDOY	08/10/07	1,382	55.0000	76,010	47.7500	65,990.50	(10,019)		2,739	4.15
NOVO NORDISK A S ADR		NVO	01/14/08	104	65.2877	6,789	51.3900	5,344.56	(1,445)		71	1.31
			01/16/08	409	60.9092	24,911	51.3900	21,018.51	(3,893)		277	1.31
			01/25/08	192	58.7021	11,270	51.3900	9,866.88	(1,403)		130	1.31
			01/28/08	87	57.9465	5,041	51.3900	4,470.93	(570)		59	1.31
			01/29/08	166	59.0274	9,798	51.3900	8,530.74	(1,267)		113	1.31
			01/30/08	20	60.6690	1,213	51.3900	1,027.80	(185)		14	1.31
			01/31/08	27	63.2611	1,708	51.3900	1,387.53	(320)		18	1.31
			02/01/08	94	62.3539	5,861	51.3900	4,830.66	(1,030)		64	1.31
			02/04/08	46	61.9952	2,851	51.3900	2,363.94	(487)		31	1.31
			02/15/08	26	65.3746	1,699	51.3900	1,336.14	(363)		18	1.31
			02/19/08	65	65.8356	4,279	51.3900	3,340.35	(938)		44	1.31
			07/21/08	103	62.4968	6,437	51.3900	5,293.17	(1,144)		70	1.31
			09/03/08	69	55.0013	3,795	51.3900	3,545.91	(249)		47	1.31
Subtotal				1,408		85,658		72,357.12	(13,294)		955	1.31



A L&O B O'CONNOR FDN INC

Account Number: E33

November 29, 2008 - December 31, 2008

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

EQUITIES (continued)										
Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
NIT DCOMO INC SPD ADR	DCM	12/02/08	1,178	17.0511	20,086	19.6200	23,112.36	3,026	504	2.18
		12/05/08	149	17.9308	2,671	19.6200	2,923.38	251	64	2.18
		12/08/08	553	18.7260	10,355	19.6200	10,849.86	494	237	2.18
		12/09/08	564	18.3978	10,376	19.6200	11,065.68	689	241	2.18
Subtotal			2,444		43,489		47,951.28	4,460	1,046	2.18
PETRLEO BRAS VTG SPD ADR	PBR	08/10/07	868	30.2019	26,215	24.4900	21,257.32	(4,957)	53	.24
		07/18/08	121	58.4094	7,067	24.4900	2,963.29	(4,104)	7	.24
		09/10/08	356	39.7148	14,138	24.4900	8,718.44	(5,420)	22	.24
Subtotal			1,345		47,421		32,939.05	(14,481)	82	.24
QIAGEN NV	QGEN	08/10/07	1,594	17.4371	27,794	17.5600	27,990.64	195		
		09/03/08	68	21.2123	1,442	17.5600	1,194.08	(248)		
		10/22/08	283	15.0078	4,247	17.5600	4,969.48	722		
Subtotal			278	14.9403	4,153	17.5600	4,881.68	728		
RESEARCH IN MOTION LTD	RIMM	08/10/07	2,223	69.7967	37,637	40.5800	39,035.88	1,397		
		06/25/08	218	138.5778	15,215	40.5800	8,846.44	(6,369)		
		06/26/08	56	127.6754	7,760	40.5800	2,272.48	(5,487)		
		06/30/08	66	117.9997	8,426	40.5800	2,678.28	(5,748)		
Subtotal		07/11/08	48	117.9997	5,663	40.5800	1,947.84	(3,716)		
		09/03/08	55	109.9576	6,047	40.5800	2,231.90	(3,815)		
			17	115.0664	1,956	40.5800	689.86	(1,266)		
		460		45,070		18,666.80	(26,401)			
RITCHIE BROS AUCTIONEERS	RBA	08/10/07	1,277	20.9559	26,760	21.4200	27,353.34	592	460	1.68
		08/08/08	28	27.8960	781	21.4200	599.76	(181)	10	1.68
		08/12/08	55	27.4634	1,510	21.4200	1,178.10	(332)	20	1.68
		08/13/08	139	27.2810	3,792	21.4200	2,977.38	(814)	50	1.68
Subtotal			77	25.6522	1,975	21.4200	1,649.34	(325)	28	1.68
			1,576		34,819		33,757.92	(1,060)	567	1.68

Private Banking and Investment Group

A L&O B O'CONNOR FDN INC

Account Number: E33

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 29, 2008 - December 31, 2008

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
ROCHE HLDG LTD SPN ADR	RHHBY	08/10/07	543	87.0000	47,241	76.5500	41,566.65	(5,674)	1,028	2.47
		12/17/07	150	86.5715	12,985	76.5500	11,482.50	(1,503)	284	2.47
		02/19/08	87	88.2252	7,675	76.5500	6,659.85	(1,015)	165	2.47
		04/14/08	236	86.9500	20,520	76.5500	18,065.80	(2,454)	447	2.47
		09/04/08	20	84.8325	1,696	76.5500	1,531.00	(165)	38	2.47
Subtotal			1,036		90,119		79,305.80	(10,811)	1,962	2.47
RYANAIR HLDGS PLC ADR	RYAAY	08/10/07	189	40.7299	7,697	29.0800	5,496.12	(2,201)		
		09/18/07	200	39.6401	7,928	29.0800	5,816.00	(2,112)		
		09/19/07	300	40.9073	12,272	29.0800	8,724.00	(3,548)		
		09/20/07	254	40.7375	10,347	29.0800	7,386.32	(2,961)		
		01/09/08	334	32.0596	10,707	29.0800	9,712.72	(995)		
		03/18/08	123	26.7348	3,288	29.0800	3,576.84	288		
		08/26/08	179	23.2373	4,159	29.0800	5,205.32	1,045		
		08/27/08	313	23.3336	7,303	29.0800	9,102.04	1,798		
		09/03/08	59	23.7784	1,402	29.0800	1,715.72	312		
Subtotal			1,951		65,107		56,735.08	(8,374)	594	.96
TEVA PHARMACTCL INDS ADR	TEVA	10/30/07	1,445	43.9895	63,564	42.5700	61,513.65	(2,051)		
		01/10/08	242	47.2859	11,443	42.5700	10,301.94	(1,141)	99	.96
		09/03/08	105	47.5484	4,992	42.5700	4,469.85	(522)	43	.96
Subtotal			1,792		80,000		76,285.44	(3,714)	737	.96
VEOLIA ENVIRONNEMENT ADR	VE	08/10/07	1,014	77.0009	78,078	31.7100	32,153.94	(45,924)	1,623	5.04
		06/25/08	50	56.5906	2,829	31.7100	1,585.50	(1,244)	80	5.04
		06/26/08	170	55.8370	9,492	31.7100	5,390.70	(4,101)	272	5.04
		09/03/08	25	51.9712	1,299	31.7100	792.75	(506)	40	5.04
Subtotal			1,259		91,700		39,922.89	(51,775)	2,016	5.04
VODAFONE GROUP PLC NEW	VOD	07/22/08	1,833	25.9284	47,526	20.4400	37,466.52	(10,060)	2,541	6.78
		09/03/08	60	25.0778	1,504	20.4400	1,226.40	(278)	83	6.78
Subtotal			1,893		49,031		38,692.92	(10,338)	2,624	6.78



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A L&O B O'CONNOR FDN INC.

Account Number: E33

November 29, 2008 - December 31, 2008

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

EQUITIES (continued)		Unit		Total	Estimated	Estimated	Unrealized	Estimated	Current
Description	Symbol	Acquired	Quantity	Cost Basis	Market Price	Market Value	Gain/(Loss)	Annual Income	Yield%
ZURICH FINL SVCS SPN ADR	ZFSW	11/03/08	1,052	20.3788	21.438	22,986.20	1,547	1,287	5.59
TOTAL				1,739,280		1,277,988.58	(461,240)	33,221	2.60

A L&O B O'CONNOR FDN INC

Account Number: E34

MERRILL LYNCH CONSULTS SERVICE

November 29, 2008 - December 31, 2008

Private Banking and
Investment Group



EQUITIES Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
ALLIANZ SE SPD ADR	AZ	08/09/07	2,197	21.1854	46,544	10.8300	23,793.51	(22,750)	1,496	6.28
		08/10/07	314	21.0159	6,599	10.8300	3,400.62	(3,198)	214	6.28
		01/31/08	441	17.8100	7,854	10.8300	4,776.03	(3,078)	300	6.28
		05/02/08	517	20.4711	10,583	10.8300	5,599.11	(4,984)	352	6.28
		05/23/08	447	18.7242	8,369	10.8300	4,841.01	(3,528)	304	6.28
Subtotal			3,916		79,950		42,410.28	(37,538)	2,667	6.28
AMCOR LTD AUS ADR NEW	AMCRY	07/18/08	100	20.4566	2,045	16.5500	1,655.00	(390)	112	6.77
		07/21/08	418	21.1240	8,829	16.5500	6,917.90	(1,911)	469	6.77
		12/05/08	222	14.8585	3,298	16.5500	3,674.10	375	249	6.77
Subtotal			740		14,174		12,247.00	(1,926)	830	6.77
ARCELOMITTAL SA, LUXEMBOURG	MT	08/09/07	336	60.3300	20,270	24.5900	8,262.24	(12,008)	428	5.18
		08/10/07	119	57.7757	6,875	24.5900	2,926.21	(3,949)	152	5.18
		05/02/08	145	88.4388	12,823	24.5900	3,565.55	(9,258)	185	5.18
		09/30/08	563	50.5000	28,431	24.5900	13,844.17	(14,587)	718	5.18
Subtotal			1,163		68,401		28,598.17	(39,802)	1,483	5.18
AU OPTRONICS CORP ADR	AUO	12/04/08	1,315	5.9907	7,877	7.6800	10,099.20	2,221	769	7.61

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Private Banking and
Investment Group



A L & O B O'CONNOR FDN INC

Account Number E34

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 29, 2008 - December 31, 2008

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
AUST NW Z B G ADR	ANZBY	12/05/08	588	9.3612	5,504	10.7000	6,291.60	787	637	10.13
BARCLAYS PLC ADR	BCS	08/09/07	961	54.3717	52,251	9.8000	9,417.80	(42,833)		
		12/12/07	95	44.6350	4,240	9.8000	931.00	(3,309)		
		05/23/08	327	30.8102	10,074	9.8000	3,204.60	(6,870)		
		11/13/08	172	9.7245	1,672	9.8000	1,685.60	12		
Subtotal			1,555		68,239		15,239.00	(53,000)		
BASF SE SPONSORED ADR	BASFY	08/09/07	814	62.1977	50,628	38.2819	31,161.46	(19,467)	1,940	6.22
		05/02/08	42	70.1750	2,947	38.2819	1,607.83	(1,339)	100	6.22
		05/23/08	130	73.7750	9,590	38.2819	4,976.64	(4,614)	310	6.22
Subtotal			986		63,167		37,745.93	(25,420)	2,350	6.22
BHP BILLITON PLC SP ADR	BBL	08/09/07	333	54.5387	18,161	38.5800	12,847.14	(5,314)	466	3.62
		05/23/08	48	80.2300	3,851	38.5800	1,851.84	(1,999)	67	3.62
		12/04/08	175	30.9630	5,418	38.5800	6,751.50	1,332	245	3.62
Subtotal			556		27,430		21,450.48	(5,981)	778	3.62
BNP PARIBAS SPONSORD ADR	BNPOY	06/23/08	1,138	45.6500	51,949	21.4500	24,410.10	(27,539)	2,218	9.08
BP PLC SPON ADR	BP	10/14/08	297	47.6571	14,154	46.7400	13,881.78	(272)	981	7.06
		12/04/08	92	45.1423	4,153	46.7400	4,300.08	146	304	7.06
Subtotal			389		18,307		18,181.86	(126)	1,285	7.06
CANON INC ADR REP5SH	CAJ	12/04/08	190	27.7991	5,281	31.4000	5,966.00	684	193	3.23
CHINA PETE CHEM SPN ADR	SNP	08/09/07	84	97.0957	8,156	61.7900	5,190.36	(2,965)	169	3.24
		01/31/08	90	105.7300	9,515	61.7900	5,561.10	(3,954)	181	3.24
		05/23/08	164	91.6700	15,033	61.7900	10,133.56	(4,900)	329	3.24
Subtotal			338		32,705		20,885.02	(11,819)	678	3.24
COM VALE DO RIO DOCE SPO ADR REPSTG 250	RIOPR	01/09/08	895	27.0742	24,231	10.6500	9,531.75	(14,699)	152	1.59

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Private Banking and
Investment Group



A L&O B O'CONNOR FDN INC

Account Number

E34

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 29, 2008 - December 31, 2008

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
CREDIT SUISSE GP SP ADR	CS	08/09/07	640	68.9109	44,102	28.2600	18,086.40	(26,016)	996	5.50
		12/12/07	65	62.2449	4,045	28.2600	1,836.90	(2,209)	101	5.50
		02/27/08	63	50.9047	3,207	28.2600	1,780.38	(1,426)	98	5.50
		05/23/08	166	52.2001	8,665	28.2600	4,691.16	(3,974)	258	5.50
Subtotal			934		60,021		26,394.84	(33,625)	1,454	5.50
DELHAIZE GROUP SPONS ADR	DEG	12/04/08	40	58.0545	2,322	62.9900	2,519.60	197	67	2.65
		12/05/08	48	60.2397	2,891	62.9900	3,023.52	132	80	2.65
Subtotal			88		5,213		5,543.12	329	147	2.65
DEUTSCHE BK AG REG SHS	DB	08/09/07	275	133.7970	36,794	40.6900	11,189.75	(25,604)	1,920	17.15
		10/10/07	18	132.9183	2,392	40.6900	732.42	(1,660)	126	17.15
		10/22/07	63	125.3484	7,896	40.6900	2,563.47	(5,333)	440	17.15
		12/06/07	43	131.3834	5,649	40.6900	1,749.67	(3,899)	300	17.15
		12/12/07	23	132.0917	3,038	40.6900	935.87	(2,102)	161	17.15
		02/27/08	69	116.7088	8,052	40.6900	2,807.61	(5,245)	482	17.15
		05/02/08	59	120.4589	7,107	40.6900	2,400.71	(4,706)	412	17.15
		05/23/08	133	114.4300	15,219	40.6900	5,411.77	(9,807)	928	17.15
		11/13/08	362	31.8580	11,532	40.6900	14,729.78	3,197	2,527	17.15
Subtotal			1,045		97,683		42,521.05	(55,159)	7,294	17.15
DEUTSCHE TELE AG SPN ADR	DT	06/26/08	694	16.3348	11,336	15.3000	10,618.20	(718)	838	7.89
		07/18/08	90	17.4043	1,566	15.3000	1,377.00	(189)	109	7.89
		07/21/08	367	17.5538	6,442	15.3000	5,615.10	(827)	443	7.89
Subtotal			1,151		19,345		17,610.30	(1,734)	1,390	7.89
E.ON AG ADR	EONGY	08/09/07	524	51.7663	27,125	40.7500	21,353.00	(5,772)	869	4.07
		12/12/07	96	70.5000	6,768	40.7500	3,912.00	(2,856)	159	4.07
		03/04/08	81	61.3500	4,969	40.7500	3,300.75	(1,668)	134	4.07
Subtotal			701		38,862		28,565.75	(10,296)	1,163	4.07
EAST JAPAN RY CO ADR	EJPRY	12/05/08	103	50.9400	5,246	52.7500	5,433.25	186	35	.64



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Private Banking and
Investment Group

A L&O B O'CONNOR FDN INC

Account Number: E34

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 29, 2008 - December 31, 2008

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
ENI S PA SPONSORED ADR	E	08/09/07	492	67.2682	33,095	47.8200	23,527.44	(9,568)	2,087	8.86
Subtotal		05/02/08	54	77.3977	4,179	47.8200	2,582.28	(1,597)	229	8.86
ERICSSON LM TEL CL B ADR	ERIC	10/15/08	546		37,275		26,109.72	(11,165)	2,316	8.86
SEK 10 NEW			1,926	6.9249	13,337	7.8100	15,042.06	1,704	568	3.77
EUROPEAN AERONAUTIC DEFENCE AND SPACE ADR	EADSY	12/05/08	352	14.6300	5,149	16.7500	5,896.00	746	51	.85
FRANCE TELECOM ADR	FTE	08/09/07	294	28.0886	8,258	28.0700	8,252.58	(5)	706	8.55
		05/02/08	87	31.5628	2,745	28.0700	2,442.09	(303)	209	8.55
Subtotal			381		11,004		10,694.67	(308)	914	8.55
FUJITSU LTD NEW ADR	FJTSY	12/05/08	516	21.4875	11,087	23.8700	12,316.92	1,229	218	1.77
GLAXOSMITHKLINE PLC ADR	GSK	08/09/07	135	52.5202	7,090	37.2700	5,031.45	(2,058)	289	5.73
		09/13/07	235	54.1668	12,729	37.2700	8,758.45	(3,970)	503	5.73
		04/10/08	103	43.9939	4,531	37.2700	3,838.81	(692)	220	5.73
		05/23/08	297	44.5070	13,218	37.2700	11,069.19	(2,149)	635	5.73
		06/30/08	51	44.2862	2,258	37.2700	1,900.77	(357)	109	5.73
Subtotal			821		39,827		30,598.67	(9,226)	1,756	5.73
HBOS PLC SPON ADR	HBOOY	08/09/07	2,220	17.7293	39,359	1.0300	2,286.60	(37,072)		
		12/12/07	630	16.3163	10,279	1.0300	648.90	(9,630)		
		02/20/08	435	12.3298	5,363	1.0300	448.05	(4,915)		
		03/04/08	750	10.5571	7,917	1.0300	772.50	(7,145)		
		04/28/08	1,142	9.6676	11,040	1.0300	1,176.26	(9,864)		
		05/02/08	1,330	9.5802	12,741	1.0300	1,369.90	(11,371)		
		05/23/08	1,663	8.3985	13,966	1.0300	1,712.89	(12,253)		
		06/06/08	1,708	6.6701	11,392	1.0300	1,759.24	(9,633)		
Subtotal			9,878		112,061		10,174.34	(101,883)	134	1.31
HITACHI LTD 10 NEW ADR	HIT	09/08/08	260	74.5410	19,380	39.1400	10,176.40	(9,204)		

Private Banking and Investment Group



A L&O B O'CONNOR FDN INC

Account Number: E34

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 29, 2008 - December 31, 2008

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
HONDA MOTOR ADR NEW	HMC	08/09/07	664	33.8503	22,476	21.3400	14,169.76	(8,306)	458	3.23
		04/17/08	115	29.5160	3,394	21.3400	2,454.10	(940)	79	3.23
Subtotal			779		25,870		16,623.86	(9,246)	538	3.23
HSBC HLDG PLC SP ADR	HBC	10/20/08	345	70.6011	24,357	48.6700	16,791.15	(7,566)	1,604	9.55
		11/13/08	67	51.5904	3,456	48.6700	3,260.89	(195)	312	9.55
Subtotal			412		27,813		20,052.04	(7,761)	1,916	9.55
ING GP NV SP5D ADR	ING	08/09/07	711	41.8648	29,765	11.1000	7,892.10	(21,873)	1,414	17.91
		11/27/07	245	37.5382	9,196	11.1000	2,719.50	(6,477)	487	17.91
		12/12/07	195	39.4048	7,683	11.1000	2,164.50	(5,519)	388	17.91
		05/02/08	312	38.5400	12,024	11.1000	3,463.20	(8,561)	621	17.91
		05/23/08	146	38.1347	5,567	11.1000	1,620.60	(3,947)	290	17.91
Subtotal			1,609		64,238		17,859.90	(46,377)	3,200	17.91
JSC MMC NORILSK NCKL ADR	NILSY	03/14/08	639	29.4688	18,830	6.4000	4,089.60	(14,740)	465	11.35
		05/02/08	210	27.0000	5,670	6.4000	1,344.00	(4,326)	153	11.35
		09/30/08	682	13.6000	9,275	6.4000	4,364.80	(4,910)	496	11.35
Subtotal			1,531		33,775		9,798.40	(23,976)	1,113	11.35
KB FINL GROUP INC SPN AD	KB	12/06/07	130	69.6115	9,049	26.2000	3,406.00	(5,643)	267	7.83
		03/04/08	83	58.8044	4,880	26.2000	2,174.60	(2,706)	170	7.83
		05/23/08	115	61.0340	7,018	26.2000	3,013.00	(4,005)	236	7.83
Subtotal			328		20,949		8,593.60	(12,354)	673	7.83
KONINKLIJKE AHOLD NV ADR	AHONY	08/09/07	619	11.9322	7,386	12.3000	7,613.70	227	121	1.59
		09/12/07	372	14.2375	5,296	12.3000	4,575.60	(720)	73	1.59
		10/10/07	145	15.3500	2,225	12.3000	1,783.50	(442)	28	1.59
		10/29/07	509	14.8218	7,544	12.3000	6,260.70	(1,283)	100	1.59
		12/12/07	675	14.4000	9,720	12.3000	8,302.50	(1,417)	132	1.59
		05/02/08	252	14.8400	3,739	12.3000	3,099.60	(640)	49	1.59
Subtotal			2,572		35,912		31,635.60	(4,275)	504	1.59

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Private Banking and
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A L&O B O'CONNOR FDN INC

Account Number: E34

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 29, 2008 - December 31, 2008

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
LLOYDS TSB GROUP SPD ADR	LYG	12/04/08	125	9.6739	1,209	7.7000	962.50	(246)		
		12/05/08	444	9.4961	4,216	7.7000	3,418.80	(797)		
Subtotal			569		5,425		4,381.30	(1,043)		
LUKOIL SPONSORED ADR	LUKOY	10/29/07	208	90.4863	18,821	32.0000	6,656.00	(12,165)	273	4.09
		01/31/08	85	69.5158	5,908	32.0000	2,720.00	(3,188)	111	4.09
Subtotal			293		24,730		9,376.00	(15,353)	384	4.09
MITSUBISHI CP SPNSRD ADR	MSBHY	08/09/07	325	53.2500	17,306	28.1000	9,132.50	(8,173)	381	4.17
		11/27/07	111	54.9033	6,094	28.1000	3,119.10	(2,975)	130	4.17
		12/12/07	60	59.3500	3,561	28.1000	1,686.00	(1,875)	70	4.17
		05/02/08	97	62.9228	6,103	28.1000	2,725.70	(3,377)	114	4.17
		09/30/08	33	41.6000	1,372	28.1000	927.30	(445)	39	4.17
Subtotal			626		34,437		17,590.60	(16,845)	734	4.17
mitsui co ADR	MITSY	09/08/08	68	310.3267	21,102	205.0100	13,940.68	(7,161)	607	4.35
MUENCHENER RUECK-UNSPON	MURGY	12/05/08	815	14.3541	11,698	15.8000	12,877.00	1,178		
NIPPON TEL&TEL SPDN ADR	NTT	08/09/07	594	21.0500	12,503	27.1900	16,150.86	3,647	275	1.70
		12/12/07	137	24.0311	3,292	27.1900	3,725.03	432	63	1.70
		05/23/08	178	23.8589	4,246	27.1900	4,839.82	592	82	1.70
Subtotal			909		20,042		24,715.71	4,671	421	1.70
NISSAN MTR LTD SPN ADR	NSANY	08/09/07	183	20.5866	3,767	7.2800	1,332.24	(2,435)	94	7.03
		09/14/07	449	19.5508	8,778	7.2800	3,268.72	(5,509)	230	7.03
		10/10/07	112	20.4147	2,286	7.2800	815.36	(1,471)	57	7.03
		10/22/07	431	19.2025	8,276	7.2800	3,137.68	(5,138)	221	7.03
		12/12/07	327	21.9248	7,169	7.2800	2,380.56	(4,788)	167	7.03
		02/28/08	157	18.5524	2,912	7.2800	1,142.96	(1,769)	80	7.03
		03/04/08	137	17.3000	2,370	7.2800	997.36	(1,372)	70	7.03
		04/10/08	584	16.1750	9,446	7.2800	4,251.52	(5,194)	299	7.03
		05/23/08	1,066	17.0100	18,132	7.2800	7,760.48	(10,372)	546	7.03
Subtotal			3,446		63,139		25,086.88	(38,048)	1,764	7.03
NOKIA CORP SPON ADR	NOK	10/15/08	779	16.7639	13,059	15.6000	12,152.40	(906)	467	3.84

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Private Banking and
Investment Group



A L&O B O'CONNOR FDN INC

Account Number: IE34

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 29, 2008 - December 31, 2008

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
NOVARTIS ADR	NVS	09/08/08	473	52.6910	24,922	49.7600	23,536.48	(1,386)	616	2.61
ORIX CORPORATION SP ADR	IX	08/09/07	300	118.1997	35,459	28.4200	8,526.00	(26,933)	343	4.01
		09/30/08	147	62.9380	9,251	28.4200	4,177.74	(5,074)	168	4.01
Subtotal			447		44,711		12,703.74	(32,007)	510	4.01
PETRO CANADA	PCZ	02/13/08	325	45.0592	14,644	21.8900	7,114.25	(7,530)	214	3.00
		02/14/08	124	46.2625	5,736	21.8900	2,714.36	(3,022)	82	3.00
		04/10/08	260	46.4576	12,078	21.8900	5,691.40	(6,387)	171	3.00
		05/02/08	99	50.1649	4,966	21.8900	2,167.11	(2,799)	65	3.00
		09/30/08	214	33.6779	7,207	21.8900	4,684.46	(2,522)	141	3.00
Subtotal			1,022		44,633		22,371.58	(22,260)	672	3.00
ROYAL BK SCOTLAND GR ADR	RBS	11/27/07	66	160.3189	10,581	15.1700	1,001.22	(9,579)		
		12/12/07	36	171.6547	6,179	15.1700	546.12	(5,633)		
		01/09/08	13	144.5053	1,878	15.1700	197.21	(1,681)		
		01/10/08	4	147.3500	589	15.1700	60.68	(528)		
		02/20/08	29	124.0324	3,596	15.1700	439.93	(3,157)		
		05/23/08	130	99.4420	12,927	15.1700	1,972.10	(10,955)		
		09/30/08	297	64.2540	19,083	15.1700	4,505.49	(14,577)		
Subtotal			575		54,836		8,722.75	(46,110)		
ROYAL DSM N V SPON ADR	RDSMY	04/28/08	36	13.1894	474	6.4500	232.20	(242)	13	5.75
		05/23/08	2,612	14.7000	38,396	6.4500	16,847.40	(21,549)	969	5.75
		07/01/08	201	14.4989	2,914	6.4500	1,296.45	(1,617)	75	5.75
Subtotal			2,849		41,785		18,376.05	(23,408)	1,057	5.75
ROYAL DUTCH SHELL PLC	RDSA	10/29/07	208	88.2329	18,352	52.9400	11,011.52	(7,340)	566	5.13
SPONS ADR A		10/31/07	149	87.6926	13,066	52.9400	7,888.06	(5,178)	405	5.13
		03/04/08	100	68.8676	6,886	52.9400	5,294.00	(1,592)	272	5.13
		05/02/08	54	79.6731	4,302	52.9400	2,858.76	(1,443)	147	5.13
		05/23/08	331	85.8600	28,419	52.9400	17,523.14	(10,896)	900	5.13
Subtotal			842		71,027		44,575.48	(26,449)	2,290	5.13



Private Banking and
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A L&O B O'CONNOR FDN INC

Account Number: E34

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL
INVESTMENTS

November 29, 2008 - December 31, 2008

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
RWE AG SPONSORED ADR	RWE0Y	08/09/07 03/04/08	111 25	108.4956 118.6500	12,043 2,966	91.1500 91.1500	10,117.65 2,278.75	(1,925) (687)	435 98	4.30 4.30
Subtotal			136		15,009		12,396.40	(2,612)	533	4.30
SANOFI AVENTIS SPON ADR	SNY	08/09/07 03/04/08 05/23/08	774 141 122	41.2634 36.8500 36.7348	31,937 5,195 4,481	32.1600 32.1600 32.1600	24,891.84 4,534.56 3,923.52	(7,046) (661) (558)	947 172 149	3.80 3.80 3.80
Subtotal			1,037		41,615		33,349.92	(8,265)	1,268	3.80
SHARP CORP ADR	SHCAY	08/09/07 09/13/07 12/12/07 02/28/08 03/04/08	2,421 197 183 300 149	18.0000 16.6000 17.5000 18.5871 17.7000	43,578 3,270 3,202 5,576 2,637	7.0800 7.0800 7.0800 7.0800 7.0800	17,140.68 1,394.76 1,295.64 2,124.00 1,054.92	(26,437) (1,875) (1,906) (3,452) (1,582)	518 42 39 64 32	3.02 3.02 3.02 3.02 3.02
Subtotal			3,250		58,264		23,010.00	(35,252)	696	3.02
SOCIETE GENERAL SPN ADR	SCGLY	08/09/07 10/10/07 10/12/07 11/02/07 11/27/07 12/12/07 01/29/08 02/28/08	1,718 130 206 154 288 294 115 164	33.6521 34.1252 33.3062 30.3040 27.7271 29.4657 22.3184 21.9840	57,814 4,436 6,861 4,666 7,985 8,662 2,566 3,605	10.4000 10.4000 10.4000 10.4000 10.4000 10.4000 10.4000 10.4000	17,867.20 1,352.00 2,142.40 1,601.60 2,995.20 3,057.60 1,196.00 1,705.60	(39,947) (3,084) (4,718) (3,065) (4,990) (5,605) (1,370) (1,899)	412 31 49 37 69 71 28 39	2.30 2.30 2.30 2.30 2.30 2.30 2.30 2.30
Subtotal			3,069		96,598		31,917.60	(64,678)	737	2.30
SOLVAY SA SPONSORD ADR	SVYSY	12/05/08	80	68.7862	5,502	78.0000	6,240.00	737	261	4.18
SONY CORP ADR NEW	SNE	08/09/07 10/22/07 03/04/08 11/13/08	282 101 104 387	48.8063 46.0124 46.6300 21.0621	13,763 4,647 4,849 8,151	21.8700 21.8700 21.8700 21.8700	6,167.34 2,208.87 2,274.48 8,463.69	(7,596) (2,438) (2,575) 312	85 30 31 116	1.37 1.37 1.37 1.37
Subtotal			874		31,411		19,114.38	(12,297)	263	1.37

Private Banking and
Investment Group



A L&O B O'CONNOR FDN INC

Account Number: IE34

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 29, 2008 - December 31, 2008

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
STATOIL HYDRO ASA	STO	01/09/08	389	30.2652	11,773	16.6600	6,480.74	(5,292)	269	4.14
		01/10/08	275	29.5518	8,126	16.6600	4,581.50	(3,545)	190	4.14
		01/31/08	208	26.0041	5,408	16.6600	3,465.28	(1,943)	144	4.14
		03/13/08	433	30.8418	13,354	16.6600	7,213.78	(6,140)	299	4.14
		05/23/08	388	41.4779	15,093	16.6600	6,464.08	(9,629)	268	4.14
Subtotal			1,693		54,756		28,205.38	(26,549)	1,170	4.14
STORA ENSO OYJ SPD ADR	SEAY	09/12/07	1,332	18.0061	23,984	7.8300	10,429.56	(13,554)	657	6.29
		10/29/07	315	17.5464	5,527	7.8300	2,466.45	(3,060)	155	6.29
		11/02/07	164	17.5970	2,885	7.8300	1,284.12	(1,601)	81	6.29
		11/27/07	380	15.6143	5,933	7.8300	2,975.40	(2,958)	187	6.29
		12/12/07	315	15.8185	4,982	7.8300	2,466.45	(2,516)	155	6.29
Subtotal			2,506		43,313		19,621.98	(23,689)	1,235	6.29
SUMITOMO MITSU FINL ADR	SMFY	08/09/07	1,789	8.6000	15,385	4.0300	7,209.67	(8,175)	181	2.50
		09/12/07	623	7.1800	4,473	4.0300	2,510.69	(1,962)	63	2.50
		09/14/07	453	6.9379	3,142	4.0300	1,825.59	(1,317)	46	2.50
		12/12/07	1,009	8.3525	8,427	4.0300	4,066.27	(4,361)	102	2.50
		03/04/08	913	6.8107	6,218	4.0300	3,679.39	(2,538)	92	2.50
Subtotal			4,787		37,647		19,291.61	(18,353)	483	2.50
TECK COMINCO LTD CLASS B	TCK	07/18/08	50	40.3142	2,015	4.9200	246.00	(1,769)	49	20.04
		07/21/08	210	40.7080	8,548	4.9200	1,033.20	(7,515)	207	20.04
Subtotal			260		10,564		1,279.20	(9,284)	256	20.04
TELECOM ITALIA S P A NEW	TI	09/08/08	628	15.2384	9,569	16.2500	10,205.00	635	573	5.61
TELEFONICA SA SPAIN ADR	TEF	10/15/08	217	63.5799	13,796	67.3900	14,623.63	826	576	3.93
TOTAL S.A. SP ADR	TOT	08/09/07	81	73.9251	5,987	55.3000	4,479.30	(1,508)	213	4.75
		05/02/08	68	83.6469	5,687	55.3000	3,760.40	(1,927)	179	4.75
		05/23/08	424	89.2999	37,863	55.3000	23,447.20	(14,415)	1,115	4.75
		06/26/08	57	81.5729	4,649	55.3000	3,152.10	(1,497)	150	4.75
Subtotal			630		54,188		34,839.00	(19,347)	1,656	4.75

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Private Banking and
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A L&O B O'CONNOR FDN INC

Account Number: E34

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 29, 2008 - December 31, 2008

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
TOYOTA MOTOR CORP ADR	TM	08/09/07	170	119.6800	20,345	65.4400	11,124.80	(9,220)	432	3.88
		05/23/08	50	99.0770	4,953	65.4400	3,272.00	(1,681)	127	3.88
		12/04/08	22	59.2668	1,303	65.4400	1,439.68	135	56	3.88
Subtotal			242		26,603		15,836.48	(10,766)	615	3.88
UNIBANCO-GDR SPSP ADR	UBB	10/20/08	95	65.7863	6,249	64.6200	6,138.90	(110)	6	.08
UNITED MICROELECT SP ADR	UMC	08/09/07	1,606	3.8236	6,140	1.9600	3,147.76	(2,992)	119	3.77
		11/02/07	677	3.4457	2,332	1.9600	1,326.92	(1,005)	50	3.77
		12/12/07	1,823	3.3311	6,072	1.9600	3,573.08	(2,499)	135	3.77
		09/30/08	5,493	1.9662	10,800	1.9600	10,766.28	(34)	406	3.77
Subtotal			9,599		25,346		18,814.04	(6,530)	710	3.77
VODAFONE GROUP PLC NEW	VOD	08/09/07	1,714	32.3559	55,458	20.4400	35,034.16	(20,423)	2,376	6.78
		05/23/08	119	32.4084	3,856	20.4400	2,432.36	(1,424)	165	6.78
Subtotal			1,833		59,314		37,466.52	(21,847)	2,541	6.78
VOLVO AKTIEBOLAGET ADR	VOLVY	09/08/08	909	10.6501	9,681	5.6600	5,144.94	(4,536)	715	13.90
TOTAL					2,226,266		1,192,598.51	(1,033,597)	63,244	5.30

Private Banking and
Investment Group

A L&O B O'CONNOR FDN INC

Account Number: E35

MERRILL LYNCH CONSULTS SERVICE

November 29, 2008 - December 31, 2008

EQUITIES Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
ABBOTT LABS	ABT	08/09/07	562	55.2153	31,031	53.3700	29,993.94	(1,037)	809	2.69
		07/09/08	221	57.6252	12,735	53.3700	11,793.77	(1,041)	318	2.69
Subtotal			783		43,766				1,128	2.69
ADOBE SYS DEL PV\$ 0.001	ADBE	08/09/07	235	41.3896	9,726	21.2900				
		03/26/08	483	37.1814	17,958	21.2900				
		09/18/08	195	38.0627	7,422	21.2900				
Subtotal			913		35,107					
AMAZON COM INC COM	AMZN	12/04/08	531	47.3606	25,148	51.2800	27,423.08	2,275.00		
		12/09/08	219	51.4927	11,276	51.2800	11,230.32	(46)		
Subtotal			750		36,425		38,460.00	2,035		
AMERICAN TOWER CORP CL A	AMT	08/09/07	368	40.7540	14,997	29.3200	10,789.76	(4,207)		
		08/16/07	266	37.9295	10,089	29.3200	7,799.12	(2,290)		
		04/18/08	172	41.1280	7,074	29.3200	5,043.04	(2,030)		
		09/08/08	384	39.1782	15,044	29.3200	11,258.88	(3,785)		
		09/10/08	253	38.5409	9,750	29.3200	7,417.96	(2,332)		
Subtotal			1,443		56,956		42,308.76	(14,644)		



Private Banking and
Investment Group



A L&O B O'CONNOR FDN INC

Account Number

E35

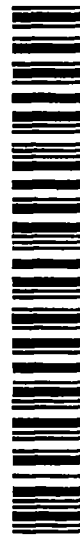
YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 29, 2008 - December 31, 2008

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
COLGATE PALMOLIVE	CL	08/09/07	683	67.1333	45,852	68.5400	46,812.82	960	1,093	2.33
Subtotal			44	73.1934	3,220	68.5400	3,015.76	(204)	70	2.33
COSTCO WHOLESALE CRP DEL	COST	07/30/08	727	62.8846	49,072	52.5000	49,828.58	756	1,163	2.33
		08/07/08	112	65.9856	7,390	52.5000	19,215.00	(3,800)	234	1.21
		10/07/08	88	60.2111	5,298	52.5000	5,880.00	(1,510)	72	1.21
Subtotal			566	48.8285	24,365	36.2400	4,620.00	(678)	56	1.21
COVIDIEN LTD	COV	05/09/08	499	48.8285	24,365	36.2400	29,715.00	(5,988)	362	1.21
		07/09/08	311	47.9999	14,927	36.2400	18,083.76	(6,281)	319	1.76
Subtotal			810	81.7084	39,293	56.6100	11,270.64	(3,657)	199	1.76
DANAHER CORP DEL COM	DHR	08/09/07	428	75.6902	34,971	56.6100	29,354.40	(9,938)	518	1.76
		04/18/08	216	83.4372	16,349	38.3200	24,229.08	(10,742)	51	.21
Subtotal			644	94.6845	51,320	38.3200	12,227.76	(4,121)	26	.21
DEERE CO	DE	03/07/08	33	64.8033	2,753	38.3200	36,456.84	(14,863)	77	.21
		04/18/08	87	74.9331	8,237	38.3200	1,264.56	(1,488)	37	2.92
		08/13/08	257	75.7348	16,654	38.3200	3,333.84	(4,903)	97	2.92
Subtotal			377	73.8796	27,645	38.3200	9,848.24	(6,806)	288	2.92
EXELON CORPORATION	EXC	08/09/07	680	70.8407	50,954	55.6100	14,446.64	(13,197)	422	2.92
EXXON MOBIL CORP COM	XOM	10/31/08	498	70.8407	37,715	79.8300	37,814.80	(13,139)	1,428	3.77
		11/13/08	151	70.8407	11,155	79.8300	39,755.34	2,039	797	2.00
		11/21/08	123	63.3816	7,778	79.8300	12,054.33	898	242	2.00
Subtotal			772	80.2509	57,585	50.3300	9,819.09	1,105	197	2.00
FPL GROUP INC	FPL	10/12/07	565	69.7943	35,810	82.9100	61,628.76	4,042	1,235	2.00
GENENTECH INC NEW	DNA	01/15/08	398	80.2509	27,778	82.9100	28,436.45	(7,374)	1,006	3.53
		11/13/08	83	68.7879	6,660	82.9100	32,998.18	5,220		
Subtotal			481	69.0306	34,438	66.3700	6,881.53	220		
GENZYME CORPORATION	GENZ	05/19/08	486	69.0306	33,430	66.3700	39,879.71	5,440		
		05/20/08	174	66.3700	12,011	66.3700	32,255.82	(1,175)		
Subtotal			660		45,442		11,548.38	(462)		
							43,804.20	(1,637)		



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Private Banking and
Investment Group

A L&O B O'CONNOR FDN INC

Account Number: E35

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 29, 2008 - December 31, 2008

EQUITIES (continued)		Symbol	Acquired	Quantity	Unit		Total	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
Description					Cost Basis							
GILEAD SCIENCES INC COM		GILD	10/22/07	1,261	42.5527		53,658	51.1400	64,487.54	10,828		
			09/25/08	127	47.5318		6,036	51.1400	6,494.78	458		
			11/13/08	208	45.0450		9,369	51.1400	10,637.12	1,267		
Subtotal				1,596			69,064		81,619.44	12,553		
GOOGLE INC CL A		GOOG	08/09/07	9	523.9211		4,715	307.6500	2,768.85	(1,946)		
			02/08/08	48	514.7145		24,706	307.6500	14,767.20	(9,939)		
			04/18/08	11	538.3318		5,921	307.6500	3,384.15	(2,537)		
			06/13/08	26	573.2576		14,904	307.6500	7,998.90	(6,905)		
			06/25/08	30	553.7443		16,612	307.6500	9,229.50	(7,382)		
Subtotal				124			66,860		38,148.60	(28,709)		
HEWLETT PACKARD CO DEL		HPQ	06/05/08	1,120	48.0763		53,845	36.2900	40,644.80	(13,200)	358	.88
			07/17/08	314	42.7698		13,429	36.2900	11,395.06	(2,034)	100	.88
			09/25/08	182	46.8697		8,530	36.2900	6,604.78	(1,925)	58	.88
			11/25/08	322	33.3355		10,734	36.2900	11,685.38	951	103	.88
			12/15/08	299	35.3625		10,573	36.2900	10,850.71	277	96	.88
Subtotal				2,237			97,112		81,180.73	(15,931)	716	.88
INTEL CORP		INTC	12/09/08	3,265	14.3893		46,981	14.6600	47,864.90	883	1,828	3.81
			12/16/08	661	15.1421		10,008	14.6600	9,690.26	(318)	370	3.81
Subtotal				3,926			56,990		57,555.16	565	2,199	3.81
INTL BUSINESS MACHINES CORP /IBM		IBM	04/15/08	291	116.9704		34,038	84.1600	24,490.56	(9,547)	582	2.37
			04/16/08	83	119.9306		9,954	84.1600	6,985.28	(2,968)	166	2.37
			06/24/08	131	123.7131		16,206	84.1600	11,024.96	(5,181)	262	2.37
			07/08/08	140	123.9130		17,347	84.1600	11,782.40	(5,565)	280	2.37
			10/16/08	90	90.6620		8,159	84.1600	7,574.40	(585)	180	2.37
Subtotal				735			85,706		61,857.60	(23,846)	1,470	2.37
JOHNSON AND JOHNSON COM		JNJ	08/09/07	200	61.6797		12,335	59.8300	11,966.00	(369)	368	3.07
			11/09/07	322	65.0537		20,947	59.8300	19,265.26	(1,682)	592	3.07
			09/18/08	256	70.1792		17,965	59.8300	15,316.48	(2,649)	471	3.07
Subtotal				778			51,249		46,547.74	(4,700)	1,432	3.07

Private Banking and
Investment Group



A L&O B O'CONNOR FDN INC

Account Number: E35

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 29, 2008- December 31, 2008

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
JUNIPER NETWORKS INC	JNPR	11/20/08	1,179	13.5688	15,997	17.5100	20,644.29	4,646		
Subtotal		12/09/08	694	18.3018	12,701	17.5100	12,151.94	(549)		
KOHL'S CORP WISC PV 1CT	KSS	10/22/08	1,873	30.2735	28,699	36.2000	32,796.23	4,097		
		10/30/08	297	33.5314	8,991	36.2000	10,751.40	1,760		
		11/21/08	362	25.5342	12,138	36.2000	13,104.40	966		
Subtotal			361	25.5342	9,217	36.2000	13,068.20	3,850		
KROGER CO	KR	10/22/08	1,020	26.6539	30,347	26.4100	36,924.00	6,576		
		11/06/08	961	27.3861	25,614	26.4100	25,380.01	(234)	346	1.36
Subtotal			397	27.3861	10,872	26.4100	10,484.77	(387)	143	1.36
LOCKHEED MARTIN CORP	LMT	08/24/07	1,358	98.9539	36,486	84.0800	35,864.78	(621)	489	1.36
		10/11/07	56	112.4878	5,541	84.0800	4,708.48	(832)	128	2.71
		02/19/08	175	107.4559	19,685	84.0800	14,714.00	(4,971)	399	2.71
		09/05/08	120	114.4278	12,894	84.0800	10,089.60	(2,805)	274	2.71
		09/17/08	71	111.3070	8,124	84.0800	5,969.68	(2,154)	162	2.71
Subtotal			96	111.3070	10,685	84.0800	8,071.68	(2,613)	219	2.71
LOWE'S COMPANIES INC	LOW	12/04/08	518	22.2276	56,931	21.5200	43,553.44	(13,375)	1,181	2.71
		12/08/08	1,089	23.2194	24,205	21.5200	23,435.28	(770)	370	1.57
Subtotal			520	23.2194	12,074	21.5200	11,190.40	(883)	177	1.57
MARSH & MCLENNAN COS INC	MMC	07/10/08	1,609	29.1845	36,279	24.2700	34,625.68	(1,653)	547	1.57
		09/10/08	1,129	32.5718	32,949	24.2700	27,400.83	(5,548)	903	3.29
Subtotal			288	32.5718	9,380	24.2700	6,989.76	(2,390)	230	3.29
MCDONALD'S CORP COM	MCD	08/09/07	1,417	51.4600	42,330	62.1900	34,390.59	(7,938)	1,134	3.29
		07/09/08	292	59.1381	15,026	62.1900	18,159.48	3,133	584	3.21
Subtotal			264	59.1381	15,612	62.1900	16,418.16	805	528	3.21
MEDTRONIC INC COM	MDT	08/09/07	556	53.4571	30,638	31.4200	34,577.64	3,938	1,112	3.21
		09/10/08	458	54.1505	24,483	31.4200	14,390.36	(10,093)	344	2.38
Subtotal			102	54.1505	5,523	31.4200	3,204.84	(2,318)	77	2.38
METLIFE INC COM	MET	12/09/08	560	33.9910	30,006	34.8600	17,595.20	(12,411)	420	2.38
			788		26,784		27,469.68	684	583	2.12



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Private Banking and
Investment Group



A L&O B O'CONNOR FDN INC

Account Number: E35

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 29, 2008 - December 31, 2008

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
MICROSOFT CORP	MSFT	08/09/07	2,202	29.4500	64,848	19.4400	42,806.88	(22,042)	1,145	2.67
		10/17/07	598	30.8557	18,451	19.4400	11,625.12	(6,826)	311	2.67
		10/14/08	489	23.7388	11,608	19.4400	9,506.16	(2,102)	254	2.67
Subtotal			3,289		94,908		63,938.16	(30,970)	1,710	2.67
MONSANTO CO NEW DEL COM	MON	08/09/07	230	69.3940	15,960	70.3500	16,180.50	219	221	1.36
		09/08/08	60	105.6723	6,340	70.3500	4,221.00	(2,119)	58	1.36
Subtotal			290		22,300		20,401.50	(1,900)	278	1.36
NORTHN TRUST CORP	NTRS	10/08/07	317	70.3282	22,294	52.1400	16,528.38	(5,765)	355	2.14
		09/10/08	38	82.4784	3,134	52.1400	1,981.32	(1,152)	43	2.14
		09/25/08	115	73.4446	8,446	52.1400	5,996.10	(2,450)	129	2.14
Subtotal			470		33,874		24,505.80	(9,367)	526	2.14
OCCIDENTAL PETE CORP CAL	OXY	01/25/08	217	65.8902	14,298	59.9900	13,017.83	(1,280)	278	2.13
		09/10/08	142	70.3311	9,987	59.9900	8,518.58	(1,468)	182	2.13
Subtotal			359		24,285		21,536.41	(2,748)	460	2.13
ORACLE CORP \$0.01 DEL	ORCL	08/24/07	1,219	19.7039	24,019	17.7300	21,612.87	(2,406)		
		08/31/07	671	20.2570	13,592	17.7300	11,896.83	(1,695)		
		04/01/08	712	20.3615	14,497	17.7300	12,623.76	(1,873)		
Subtotal			2,602		52,108		46,133.46	(5,974)		
PEPSICO INC	PEP	08/09/07	804	69.8829	56,185	54.7700	44,035.08	(12,150)	1,367	3.10
		08/15/07	154	67.9466	10,463	54.7700	8,434.58	(2,029)	262	3.10
		07/07/08	233	66.5572	15,507	54.7700	12,761.41	(2,746)	396	3.10
		10/07/08	20	67.0265	1,340	54.7700	1,095.40	(245)	34	3.10
Subtotal			1,211		83,498		66,326.47	(17,170)	2,059	3.10
PETROLEO BRAS VTG SPD ADR	PBR	08/09/07	644	31.0806	20,015	24.4900	15,771.56	(4,244)	39	.24
PNC FINCL SERVICES GROUP	PNC	12/10/08	444	53.3361	23,681	49.0000	21,756.00	(1,925)	1,172	5.38
POTASH CORP SASKATCHEWAN	POT	12/16/08	155	74.4114	11,533	73.2200	11,349.10	(184)	62	.54
PROCTER & GAMBLE CO	PG	08/09/07	451	66.4986	29,990	61.8200	27,880.82	(2,110)	722	2.58

Private Banking and Investment Group



A L&O B O'CONNOR FDN INC

Account Number: E35

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 29, 2008 - December 31, 2008

EQUITIES (continued)	Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
QUALCOMM INC		QCOM	06/12/08	64	48.7325	3,118	35.8300	2,293.12	(825)	41	1.78
			07/31/08	272	55.5155	15,100	35.8300	9,745.76	(5,354)	174	1.78
			09/25/08	179	45.9178	8,219	35.8300	6,413.57	(1,805)	115	1.78
			12/16/08	300	35.0028	10,500	35.8300	10,749.00	248	192	1.78
Subtotal				815		36,939		29,201.45	(7,736)	522	1.78
RANGE RESOURCES CORP DEL		RRC	05/01/08	413	64.3168	26,552	34.3900	14,203.07	(12,359)	66	.46
			09/05/08	131	42.6738	5,590	34.3900	4,505.09	(1,085)	21	.46
Subtotal				544		32,153		18,708.16	(13,444)	87	.46
RAYTHEON CO DELAWARE NEW		RTN	03/20/08	400	63.4047	25,361	51.0400	20,416.00	(4,945)	448	2.19
			03/24/08	190	63.8382	12,129	51.0400	9,697.60	(2,431)	213	2.19
			09/11/08	135	59.6436	8,051	51.0400	6,890.40	(1,161)	151	2.19
Subtotal				725		45,543		37,004.00	(8,537)	812	2.19
SCHLUMBERGER LTD		SLB	08/09/07	270	92.7702	25,047	42.3300	11,429.10	(13,618)	227	1.98
			02/19/08	163	86.9385	14,170	42.3300	6,899.79	(7,271)	137	1.98
			07/01/08	145	106.8251	15,489	42.3300	6,137.85	(9,351)	122	1.98
			11/24/08	215	46.0027	9,890	42.3300	9,100.95	(789)	181	1.98
Subtotal				793		64,599		33,567.69	(31,029)	666	1.98
STAPLES INC		SPLS	05/15/08	1,171	23.6036	27,639	17.9200	20,984.32	(6,655)	386	1.84
			06/11/08	1,096	24.3155	26,649	17.9200	19,640.32	(7,009)	362	1.84
			09/25/08	262	23.9614	6,277	17.9200	4,695.04	(1,582)	86	1.84
Subtotal				2,529		60,567		45,319.68	(15,246)	835	1.84
TRANSOCEAN LTD ZUG AKT		RIG	04/17/08	209	151.3715	31,636	47.2500	9,875.25	(21,761)		
UNITED PARCEL SVC CL B		UPS	11/26/08	410	56.3000	23,083	55.1600	22,615.60	(467)	738	3.26
UNITED TECHS CORP COM		UTX	10/14/08	737	54.5115	40,174	53.6000	39,503.20	(671)	1,135	2.87
VERIZON COMMUNICATNS COM		VZ	10/27/08	206	27.6834	5,702	33.9000	6,983.40	1,280	379	5.42
			11/12/08	493	29.2963	14,443	33.9000	16,712.70	2,269	907	5.42
Subtotal				699		20,145		23,696.10	3,549	1,286	5.42



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Private Banking and
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A L&O B O'CONNOR FDN INC

Account Number: E35

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 29, 2008 - December 31, 2008

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
WAL-MART STORES INC	WMT	06/11/08	447	58.8702	26,314	56.0600	25,058.82	(1,256)	425	1.69
		06/24/08	271	57.5956	15,608	56.0600	15,192.26	(416)	257	1.69
		06/27/08	287	56.9401	16,341	56.0600	16,089.22	(252)	273	1.69
		07/09/08	282	58.4351	16,478	56.0600	15,808.92	(669)	268	1.69
		08/07/08	143	57.2355	8,184	56.0600	8,016.58	(168)	136	1.69
		09/11/08	124	62.3340	7,729	56.0600	6,951.44	(777)	118	1.69
		09/23/08	97	59.7576	5,796	56.0600	5,437.82	(358)	92	1.69
Subtotal			1,651		96,454		92,555.06	(3,896)	1,568	1.69
WELLS FARGO & CO NEW DEL	WFC	12/08/08	1,162	30.7125	35,687	29.4800	34,255.76	(1,432)	1,580	4.61
WYETH	WYE	11/17/08	512	33.2494	17,023	37.5100	19,205.12	2,181	614	3.19
XTO ENERGY INC	XTO	09/19/07	250	51.0296	12,757	35.2700	8,817.50	(3,939)	120	1.36
		09/16/08	165	49.5373	8,173	35.2700	5,819.55	(2,354)	79	1.36
Subtotal			415		20,931		14,637.05	(6,293)	199	1.36
3M COMPANY	MMM	10/23/08	393	59.5670	23,409	57.5400	22,613.22	(796)	786	3.47
TOTAL					2,704,601		2,261,954.60	(442,597)	42,091	1.86

Private Banking and
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A L&O B O'CONNOR FDN INC

Account Number: E36

MERRILL LYNCH CONSULTS SERVICE

November 29, 2008 - December 31, 2008

EQUITIES Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
ACCENTURE LTD	CL A	ACN 01/04/08	462	34.9956	16,168	32.7900	15,148.98	(1,019)	231	1.52
		01/09/08	623	33.4651	20,848	32.7900	20,428.17	(420)	312	1.52
		02/12/08	43	35.0700	1,508	32.7900	1,409.97	(98)	22	1.52
		03/26/08	2	35.0300	70	32.7900	65.58	(4)	1	1.52
		04/03/08	521	36.2919	18,908	32.7900	17,083.59	(1,824)	261	1.52
		05/21/08	36	37.4100	1,346	32.7900	1,180.44	(166)	18	1.52
Subtotal			1,687		58,849		55,316.73	(3,531)	844	1.52
ALLSTATE CORP DEL COM	ALL	08/10/07	1,750	51.9632	90,935	32.7600	57,330.00	(33,605)	2,870	5.00
		05/21/08	46	49.6200	2,282	32.7600	1,506.96	(775)	75	5.00
Subtotal			1,796		93,218		58,836.96	(34,380)	2,945	5.00
APACHE CORP	APA	05/15/08	298	135.8824	40,492	74.5300	22,209.94	(18,283)	179	.80
		05/29/08	116	133.5767	15,494	74.5300	8,645.48	(6,849)	70	.80
		08/01/08	125	115.0515	14,381	74.5300	9,316.25	(5,065)	75	.80
Subtotal			539		70,369		40,171.67	(30,197)	323	.80

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Private Banking and
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A L&O B O'CONNOR FDN INC

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November 29, 2008 - December 31, 2008

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

EQUITIES (continued)	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
AT&T INC	T	01/10/08	953	39.1100	37,271	28.5000	27,160.50	(10,111)	1,563	5.75
		01/17/08	474	38.0054	18,014	28.5000	13,509.00	(4,505)	777	5.75
		02/12/08	463	37.5223	17,372	28.5000	13,195.50	(4,177)	759	5.75
		05/21/08	49	38.8700	1,904	28.5000	1,396.50	(508)	80	5.75
		06/19/08	506	35.2989	17,861	28.5000	14,421.00	(3,440)	830	5.75
		08/29/08	684	32.4164	22,172	28.5000	19,494.00	(2,678)	1,122	5.75
Subtotal			3,129		114,598		89,176.50	(25,419)	5,132	5.75
BANK NEW YORK MELLON CORP	BK	08/10/07	1,370	42.0387	57,593	28.3300	38,812.10	(18,780)	1,315	3.38
		04/11/08	378	43.1811	16,322	28.3300	10,708.74	(5,613)	363	3.38
		05/21/08	72	43.5200	3,133	28.3300	2,039.76	(1,093)	69	3.38
		10/08/08	205	25.9294	5,315	28.3300	5,807.65	492	197	3.38
		10/10/08	314	24.0833	7,562	28.3300	8,895.62	1,333	301	3.38
Subtotal			2,339		89,926		66,263.87	(23,661)	2,245	3.38
BANK OF AMERICA CORP	BAC	08/10/07	2,113	48.5200	102,522	14.0800	29,751.04	(72,771)	2,705	9.09
		02/12/08	12	43.0100	516	14.0800	168.96	(347)	15	9.09
		05/21/08	47	34.6900	1,630	14.0800	661.76	(968)	60	9.09
Subtotal			2,172		104,669		30,581.76	(74,086)	2,780	9.09
CHEVRON CORP	CVX	08/10/07	534	82.3500	43,974	73.9700	39,499.98	(4,474)	1,388	3.51
		04/30/08	180	97.0473	17,468	73.9700	13,314.60	(4,153)	488	3.51
		05/21/08	25	103.6500	2,591	73.9700	1,849.25	(742)	65	3.51
		08/07/08	193	84.0789	16,227	73.9700	14,276.21	(1,951)	502	3.51
Subtotal			932		80,261		68,940.04	(11,320)	2,423	3.51
CHUBB CORP	CB	08/10/07	378	48.9672	18,509	51.0000	19,278.00	768	499	2.58
		03/26/08	1	49.6800	49	51.0000	51.00	1	1	2.58
		05/21/08	16	52.7900	844	51.0000	816.00	(28)	21	2.58
		06/19/08	393	52.2446	20,532	51.0000	20,043.00	(489)	519	2.58
Subtotal			788		39,936		40,188.00	252	1,040	2.58

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Private Banking and
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A L&O B O'CONNOR FDN INC

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 29, 2008 - December 31, 2008

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
CVS CAREMARK CORP	CVS	08/10/07	809	37.8377	30,610	28.7400	23,250.66	(7,360)	223	.96
		03/14/08	489	38.1746	18,667	28.7400	14,053.86	(4,613)	135	.96
		03/19/08	420	39.8310	16,729	28.7400	12,070.80	(4,658)	116	.96
		05/21/08	45	41.9600	1,888	28.7400	1,293.30	(594)	12	.96
Subtotal			1,763		67,895		50,658.62	(17,225)	487	.96
DEVON ENERGY CORP NEW	DVN	11/19/08	316	70.8018	22,373	65.7100	20,764.36	(1,609)	202	.97
		11/20/08	99	64.4147	6,377	65.7100	6,505.29	128	63	.97
		12/03/08	164	65.9998	10,823	65.7100	10,776.44	(47)	105	.97
Subtotal			579		39,574		38,046.09	(1,528)	371	.97
DIAGEO PLC SPSPD ADR NEW	DEO	08/10/07	373	82.6900	30,843	56.7400	21,164.02	(9,679)	934	4.41
		05/21/08	14	79.0300	1,106	56.7400	794.36	(312)	35	4.41
		05/29/08	221	78.5998	17,370	56.7400	12,539.54	(4,831)	554	4.41
		06/05/08	118	79.5477	9,386	56.7400	6,695.32	(2,691)	296	4.41
Subtotal			726		58,706		41,193.24	(17,513)	1,819	4.41
DISNEY (WALT) CO COM STK	DIS	08/20/08	1,137	31.8294	36,190	22.6900	25,798.53	(10,391)	398	1.54
		09/10/08	500	32.8336	16,416	22.6900	11,345.00	(5,071)	175	1.54
			1,637		52,606		37,143.53	(15,462)	573	1.54
DOMINION RES INC NEW VA	D	02/12/08	240	42.4000	10,176	35.8400	8,601.60	(1,574)	420	4.88
		02/28/08	476	41.6344	19,818	35.8400	17,059.84	(2,758)	833	4.88
		05/21/08	34	46.5000	1,581	35.8400	1,218.56	(362)	60	4.88
		06/19/08	404	47.2469	19,087	35.8400	14,479.36	(4,608)	707	4.88
Subtotal			1,154		50,662		41,359.36	(9,302)	2,020	4.88
EATON CORP	ETN	08/10/07	460	93.2522	42,896	49.7100	22,866.60	(20,029)	920	4.02
		02/12/08	20	82.0500	1,641	49.7100	994.20	(646)	40	4.02
		05/21/08	165	89.4438	14,758	49.7100	8,202.15	(6,556)	330	4.02
Subtotal			645		59,295		32,062.95	(27,231)	1,290	4.02
EXXON MOBIL CORP COM	XOM	08/10/07	915	83.8861	76,755	79.8300	73,044.45	(3,711)	1,464	2.00
		05/21/08	30	94.7100	2,841	79.8300	2,394.90	(446)	48	2.00
Subtotal			945		79,597		75,439.35	(4,157)	1,512	2.00



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Private Banking and Investment Group

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

EQUITIES (continued)	Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
	FPL GROUP INC	FPL	04/23/08	217	67.4925	14,645	50.3300	10,921.61	(3,724)	386	3.53
			04/30/08	284	66.4675	18,876	50.3300	14,293.72	(4,583)	506	3.53
				501		33,522		25,215.33	(8,307)	892	3.53
	GOLDMAN SACHS GROUP INC	GS	08/10/07	378	179.3884	67,808	84.3900	31,899.42	(35,909)	705	2.21
			02/12/08	10	184.7900	1,847	84.3900	843.90	(1,004)	19	2.21
			05/21/08	10	178.9900	1,789	84.3900	843.90	(946)	19	2.21
			07/03/08	88	179.9548	15,836	84.3900	7,426.32	(8,409)	164	2.21
			07/18/08	99	183.1528	18,132	84.3900	8,354.61	(9,777)	185	2.21
			09/17/08	155	101.8121	15,780	84.3900	13,080.45	(2,700)	289	2.21
				740		121,195		62,448.60	(58,745)	1,381	2.21
	HESS CORP	HES	08/10/07	805	58.8658	47,386	53.6400	43,180.20	(4,206)	322	.74
			05/21/08	29	132.9300	3,854	53.6400	1,555.56	(2,299)	12	.74
				834		51,241		44,735.76	(6,505)	334	.74
	HEWLETT PACKARD CO DEL	HPQ	09/24/08	482	46.8781	22,595	36.2900	17,491.78	(5,103)	154	.88
			10/29/08	359	35.8191	12,859	36.2900	13,028.11	169	115	.88
				841		35,454		30,519.89	(4,934)	269	.88
	INTEL CORP	INTC	08/10/07	3,209	24.0600	77,208	14.6600	47,043.94	(30,164)	1,797	3.81
			01/25/08	917	20.3605	18,670	14.6600	13,443.22	(5,227)	514	3.81
			02/12/08	2	20.8900	41	14.6600	29.32	(12)	1	3.81
			05/21/08	92	23.7600	2,185	14.6600	1,348.72	(837)	52	3.81
				4,220		98,106		61,865.20	(36,240)	2,363	3.81
	INTL BUSINESS MACHINES CORP IBM	IBM	09/26/07	64	117.5834	7,525	84.1600	5,386.24	(2,139)	128	2.37
			10/18/07	205	115.3261	23,641	84.1600	17,252.80	(6,389)	410	2.37
			11/07/07	177	112.7409	19,955	84.1600	14,896.32	(5,058)	354	2.37
			12/19/07	191	107.2723	20,489	84.1600	16,074.56	(4,414)	382	2.37
			02/12/08	8	106.8675	854	84.1600	673.28	(181)	16	2.37
				645		72,466		54,283.20	(18,181)	1,290	2.37

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EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
J M SMUCKER CO	SJM	11/12/08	165	40.0516	6,608	43.3600	7,154.40	545	211	2.95
		11/13/08	163	39.7298	6,475	43.3600	7,067.68	591	209	2.95
		11/20/08	138	39.6192	5,467	43.3600	5,983.68	516	177	2.95
Subtotal			466		18,551		20,205.76	1,652	596	2.95
JOHNSON AND JOHNSON COM	JNJ	08/10/07	557	60.8277	33,881	59.8300	33,325.31	(555)	1,025	3.07
		02/12/08	10	62.4600	624	59.8300	598.30	(26)	18	3.07
Subtotal			567		34,505		33,923.61	(581)	1,043	3.07
JPMORGAN CHASE & CO	JPM	11/12/08	492	34.7731	17,108	31.5300	15,512.76	(1,595)	748	4.82
		12/03/08	233	27.7930	6,475	31.5300	7,346.49	870	354	4.82
		12/04/08	221	31.4605	6,952	31.5300	6,968.13	15	336	4.82
		12/17/08	404	31.7551	12,829	31.5300	12,738.12	(90)	614	4.82
Subtotal			1,350		43,366		42,565.50	(800)	2,052	4.82
KROGER CO	KR	12/03/08	453	27.3681	12,397	26.4100	11,963.73	(434)	163	1.36
		12/10/08	397	25.9448	10,300	26.4100	10,484.77	184	143	1.36
Subtotal			850		22,697		22,448.50	(250)	306	1.36
LOCKHEED MARTIN CORP	LMT	08/10/07	1,164	95.2700	110,894	84.0800	97,869.12	(13,025)	2,654	2.71
		03/26/08	23	101.0700	2,324	84.0800	1,933.84	(390)	52	2.71
		05/21/08	40	107.2600	4,290	84.0800	3,363.20	(927)	91	2.71
		11/05/08	105	85.6701	8,995	84.0800	8,828.40	(166)	239	2.71
Subtotal			1,332		126,504		111,994.56	(14,508)	3,037	2.71
MERCK&CO INC	MRK	08/10/07	1,607	50.2835	80,805	30.4000	48,852.80	(31,952)	2,443	5.00
		03/26/08	1	44.3600	44	30.4000	30.40	(13)	2	5.00
		05/21/08	41	39.2400	1,608	30.4000	1,246.40	(362)	62	5.00
		10/29/08	379	30.0089	11,373	30.4000	11,521.60	148	576	5.00
Subtotal			2,028		93,832		61,651.20	(32,179)	3,083	5.00



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EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
METLIFE INC COM	MET	08/10/07	1,706	61.5122	104,939	34.8600	59,471.16	(45,468)	1,262	2.12
		02/12/08	27	57.9900	1,565	34.8600	941.22	(624)	20	2.12
		03/26/08	23	60.3700	1,388	34.8600	801.78	(586)	17	2.12
		05/21/08	39	59.4900	2,320	34.8600	1,359.54	(960)	29	2.12
		06/23/08	195	56.3387	10,986	34.8600	6,797.70	(4,188)	144	2.12
		10/22/08	327	31.3307	10,245	34.8600	11,399.22	1,154	242	2.12
Subtotal			2,317		131,445		80,770.62	(50,672)	1,715	2.12
NESTLE S A REP RG SH ADR	NSRGY	08/10/07	92	37.4425	3,444	39.7000	3,652.40	207	69	1.88
		08/30/07	325	43.0200	13,981	39.7000	12,902.50	(1,079)	243	1.88
		09/07/07	447	42.9591	19,202	39.7000	17,745.90	(1,456)	335	1.88
		10/10/07	472	43.1283	20,356	39.7000	18,738.40	(1,618)	354	1.88
		02/12/08	50	43.0800	2,154	39.7000	1,985.00	(169)	37	1.88
		05/21/08	36	48.1055	1,731	39.7000	1,429.20	(302)	27	1.88
		10/08/08	200	39.6689	7,933	39.7000	7,940.00	6	150	1.88
Subtotal			1,622		68,805		64,393.40	(4,411)	1,215	1.88
NIKE INC CL B	NKE	08/10/07	703	55.4192	38,959	51.0000	35,853.00	(3,106)	703	1.96
		02/12/08	15	61.6000	924	51.0000	765.00	(159)	15	1.96
		05/21/08	32	65.1700	2,085	51.0000	1,632.00	(453)	32	1.96
Subtotal			750		41,969		38,250.00	(3,718)	750	1.96
NORTHROP GRUMMAN CORP	NOC	08/10/07	854	76.9464	65,712	45.0400	38,464.16	(27,248)	1,366	3.55
		05/07/08	275	74.5210	20,493	45.0400	12,386.00	(8,107)	440	3.55
		05/21/08	267	74.8411	19,982	45.0400	12,025.68	(7,956)	427	3.55
		06/11/08	234	71.9008	16,824	45.0400	10,539.36	(6,285)	374	3.55
Subtotal			1,630		123,012		73,415.20	(49,596)	2,608	3.55
OMNICOM GROUP COM	OMC	03/26/08	417	44.6300	18,610	26.9200	11,225.64	(7,385)	250	2.22
		04/11/08	461	44.1542	20,355	26.9200	12,410.12	(7,944)	277	2.22
		05/21/08	240	49.1345	11,792	26.9200	6,460.80	(5,331)	144	2.22
Subtotal			1,118		50,758		30,096.56	(20,660)	671	2.22

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EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
ORACLE CORP \$0.01 DEL	ORCL	08/10/07	3,144	19.8500	62,408	17.7300	55,743.12	(6,665)		
		02/12/08	906	19.8099	17,947	17.7300	16,063.38	(1,884)		
		05/21/08	116	22.1399	2,568	17.7300	2,056.68	(511)		
Subtotal			4,166		82,924		73,863.18	(9,060)		
P P G INDUSTRIES INC	PPG	08/10/07	959	73.8534	70,825	42.4300	40,690.37	(30,135)	2,033	4.99
		09/12/07	244	74.2586	18,119	42.4300	10,352.92	(7,766)	517	4.99
		02/12/08	51	65.4701	3,338	42.4300	2,163.93	(1,175)	108	4.99
		05/21/08	45	63.2400	2,845	42.4300	1,909.35	(936)	95	4.99
Subtotal			1,299		95,129		55,116.57	(40,012)	2,754	4.99
PEPSICO INC	PEP	10/15/08	202	54.1154	10,931	54.7700	11,063.54	132	343	3.10
		10/16/08	206	52.1893	10,751	54.7700	11,282.62	531	350	3.10
Subtotal			408		21,682		22,346.16	663	694	3.10
PG&E CORP	PCG	08/28/08	546	41.9197	22,888	38.7100	21,135.66	(1,752)	852	4.03
		10/01/08	366	38.4715	14,080	38.7100	14,167.86	87	571	4.03
		11/26/08	332	37.3690	12,406	38.7100	12,851.72	445	518	4.03
Subtotal			1,244		49,375		48,155.24	(1,220)	1,941	4.03
PNC FINCL SERVICES GROUP	PNC	08/07/08	323	72.0243	23,263	49.0000	15,827.00	(7,436)	853	5.38
		08/13/08	244	70.0766	17,098	49.0000	11,956.00	(5,142)	644	5.38
Subtotal			567		40,362		27,783.00	(12,578)	1,497	5.38
PROCTER & GAMBLE CO	PG	08/10/07	249	65.2657	16,251	61.8200	15,393.18	(857)	398	2.58
		10/31/07	292	69.6507	20,338	61.8200	18,051.44	(2,286)	467	2.58
		05/21/08	21	65.2800	1,370	61.8200	1,298.22	(72)	34	2.58
Subtotal			562		37,960		34,742.84	(3,215)	899	2.58
PRUDENTIAL FINANCIAL INC	PRU	12/05/07	301	96.3762	29,009	30.2600	9,108.26	(19,900)	175	1.91
		12/12/07	240	94.6419	22,714	30.2600	7,262.40	(15,451)	139	1.91
		03/26/08	2	75.9500	151	30.2600	60.52	(91)	1	1.91
		06/05/08	124	74.9137	9,289	30.2600	3,752.24	(5,537)	72	1.91
		06/24/08	129	65.7019	8,475	30.2600	3,903.54	(4,572)	75	1.91
Subtotal			796		69,640		24,086.96	(45,551)	462	1.91



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EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
PUB SVC ENTERPRISE GRP	PEG	08/10/07	1,074	41.1861	44,233	29.1700	31,328.58	(12,905)	1,385	4.42
		05/21/08	26	43.6300	1,134	29.1700	758.42	(375)	34	4.42
Subtotal			1,100		45,368		32,087.00	(13,280)	1,419	4.42
ROYAL CARIBBEAN CRUISES	RCL	08/10/07	1,284	40.0100	51,372	13.7500	17,655.00	(33,717)	963	5.45
		09/05/07	357	37.6617	13,445	13.7500	4,908.75	(8,536)	268	5.45
		02/12/08	48	40.0300	1,921	13.7500	660.00	(1,261)	36	5.45
		05/21/08	64	28.1700	1,802	13.7500	880.00	(922)	48	5.45
Subtotal			1,753		68,542		24,103.75	(44,436)	1,315	5.45
SHERWIN WILLIAMS	SHW	10/10/08	284	52.1857	14,820	59.7500	16,969.00	2,148	398	2.34
		10/22/08	214	56.7587	12,146	59.7500	12,786.50	640	300	2.34
Subtotal			498		26,967		29,755.50	2,788	697	2.34
STATE STREET CORP	STT	01/25/08	300	79.3224	23,796	39.3300	11,799.00	(11,997)	288	2.44
		02/12/08	192	84.2100	16,168	39.3300	7,551.36	(8,616)	184	2.44
		03/05/08	202	79.3400	16,026	39.3300	7,944.66	(8,082)	194	2.44
		04/23/08	292	66.3639	19,378	39.3300	11,484.36	(7,893)	280	2.44
Subtotal			986		75,369		38,779.38	(36,588)	947	2.44
TOTAL S.A. SP ADR	TOT	08/10/07	838	73.3400	61,458	55.3000	46,341.40	(15,117)	2,203	4.75
		10/24/07	243	77.9974	18,953	55.3000	13,437.90	(5,515)	639	4.75
		11/07/07	202	83.8112	16,929	55.3000	11,170.60	(5,759)	531	4.75
		02/12/08	48	72.4056	3,475	55.3000	2,654.40	(821)	126	4.75
		05/21/08	34	90.4300	3,074	55.3000	1,880.20	(1,194)	89	4.75
		12/04/08	164	49.6604	8,144	55.3000	9,069.20	924	431	4.75
Subtotal			1,529		112,036		84,553.70	(27,482)	4,020	4.75
UNITED TECHS CORP COM	UTX	08/10/07	853	73.2684	62,497	53.6000	45,720.80	(16,777)	1,314	2.87
		05/21/08	19	72.0500	1,368	53.6000	1,018.40	(350)	29	2.87
Subtotal			872		63,866		46,739.20	(17,127)	1,343	2.87

Private Banking and
Investment Group



A L&O B O'CONNOR FDN INC

Account Number: E36

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 29, 2008 - December 31, 2008

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	page 60 Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
VODAFONE GROUP PLC NEW	VOD	08/10/07	1,816	31.2346	56,722	20.4400	37,119.04	(19,603)	2,517	6.78
		05/21/08	42	30.9800	1,301	20.4400	858.48	(442)	58	6.78
		11/05/08	660	18.9076	12,479	20.4400	13,490.40	1,011	915	6.78
Subtotal			2,518		70,502		51,467.92	(19,034)	3,490	6.78
W W GRAINGER INCORP	GWV	06/05/08	26	92.7092	2,410	78.8400	2,049.84	(360)	42	2.02
		06/11/08	220	89.7794	19,751	78.8400	17,344.80	(2,406)	352	2.02
		08/01/08	190	88.8968	16,890	78.8400	14,979.60	(1,910)	304	2.02
Subtotal			436		39,052		34,374.24	(4,676)	698	2.02
WYETH	WYE	08/10/07	1,395	45.9207	64,059	37.5100	52,326.45	(11,732)	1,674	3.19
		09/25/07	272	44.4700	12,095	37.5100	10,202.72	(1,893)	326	3.19
		05/21/08	39	43.5900	1,700	37.5100	1,462.89	(237)	47	3.19
Subtotal			1,706		77,855		63,992.06	(13,862)	2,047	3.19
3M COMPANY	MMM	12/10/08	223	57.3562	12,790	57.5400	12,831.42	40	446	3.47
		12/17/08	198	58.6216	11,607	57.5400	11,392.92	(214)	396	3.47
Subtotal			421		24,397		24,224.34	(174)	842	3.47
TOTAL					3,228,637		2,340,342.60	(888,239)	74,470	3.18



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Private Banking and
Investment Group

A L&O B O'CONNOR FDN INC

Account Number: E37

MERRILL LYNCH CONSULTS SERVICE

November 29, 2008 - December 31, 2008

GOVERNMENT AND AGENCY SECURITIES ¹									
Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
Δ U.S. TRSY INFLATION NOTE 3.875% JAN 15 2009 INFL ADJ PRIN 92,470 CUSIP:9128274Y5	08/16/07	70,000	93,751	99.2270	91,755.20	(719)	1,245.69	3,583	3.90
ORIGINAL UNIT/TOTAL COST: 128,769,370,138.57									
Θ U.S. TRSY INFLATION NOTE 0.875% APR 15 2010 INFL ADJ PRIN 102,921 CUSIP:912828CZ1	08/16/07	90,000	98,553	93.9840	96,729.55	(1,816)	166.59	901	.93
ORIGINAL UNIT/TOTAL COST: 105,052,794,547.45									
Δ U.S. TRSY INFLATION NOTE INFL ADJ PRIN 5,717	03/25/08	5,000	5,796	93.9840	5,373.86	(392)	9.25	50	.93
ORIGINAL UNIT/TOTAL COST: 112,913,275,645.66									
Subtotal		95,000	104,349		102,103.41	(2,208)	175.84	951	.93
Δ U.S. TRSY INFLATION NOTE 3.50% JAN 15 2011 INFL ADJ PRIN 49,790 CUSIP:9128276R8	08/16/07	40,000	51,505	98.1480	48,868.28	(1,949)	642.93	1,743	3.56
ORIGINAL UNIT/TOTAL COST: 123,878,449,551.37									

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Private Banking and
Investment Group



A L&O B O'CONNOR FDN INC

Account Number: E37

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 29, 2008 - December 31, 2008

GOVERNMENT AND AGENCY SECURITIES * (continued)	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
0 U.S. TRSY INFLATION NOTE 2.00% JAN 15 2014 INFL ADJ PRIN 158,284 CUSIP:912828BW9 ORIGINAL UNIT/TOTAL COST: 109,7550/148,169.27	135,000	154,378	94.7500	149,974.84	(4,343)	1,239.95	3,166	2.11
Δ U.S. TSY INFLATION BOND 3.875% APR 15 2029 INFL ADJ PRIN 125,194 CUSIP:912810FH6 ORIGINAL UNIT/TOTAL COST: 155.6102/147,829.78	95,000	152,768	123.5080	154,825.59	3,148	778.73	4,851	3.13
TOTAL	435,000	556,751		547,327.32	(6,071)	4,083.14	14,293	2.61

MUTUAL FUNDS/CLOSED END FUNDS/UIT	Quantity	Total Client Investment	Cumulative Investment Return	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
PIMCO FIXED INCOME SHS (FISH) SERIES R SYMBOL: FXIRX Initial Purchase:08/16/07 Fixed Income 100%	43,747	426,533	(28,435)	426,533	9.1000	398,097.70	(28,435)		
Subtotal (Fixed Income)			(28,435)	426,533		398,097.70	(28,435)		
TOTAL				426,533		398,097.70	(28,435)		

Private Banking and
Investment Group

A L&O B O'CONNOR FDN INC

Account Number

E38

MERRILL LYNCH CONSULTS SERVICE

November 29, 2008 - December 31, 2008

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GOVERNMENT AND AGENCY SECURITIES¹

Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Accrued Interest	Estimated Annual Income	Current Yield%
0 U.S. TRSY INFLATION NOTE 0 875% APR 15 2010 INFL ADJ PRIN 405,967 CUSIP:912828CZ1 ORIGINAL UNIT/TOTAL COST: 105 0521/372,937.15	08/16/07	355,000	388,729	93.9840	381,544.35	(7,163)	657.09	3,552	93
Δ U.S. TRSY INFLATION NOTE 3 00% JUL 15 2012 INFL ADJ PRIN 361,476 CUSIP:912828AF7 ORIGINAL UNIT/TOTAL COST: 119,4747/358,424.32	08/16/07	300,000	372,621	98.0		(15,234)	4,133.15	10,844	3.06
FNMA P735580 05%2035 AMORTIZED FACTOR 0.687348730 AMORTIZED VALUE 254,319 CUSIP:31402HFV6	05/16/08	370,000	250,404	102.3011	260,171.16	9,587	1,058.20	12,716	4.88
FHLMC GO 343205 50% 2037 AMORTIZED FACTOR 0.880812430 AMORTIZED VALUE 634,184 CUSIP:3128M5ED8	01/15/08	720,000	618,450	102.4673	649,832.19	7,026	2,908.80	34,880	5.36

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Private Banking and
Investment Group



A L&O B O'CONNOR FDN INC

Account Number:

E38

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 29, 2008 - December 31, 2008

GOVERNMENT AND AGENCY SECURITIES ¹ (continued)	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
FHLMC GO 343205 50% 2037 AMORTIZED VALUE 44,040	50,000	44,859	102.4673	45,127.23	267	202.00	2,422	5.36
Subtotal	770,000	663,309		694,959.42	7,293	3,110.80	37,302	5.36
FHLMC GO 4062 06%2038 AMORTIZED FACTOR 0.894374170 AMORTIZED VALUE 42,035 CUSIP:3128M5Z37	47,000	43,328	103.1136	43,344.40	152	210.09	2,522	5.81
FNMA P889579 06%2038 AMORTIZED FACTOR 0.938172150 AMORTIZED VALUE 298,338 CUSIP:3141OKY1	318,000	299,418	103.0611	307,471.19	8,223	1,491.42	17,900	5.82
FNMA P889579 06%2038 AMORTIZED VALUE 168,870	180,000	171,291	103.0611	174,040.29	2,748	844.20	10,132	5.82
FNMA P889579 06%2038 AMORTIZED VALUE 304,905	325,000	311,004	103.0611	314,239.42	3,235	1,524.25	18,294	5.82
Subtotal	823,000	781,713		795,750.90	14,206	3,859.87	46,326	5.82
FNMA P190391 06%2038 AMORTIZED FACTOR 0.972201130 AMORTIZED VALUE 140,969 CUSIP:31368HNG4	145,000	143,305	103.0511	145,270.27	2,004	704.70	8,458	5.82
FNMA P930071 06%2038 AMORTIZED FACTOR 0.973875570 AMORTIZED VALUE 255,155 CUSIP:31412NJQ0	262,000	260,109	103.0511	262,940.44	2,961	1,275.94	15,309	5.82
FNMA P992033 06%2038 AMORTIZED FACTOR 0.981330510 AMORTIZED VALUE 269,865 CUSIP:31415XBA8	275,000	276,212	103.0511	278,099.76	1,887	1,350.25	16,192	5.82
FNMA P995069 06% 2038 AMORTIZED FACTOR 0.995063420 AMORTIZED VALUE 263,691 CUSIP:31416BMS4	265,000	268,319	103.0511	271,737.30	3,441	1,319.70	15,821	5.82
TOTAL	3,612,000	3,448,049		3,488,093.39	19,134	17,679.79	169,043	4.85

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Private Banking and
Investment Group



A L&O B O'CONNOR FDN INC

Account Number: E38

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 29, 2008 - December 31, 2008

MUTUAL FUNDS/CLOSED END FUNDS/UIT Description	Quantity	Total Client Investment	Cumulative Investment Return	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
PIMCO FIXED INCOME SHS (FISH) SERIES C INSTL SYMBOL: FXICX Initial Purchase: 08/16/07 Fixed Income 100%	96,400	1,108,600	11,567	1,108,600	11.6200	1,120,168.00	11,567		
PIMCO FIXED INCOME SHS (FISH) SERIES M INSTL SYMBOL: FXIMX Initial Purchase 08/16/07 Fixed Income 100%	132,703	1,411,598	(279,641)	1,411,598	8.5300	1,131,956.59	(279,641)		
Subtotal (Fixed Income)							2,252,124.59		
TOTAL							2,252,124.59	(268,074)	

page 60



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The A Lindsay & Olive B.O'Connor Foundation Inc
 FORM 990PF SUPPORTING SCHEDULE
 PART II, LINE 14
 2008
 16-6063485

<u>ASSET</u>	<u>COST BASIS</u>	<u>ACCUM. DEPREC.</u>
COPIER - 2000	5,063	5,063
COMPUTER - 1995	18,151	18,151
COMPUTER - 1996	21,495	21,495
COMPUTER - 1998	3,830	3,830
COMPUTER - 1999	7,337	7,337
COMPUTER - 2000	2,740	2,739
COMPUTER - 2001	3,631	3,631
COMPUTER - 2001	3,277	3,277
COMPUTER - 2002	3,488	3,488
LAPTOP COMPUTERS - 2002	4,156	4,156
COMPUTER/SCANNER - 2003	1,490	1,490
COMPUTER - 2004	3,119	2,651
COMPUTER - 2005	4,170	2,780
NOTEBOOK COMPUTER-2006	2,315	1,648
COMPUTER - 2007	2,662	1,624
COMPUTER - 2007	4,162	1,790
BACK UP BATTERY	797	146
DELL COMPUTER-2008	8,010	401
PRINTER - 2003	803	803
PRINTER - 2003	254	254
PRINTER - 2005	2,767	1,891
PRINTER - 2005	299	239
PRINTER - 2006	232	165
PRINTER-2008	649	76
FAX MACHINE	567	567
FILE CABINET	1,125	1,125
SCANNER - 2000	1,633	1,633
SCANNER - 2001	2,925	2,925
SCANNER - 2002	1,100	1,100
SOFTWARE - 2006	690	690
SOFTWARE - 2008	1,137	63
	<u>114,074</u>	<u>97,228</u>

THE A LINDSAY & OLIVE B. O'CONNOR FOUNDATION INC
 AMENDED FORM 990PF SUPPORTING SCHEDULE
 PART IV, LINE 1a and b- GAIN/LOSS

2008

16-6063485

Amended

Page 1 of 134

		PROCEEDS OF SALE	COST	GAIN OR LOSS
SHORT TERM				
Chemung Canal Trust				
	Custody Account	2,702,112	3,490,339	(788,227) pg 12
	Hospital Account	596,235	712,625	(116,390) pg 43
Merrill Lynch				
	Account C78	184,117	213,749	(29,632) pg 51
	Account E31	572,494	659,855	(87,361) pg 63
	Account E32	620,832	610,739	10,093 pg 73
	Account E33	1,563,075	1,816,175	(253,100) pg 89
	Account E34	831,868	925,897	(94,029) pg 98
	Account E35	2,894,503	3,284,133	(389,630) pg 114
	Account E36	1,377,442	1,570,563	(193,121) pg 126
	Account E37	121,558	110,165	11,393 pg 129
	Account E38	1,621,345	1,591,439	29,906 pg 133
		<u>13,085,581</u>	<u>14,985,679</u>	<u>(1,900,098)</u>
LONG TERM				
Chemung Canal Trust - as amended				
	Custody Account <i>Amended</i>	15,168,346	16,927,442	(1,759,096) pg 40
	Hospital Account	2,096,072	1,590,027	506,045 pg 50
Merrill Lynch				
	Account E31	85,037	161,230	(76,193) pg 66
	Account E32	128,007	261,114	(133,107) pg 75
	Account E33	187,382	286,653	(99,271) pg 91
	Account E34	310,573	522,564	(211,991) pg 101
	Account E35	486,720	588,203	(101,483) pg 116
	Account E36	285,197	466,163	(180,966) pg 127
	Account E38	1,873,472	1,848,843	24,629 pg 134
		<u>20,620,806</u>	<u>22,652,239</u>	<u>(2,031,433)</u>
TOTAL CAPITAL GAIN/LOSS	<i>Amended</i>	<u>33,706,387</u>	<u>37,637,918</u>	<u>(3,931,531)</u>

As Amended

ACCOUNT

TAX ID 16-6063485
FROM 01/01/08
TO 12/31/08
FISCAL YEAR: 12/31

CHEMUNG CANAL TRUST COMPANY

Gain and Loss Report
A LINDSAY & OLIVE B OCONNOR
FOUNDATION INC
CUSTODY ACCOUNT

PAGE 38
AS OF 01/07/09
RUN JAN 07 09

GAIN AND LOSS DETAIL

CUSIP #/ PROPERTY DESCRIPTION	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS	REG
LONG TERM CAPITAL GAIN (LOSS) - CONTINUED					
45920QES9					
30000 UNITS OF	10/28/08	300,285.00	294,780.00	5,505.00	9
IBM CORP DTD 05/25/2004 F/C	01/23/07				
12/01/2004 4.375% 06/01/2009					
X91003198					
3333333.33 SHARES OF	11/12/08	2,500,000.00	4,215,005.00	1,715,005.00	1
GARGOYLE ASSET MANAGEMENT LLC	07/27/07				
46625H100					
2250 SHARES OF	12/09/08	78,285.78	48,180.15	30,105.63	9
JP MORGAN CHASE & COMPANY	07/24/02				
46625H100					
200 SHARES OF	12/09/08	6,958.74	8,756.00	(1,797.26)	9
JP MORGAN CHASE & COMPANY	08/10/07				
46625H100					
525 SHARES OF	12/09/08	18,263.59	5,727.51	12,536.08	9
JP MORGAN CHASE & COMPANY	10/01/1992				
46625H100					
725 SHARES OF	12/09/08	25,221.16	15,524.71	9,696.45	9
JP MORGAN CHASE & COMPANY	07/24/02				
580135101					
850 SHARES OF	12/10/08	50,967.71	41,608.18	9,359.53	9
MCDONALDS CORP	08/10/07				

Amended

ACCOUNT
TAX ID 16-6063485
FROM 01/01/08
TO 12/31/08
FISCAL YEAR: 12/31

CHEMUNG CANAL TRUST COMPANY
Gain and Loss Report
A LINDSAY & OLIVE B OCONNOR
FOUNDATION INC
CUSTODY ACCOUNT

PAGE 40
AS OF 01/07/09
RUN JAN 07 09

GAIN AND LOSS DETAIL

CUSIP #/ PROPERTY DESCRIPTION	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS	REG
LONG TERM CAPITAL GAIN (LOSS) - CONTINUED					
TOTAL LONG TERM CAPITAL GAIN (LOSS)		15,168,346.34	16,927,442.40	(1,759,096.06)	

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FORM 990 PF SUPPORTING SCHEDULE
PART XV. LINE 2
O'CONNOR FOUNDATION # 16-6063485
GRANT APPLICATION INSTRUCTIONS

2008

1. Please condense the information about your proposal so that it fits within the space allowed on the application form.

You may submit additional information as an addendum to the proposal, but it is essential that all pertinent information be included on the application form within the space provided.

2. Before the Board of Directors can consider any application, proof of Federal Charitable Tax Exempt Status [section 501 (c)(3) Internal Revenue Code, or other appropriate section], or proof that the applicant is a bona fide unit of Government must be on file in the Foundation's office.
3. It is the policy of the O'Connor Foundation to generally restrict our geographic area of program to proposals that have direct impact on the quality of life in Delaware and the 7 contiguously surrounding counties in rural upstate New York (Broome, Chenango, Greene, Otsego, Schoharie, Sullivan and Ulster).
4. Proposals in amounts not exceeding \$5,000 will be considered on a monthly basis (deadline is the first of each month) upon the following conditions:
 - (a) The organization must be located in Delaware County, or directly benefit Delaware County
 - (b) A recipient of a grant cannot reapply for a period of three years for the same project
 - (c) There shall be a required \$1.00 for \$1.00 match on all such grants - if the proposal is approved, match shall be "new money" raised after the date of the approval letter
5. It is preferred, but not required, to have sketches or drawings submitted on legal size or smaller paper.
6. As a general rule, this Foundation will not make grants for meeting annual operating expenditures, or retiring existing debts and prefers to make grants of a non-recurring nature.
7. In almost all cases, a site visit will be arranged after the full application has been filed.
8. Applications should be directed to:

Donald F. Bishop, II
Executive Director
A. Lindsay & Olive B. O'Connor Foundation
Box D, Hobart, NY 13788

IMPORTANT: — The O'Connor Foundation scans all proposals.
 — Please use only one side of the page.
 — Do not staple or bind grant proposals.

Should you have any questions, do not hesitate to call (607) 538-9248
Monday-Friday, 9 a.m. - 3 p.m.

O'CONNOR FOUNDATION

APPLICATION FORM

Phone (607) 538-9248 Fax (607) 538-1650

Email office@theoconnorfoundation.org Web www.theoconnorfoundation.org

YOUR ORGANIZATION:

DATE _____

NAME:

ADDRESS:

PROOF OF TAX EXEMPTION - attach an Internal Revenue Service Exemption Letter (Form 1045); or if your organization is part of a municipality, attach a copy of the Minutes forming the organization

FOUNDERS:

CURRENT OFFICERS:

MEMBERSHIP: (actual number) Active _____ Inactive _____ Total _____

CORPORATE PURPOSE:

PRINCIPAL ACTIVITY:

O'CONNOR FOUNDATION APPLICATION FORM

Organization _____ page 2

ORGANIZATION'S ANNUAL BUDGET - Summarize the last two year's balance sheets and income statements to show sources of income, expenses, reserves, and savings. NOTE - THESE ARE TO BE SUMMARIZED ON THIS PAGE ONLY.

O'CONNOR FOUNDATION APPLICATION FORM

Organization _____ page 3

THIS PROPOSAL

CONTACT PERSON:
ADDRESS:

PHONE:

SUMMARY OF THIS PROPOSAL AND THE NEED OR PROBLEM IT ADDRESSES:

PROJECT COST - EXPLAIN WITH DETAILED BUDGET - SHOW ANY LOCAL, STATE
OR FEDERAL SUPPORT

AMOUNT OF O'CONNOR FOUNDATION GRANT PROPOSED

\$_____

TIME SCHEDULE TO CARRY OUT PROJECT - INCLUDING FUNDING SCHEDULE

Organization _____ page 4

GOALS AND OBJECTIVES OF THIS PROPOSAL:

SPECIFIC DETAILED EXPLANATION OF METHODS TO ACHIEVE PROPOSED OBJECTIVES:

WHAT WILL BE THE LONG-TERM BENEFIT OF THIS PROPOSAL?

EVALUATION - HOW WILL SUCCESS OF THE PROJECT BE MEASURED –
(over what time period and by what means)?

HOW WILL PROJECT BE FINANCED IN THE FUTURE?

O'CONNOR FOUNDATION APPLICATION FORM

Organization _____ page 5

HAS THIS PROPOSAL BEEN OR IS IT BEING CONSIDERED BY OTHER FUNDING SOURCES?

DOES THIS PROJECT DUPLICATE ANY EXISTING SERVICE OR AGENCY?

WHY IS YOUR ORGANIZATION QUALIFIED TO UNDERTAKE THIS WORK?

LIST QUALIFIED INDIVIDUALS WHO ENDORSE THE PROJECT: (names & addresses)

Payment Date	Organization	Location	Purpose	Status	Payment Amount
1/10/2008	South Kortright Central School	South Kortright	Farmer for a Day	School	\$2,050 00
1/10/2008	SUNY Delhi College of Technology	Delhi	10/07 Blackbaud Software for 100th Anniv School		\$5,000 00
1/10/2008	SUNY Research Foundation	Delhi	10/07 Blackbaud Software for 100th Anniv School		\$4,900 00
1/10/2008	SUNY Research Foundation	Delhi	10/07 Blackbaud Software for 100th Anniv School		\$5,000.00
1/10/2008	SUNY Research Foundation	Delhi	10/07 Blackbaud Software for 100th Anniv School		\$4,550 00
1/14/2008	Andes Dollars for Scholars	Andes	Scholarships	501(C)(3) Not fo	\$3,000.00
1/14/2008	Bright Hill Press/Word Thursdays	Treadwell	Equipment	501(C)(3) Not fo	\$1,308 00
1/14/2008	Catskill Forest Association	Arkville	2008 Operating Expenses	501(C)(3) Not fo	\$35,000 00
1/14/2008	Conservation Alliance of New York	Oneonta	Venison Program	501(C)(3) Not fo	\$5,000 00
1/14/2008	Delaware Academy and Central School	Delhi	CPR Training	School	\$1,000.00
1/14/2008	Delaware County Historical Assoc	Delhi	2007 Operating Expenses	501(C)(3) Not fo	\$8,315 00
1/14/2008	Delaware Opportunities, Inc.	Hamden	Big Buddy Activities	Municipality	\$1,666.00
1/14/2008	Girl Scouts - Indian Hills Council	Binghamton	Canoe Equipment & New Troop Support	501(C)(3) Not fo	\$1,136 00
1/14/2008	Girl Scouts - Indian Hills Council	Binghamton	Training Program	501(C)(3) Not fo	\$975 00
1/14/2008	M-ARK Project, Inc	Margaretville	Winter Festival Expenses	501(C)(3) Not fo	\$2,500 00
1/14/2008	M-ARK Project, Inc	Margaretville	Gallery Expenses	501(C)(3) Not fo	\$1,150 00
1/14/2008	Revitalization, Education & Activities Committ	Hobart	2007 Operating Expenses	501(C)(3) Not fo	\$17,794 00
1/14/2008	Revitalization, Education & Activities Committ	Hobart	Operating Expenses	501(C)(3) Not fo	\$8,009 00
1/14/2008	Sidney Dollars for Scholars	Sidney	Scholarships	501(C)(3) Not fo	\$4,000 00
1/23/2008	Andes Public Library	Andes	Weatherization Expenses	Municipality	\$400 00
1/23/2008	Catholic Charities of Delaware & Otsego	Oneonta	Weatherization Expenses	501(C)(3) Not fo	\$3,000 00
1/23/2008	Catskill Forest Association	Arkville	2008 Operating Expenses	501(C)(3) Not fo	\$2,500 00
1/23/2008	Colgate University	Hamilton	Scholarships	School	\$200,000 00
1/23/2008	First Presbyterian Church of Delhi	Delhi	Insulation	Religious	\$11,625 00
1/23/2008	Greater Delhi Area Foundation	Delhi	Endowment deadline 10/10	Pending	\$3,000 00
1/23/2008	Hobart St. Peter's Protestant Episcopal Church	Hobart	Annual Grant	Religious	\$2,000 00

Payment Date	Organization	Location	Purpose	Status	Payment Amount
1/23/2008	Kirkside of Roxbury, Inc	Roxbury	2007 Maintenance Contingency & Projects	501(C)(3) Not fo	\$1,500 00
1/23/2008	Planned Parenthood Association of Delaware	Oneonta	Operating Expenses	501(C)(3) Not fo	\$5,000 00
1/23/2008	Roxbury Arts Group, Inc	Roxbury	Building Renovations	501(C)(3) Not fo	\$17,000.00
1/23/2008	Roxbury Arts Group, Inc	Roxbury	Brochures & Cards	501(C)(3) Not fo	\$5,000 00
1/23/2008	Stamford Central School	Stamford	Wellness Equipment	School	\$900 00
1/23/2008	West Kortright Centre, Inc.	East Meredith	Endowment	501(C)(3) Not fo	\$4,060 00
January 2008 Total					\$627,971.00
					19.60%
February 2008					
2/25/2008	Catskill Revitalization Corporation	Stamford	I Love New York Program	501(C)(3) Not fo	\$50,000 00
2/25/2008	Catskill Revitalization Corporation	Stamford	2008 Operating Expenses	501(C)(3) Not fo	\$75,000 00
2/25/2008	Catskill Revitalization Corporation	Stamford	Engine House	501(C)(3) Not fo	\$20,000 00
2/25/2008	Catskill Symphony Orchestra, Inc.	Oneonta	2007 Holiday Concert	501(C)(3) Not fo	\$4,950 00
2/25/2008	Charlotte Valley Central School Dollars for Sch	Davenport	Scholarships	501(C)(3) Not fo	\$3,000 00
2/25/2008	Delaware Academy and Central School	Delhi	Spanish Club Trip	School	\$2,520.00
2/25/2008	Delaware-Schoharie Learning Time Day Care C	Hobart	2007 Operating Expenses	501(C)(3) Not fo	\$8,000 00
2/25/2008	Delhi Art Group, Inc.	Delhi	Workshop Salaries	501(C)(3) Not fo	\$908 00
2/25/2008	Hanford Mills Museum	East Meredith	2008 Operating Expenses & Projects	501(C)(3) Not fo	\$23,000 00
2/25/2008	Kirkside of Roxbury, Inc	Roxbury	2008 Maintenance Contingency & Projects	501(C)(3) Not fo	\$1,500.00
2/25/2008	Rotary Club of Delhi People Who Care	Delhi	After Prom Party	501 (c) (4)	\$1,666 00
2/25/2008	Roxbury Central School	Roxbury	Software	School	\$900 00
2/25/2008	St Margaret's Episcopal Church	Margaretville	Building Repairs	Religious	\$2,287 00
2/25/2008	Town of Roxbury	Roxbury	Roxbury Nine Expenses	Municipality	\$1,400.00
2/25/2008	Treadwell United Methodist Church	Treadwell	Roof	Religious	\$10,000.00
2/25/2008	West Kortright Centre, Inc	East Meredith	Endowment	501(C)(3) Not fo	\$1,400 00
2/25/2008	West Kortright Centre, Inc	East Meredith	Endowment	501(C)(3) Not fo	\$1,720 00

Payment Date	Organization	Location	Purpose	Status	Payment Amount
<u>March 2008</u>					
3/7/2008	Margaretville United Methodist Church	Margaretville	Building Repairs	Religious	\$4,825.00
3/18/2008	Delaware County Historical Assoc	Delhi	Endowment	501(C)(3) Not fo	\$6,000.00
3/18/2008	Franklin Improvement Society	Franklin	Park Development	501(C)(3) Not fo	\$4,022.00
3/18/2008	Gilboa Historical Society	Gilboa	Building Renovations	501(C)(3) Not fo	\$2,387.00
3/18/2008	Gilboa Historical Society	Gilboa	Historical Newsletter	501(C)(3) Not fo	\$3,755.00
3/18/2008	Gilboa Historical Society	Gilboa	Building Renovations	501(C)(3) Not fo	(\$9.00)
3/18/2008	Town of Roxbury	Roxbury	Radio Station	Municipality	\$5,000.00
3/18/2008	Village of Stamford	Stamford	New Truck	Municipality	\$5,000.00
3/19/2008	Delaware County Department of Social Service	Delhi	Annual Grant	Municipality	\$3,000.00
3/19/2008	Hanford Mills Museum	East Meredith	2008 Operating Expenses & Projects	501(C)(3) Not fo	\$23,000.00
3/19/2008	Little Victory Players	East Branch	Play Expenses	501(C)(3) Not fo	\$3,490.00
3/19/2008	Little Victory Players	East Branch	Play Expenses	501(C)(3) Not fo	\$450.00
3/19/2008	Town of Roxbury	Roxbury	Roxbury Nine Expenses	Municipality	\$750.00
3/19/2008	Walton Historical Society	Walton	Books		\$748.00
3/24/2008	Catskill Forest Association	Arkville	2008 Operating Expenses	501(C)(3) Not fo	\$37,500.00
3/24/2008	Delaware-Schoharie Learning Time Day Care C	Hobart	2008 Operating Expenses	501(C)(3) Not fo	\$8,400.00
3/24/2008	Kurkside of Roxbury, Inc	Roxbury	2008 Maintenance Contingency & Projects	501(C)(3) Not fo	\$1,500.00
3/24/2008	SUNY Research Foundation	Delhi	O'Connor Center for Community Service 2.School		\$25,000.00
<u>March 2008 Total</u>					\$208,251.00
					6.50%
<u>April 2008</u>					
4/17/2008	Andes Public Library	Andes	Storytelling Troupe	Municipality	\$2,400.00
4/17/2008	Book Trust	Fort Collins	Books	501(C)(3) Not fo	\$2,500.00
4/17/2008	Catskill Center for Conservation and Developm	Arkville	Delaware County Barns	501(C)(3) Not fo	\$4,750.00
<u>March 2008 Total</u>					\$134,818.00
					4.21%

Payment Date	Organization	Location	Purpose	Status	Payment Amount
4/17/2008	Catskill Revitalization Corporation	Stamford	Arkville Project	501(C)(3) Not fo	\$20,000 00
4/17/2008	Catskill Revitalization Corporation	Stamford	2008 Operating Expenses	501(C)(3) Not fo	\$75,000 00
4/17/2008	Deposit Community Theatre and Performing Ar	Deposit	Flood Repairs	501(C)(3) Not fo	\$2,690 00
4/21/2008	Hanford Mills Museum	East Meredith	2008 Operating Expenses & Projects	501(C)(3) Not fo	\$23,000 00
4/21/2008	Kirkside of Roxbury, Inc.	Roxbury	2008 Maintenance Contingency & Projects	501(C)(3) Not fo	\$1,500 00
4/21/2008	M-ARK Project, Inc	Margaretville	Fleischmanns Events	501(C)(3) Not fo	\$4,500 00
4/21/2008	Town of Roxbury	Roxbury	Roxbury Nine Expenses	Municipality	\$1,000 00
4/30/2008	Delaware County Historical Assoc	Delhi	Feasibility of Growing Medicinal Herbs	R 501(C)(3) Not fo	\$1,314 00
4/30/2008	Delaware County Historical Assoc.	Delhi	2008 Operating Expenses	501(C)(3) Not fo	\$10,750 00
4/30/2008	Delaware County Sheriff's Office	Delhi	Explorers Conference	Municipality	\$2,315 00
4/30/2008	Greater Delhi Area Foundation	Delhi	Christmas Decorations	Pending	\$5,000 00
4/30/2008	Historical Society of Middletown	Margaretville	Documentary Project	501(C)(3) Not fo	\$2,025.00
4/30/2008	O'Connor Hospital	Delhi	Capital Campaign	501(C)(3) Not fo	\$5,000 00
4/30/2008	Olive Free Library	West Shokan	Shades	501(C)(3) Not fo	\$6,782 00
4/30/2008	Town of Meredith	East Meredith	Website	Municipality	\$500 00
4/30/2008	Village of Hobart	Hobart	Groundcover for New Playground	Municipality	\$1,140 00
4/30/2008	Walton Historical Society	Walton	Book Expenses		\$1,552 00
4/30/2008	West Kortright Centre, Inc.	East Meredith	Endowment	501(C)(3) Not fo	\$1,422 00
4/30/2008	Zadock Pratt Museum, Inc	Prattsville	2007 Salaries	501(C)(3) Not fo	\$9,125 00
April 2008 Total					\$184,265.00
					5.75%
May 2008					
5/16/2008	Andes Public Library	Andes	Library Renovations & Expansion	Municipality	\$55,500 00
5/16/2008	Charlotte Valley Presbyterian Church	Davenport	Building Repairs	Religious	\$17,500 00
5/16/2008	Fairview Public Library	Margaretville	Building Repairs	501(C)(3) Not fo	\$5,000 00
5/16/2008	Headwaters Soccer Club	North Blenheim	Transportation Expenses	501(C)(3) Not fo	\$8,000 00
5/16/2008	Town of Roxbury	Roxbury	Roxbury Nine Expenses	Municipality	\$1,252 00

Payment Date	Organization	Location	Purpose	Status	Payment Amount
5/16/2008	Writers In the Mountains	Roxbury	Workshops	501(C)(3) Not fo	\$2,040 00
5/21/2008	Foundation for the Open Eye	Margaretville	Youth Workshops	501(C)(3) Not fo	\$1,000 00
5/21/2008	Franklin Improvement Society	Franklin	Park Development	501(C)(3) Not fo	\$3,106 00
5/21/2008	M-ARK Project, Inc	Margaretville	Artist Cooperative	501(C)(3) Not fo	\$1,500 00
5/21/2008	Meridale Fire Department	Meridale	Annual Grant	Municipality	\$5,000 00
5/21/2008	Roxbury Central School	Roxbury	Play Expenses	School	\$630 00
5/21/2008	Roxbury Central School	Roxbury	Running Club	School	\$1,000 00
5/21/2008	South Kortright Central School	South Kortright	WISE Program	School	\$1,318 00
5/22/2008	Delaware County Sheriff's Office	Delhi	Explorers Conference	Municipality	\$185 00
5/22/2008	Hanford Mills Museum	East Meredith	2008 Operating Expenses & Projects	501(C)(3) Not fo	\$23,000 00
5/22/2008	Walton Historical Society	Walton	Book Expenses		\$348 00
<u>June 2008</u>					\$126,379.00
<u>May 2008 Total</u>					3.94%
6/4/2008	Delaware-Schoharne Learning Time Day Care C	Hobart	2008 Operating Expenses	501(C)(3) Not fo	\$8,400 00
6/4/2008	Downsville Central School	Downsville	After Prom Party	School	\$1,000.00
6/4/2008	Lutheran Church of the Atonement	Oneonta	Roof	Religious	\$5,000 00
6/4/2008	Rotary Club Sidney Community Foundation	Sidney	House Demolition	501(C)(3) Not fo	\$5,000.00
6/4/2008	Town of Roxbury	Roxbury	Heritage Days	Municipality	\$5,000 00
6/4/2008	Town of Roxbury	Roxbury	Walking Tours Assistance	Municipality	\$5,000 00
6/4/2008	Town of Roxbury	Roxbury	Costumes	Municipality	\$5,000 00
6/12/2008	Tri-Town Boys & Girls Club, Inc	Sidney	Games	501(C)(3) Not fo	\$5,000 00
6/12/2008	West Delhi United Presbyterian Church	Delhi	Driveway	Religious	\$5,000 00
6/16/2008	Catskill Revitalization Corporation	Stamford	2008 Operating Expenses	501(C)(3) Not fo	\$75,000 00
6/16/2008	Delaware County Historical Assoc	Delhi	2008 Operating Expenses	501(C)(3) Not fo	\$10,950 00
6/16/2008	M-ARK Project, Inc	Margaretville	Craft Guild	501(C)(3) Not fo	\$3,870 00
6/16/2008	Unatego Dollars for Scholars	Unadilla	Scholarships	501(C)(3) Not fo	\$1,000 00

Payment Date	Organization	Location	Purpose	Status	Payment Amount
6/16/2008	Woodchuck Lodge, Inc	Roxbury	Building Renovations	501(C)(3) Not fo	\$7,065 00
6/16/2008	Zadock Pratt Museum, Inc	Prattsville	Endowment - 10/07 remove matching	501(C)(3) Not fo	\$25,000 00
6/20/2008	Catskill Forest Association	Arkville	2008 Operating Expenses	501(C)(3) Not fo	\$37,500 00
6/20/2008	Hanford Mills Museum	East Meredith	2008 Operating Expenses & Projects	501(C)(3) Not fo	\$31,000 00
6/20/2008	Kirkside of Roxbury, Inc	Roxbury	2008 Maintenance Contingency & Projects	501(C)(3) Not fo	\$3,000 00
6/20/2008	Stanford Christmas Feeling Fund	Stanford	Annual Grant	501(C)(3) Not fo	\$3,000 00
6/20/2008	Todd Mountain Theater Project, Inc	Arkville	Play Expenses	501(C)(3) Not fo	\$5,000 00
<u>June 2008 Total</u>					\$246,785.00
					7.70%
<u>July 2008</u>					
7/8/2008	Bright Hill Press/Word Thursdays	Treadwell	Bathroom Renovations	501(C)(3) Not fo	\$5,000 00
7/8/2008	Delaware County Office of Employment and Tr	Delhi	2008 Summer Employment	Municipality	\$35,000 00
7/8/2008	Foundation for the Open Eye	Margaretville	Chairs	501(C)(3) Not fo	\$5,000 00
7/8/2008	Harpersfield Historical Society	Harpersfield	Cemetery Repairs	501(C)(3) Not fo	\$1,600 00
7/8/2008	Hobart Historical Society	Hobart	Building Repairs	501(C)(3) Not fo	\$3,050 00
7/8/2008	Little Delaware Youth Ensemble	Oneonta	Workshops	501(C)(3) Not fo	\$1,000 00
7/8/2008	Margaretville Central School Dollars for Schola	Margaretville	Scholarships	501(C)(3) Not fo	\$5,000 00
7/8/2008	Treadwell Community Improvement Club	Treadwell	Historic Marker	501(C)(3) Not fo	\$1,000 00
7/8/2008	Walton Historical Society	Walton	Book		\$550 00
7/8/2008	West Kortright Centre, Inc.	East Meredith	2006 Operating Expenses and Project	501(C)(3) Not fo	\$1,175 00
7/8/2008	Zadock Pratt Museum, Inc	Prattsville	2007 Salaries	501(C)(3) Not fo	\$5,432 00
7/11/2008	Harpersfield Historical Society	Harpersfield	Cemetery Repairs	501(C)(3) Not fo	\$675 00
7/11/2008	South Kortright Central School	South Kortright	2nd Grade Materials	School	\$1,000 00
7/11/2008	South Kortright Central School	South Kortright	Books & Supplies - Kindergarten	School	\$1,500 00
7/24/2008	Hanford Mills Museum	East Meredith	2006 Operating Expenses & projects- wate	501(C)(3) Not fo	\$5,000 00
7/24/2008	Hanford Mills Museum	East Meredith	2008 Operating Expenses & Projects	501(C)(3) Not fo	\$27,000 00
7/24/2008	Kirkside of Roxbury, Inc	Roxbury	2008 Maintenance Contingency & Projects	501(C)(3) Not fo	\$1,500 00

Payment Date	Organization	Location	Purpose	Status	Payment Amount
7/24/2008	Roxbury Arts Group, Inc	Roxbury	Catskill Artists	501(C)(3) Not fo	\$3,270.00
7/24/2008	Roxbury Arts Group, Inc	Roxbury	Programming Expenses	501(C)(3) Not fo	\$22,500.00
7/24/2008	Roxbury Chapter Dollars for Scholars	Denver	Scholarships	501(C)(3) Not fo	\$3,600.00
7/24/2008	St John's Episcopal Church	Delhi	Construction Documents	Religious	\$5,000.00
7/24/2008	Stamford Central School Dollars for Scholars	Stamford	Scholarships	501(C)(3) Not fo	\$4,000.00
7/24/2008	William B Ogden Free Library	Walton	Microfilm	501(C)(3) Not fo	\$600.00
7/28/2008	Catskill Development Foundation, Inc	Delhi	Art & Soul of the Catskills	501(C)(3) Not fo	\$6,500.00
7/28/2008	Sidney Dollars for Scholars	Sidney	Scholarships	501(C)(3) Not fo	\$6,000.00
July 2008 Total					\$151,952.00
					4.74%
August 2008					
8/8/2008	Albany Law School	Albany	Scholarships	School	\$12,500.00
8/8/2008	Broome Community College Foundation, Inc	Binghamton	Scholarships	School	\$10,000.00
8/8/2008	Cazenovia College	Cazenovia	Scholarships	School	\$10,000.00
8/8/2008	Colgate University	Hamilton	Scholarships	School	\$10,000.00
8/8/2008	College Foundation at Delhi, Inc	Delhi	Scholarships	501(C)(3) Not fo	\$10,000.00
8/8/2008	College Foundation at Delhi, Inc	Delhi	Scholarships	501(C)(3) Not fo	\$10,000.00
8/8/2008	Cornell University	Ithaca	Scholarships	School	\$13,500.00
8/13/2008	Cobleskill Ag & Tech College Foundation, Inc.	Cobleskill	Scholarships	School	\$16,000.00
8/13/2008	Empire State College Foundation	Saratoga Springs	Scholarships	School	\$14,500.00
8/13/2008	Foundation for the Open Eye	Margaretville	2008-2009 Programming	501(C)(3) Not fo	\$9,294.00
8/13/2008	Foundation of the SUNY at Binghamton	Binghamton	Scholarships	School	\$12,500.00
8/13/2008	Foundation of the SUNY at Binghamton	Binghamton	Scholarships	School	\$5,000.00
8/13/2008	Hartwick College	Oneonta	Scholarships	School	\$12,500.00
8/13/2008	Rensselaer Polytechnic Institute	Troy	Scholarships	School	\$12,500.00
8/13/2008	Sage Colleges	Troy	Scholarships	School	\$12,500.00
8/13/2008	State University College at Oneonta Foundation	Oneonta	Scholarships	501(C)(3) Not fo	\$5,000.00

Payment Date	Organization	Location	Purpose	Status	Payment Amount
8/13/2008	SUNY - Oneonta Foundation	Oneonta	Scholarships	School	\$16,000 00
8/13/2008	Syracuse University	Syracuse	Scholarships	School	\$12,500 00
8/15/2008	Belleayre Conservatory, Inc	Highmount	2008 Jazz Festival	501(C)(3) Not fo	\$20,000 00
8/15/2008	Delaware County Historical Assoc	Delhi	2008 Operating Expenses	501(C)(3) Not fo	\$8,260 00
8/15/2008	Delaware-Schoharie Learning Time Day Care C	Hobart	2008 Operating Expenses	501(C)(3) Not fo	\$8,400 00
8/15/2008	Grand Gorge Community Action Group	Grand Gorge	Little League Expenses	501(C)(3) Not fo	\$924.00
8/15/2008	Kirkside of Roxbury, Inc	Roxbury	2008 Maintenance Contingency & Projects	501(C)(3) Not fo	\$1,500 00
8/15/2008	M-ARK Project, Inc	Margaretville	Holiday Parade	501(C)(3) Not fo	\$2,400 00
8/15/2008	Project Independence, Inc	Hobart	Computers		\$2,240 00
8/15/2008	Roxbury Central School	Roxbury	Field Day	School	\$1,000 00
8/15/2008	Town of Roxbury	Roxbury	Vega Hall Repairs	Municipality	\$5,000 00
8/15/2008	Town of Roxbury	Roxbury	Radio Station	Municipality	\$5,000 00
8/15/2008	Town of Roxbury	Roxbury	Bridge Restoration	Municipality	\$5,000.00
8/15/2008	Town of Roxbury	Roxbury	Roxbury Nine	Municipality	\$4,940 00
8/15/2008	Town of Roxbury	Roxbury	Roxbury Nine Expenses	Municipality	\$598 00
8/28/2008	Bright Hill Press/Word Thursdays	Treadwell	Summer Programs	501(C)(3) Not fo	\$2,250 00
8/28/2008	Deposit Community Center, Inc	Deposit	Renovations	501(C)(3) Not fo	\$1,780 00
8/28/2008	M-ARK Project, Inc	Margaretville	Cemetery Repairs	501(C)(3) Not fo	\$575 00
8/28/2008	Roxbury Arts Group, Inc	Roxbury	Floors	501(C)(3) Not fo	\$5,000 00
8/28/2008	Village of Delhi	Delhi	Delhi Fire Hall Generators	Municipality	\$5,000 00
8/29/2008	Alzheimer's Association Northeastern New Yor	Albany	Lifesaver Program	501(C)(3) Not fo	\$5,000 00
8/29/2008	Hancock Community Education Foundation	Hancock	Scholarships	501(C)(3) Not fo	\$6,400 00
8/29/2008	Hanford Mills Museum	East Meredith	2008 Operating Expenses & Projects	501(C)(3) Not fo	\$27,000 00
8/29/2008	M-ARK Project, Inc	Margaretville	Holiday Parade	501(C)(3) Not fo	\$1,750 00
8/29/2008	National Soccer Hall of Fame	Oneonta	Youth Workshop	501(C)(3) Not fo	\$5,000 00
8/29/2008	Sacred Heart Church	Stamford	Building Repairs	Religious	\$4,116 00

Payment Date	Organization	Location	Purpose	Status	Payment Amount
September 2008					
9/4/2008	Belleayre Conservatory, Inc	Highmount	Software	501(C)(3) Not fo	\$5,000.00
9/4/2008	Delaware County Historical Assoc	Delhi	Shed Roof Repairs/07 redes toward capita	501(C)(3) Not fo	\$1,302.00
9/4/2008	M-ARK Project, Inc	Margaretville	Holiday Parade	501(C)(3) Not fo	\$850.00
9/4/2008	Shinhopple Memorial Center	Downsville	Building Renovations	501(C)(3) Not fo	\$560.00
9/4/2008	Village of Delhi	Delhi	Architectural Fees	Municipality	\$2,500.00
9/4/2008	West Kortright Centre, Inc	East Meredith	Endowment	501(C)(3) Not fo	\$1,135.00
9/5/2008	Woodchuck Lodge, Inc	Roxbury	Tree Removal	501(C)(3) Not fo	\$1,617.00
9/19/2008	Delaware County Department of Planning and	Delhi	TPAS Program - 2001 Grant extended to 1 Municipality		\$27,750.00
9/19/2008	Delaware County Planning Board	Delhi	Town Planning Advisory Service (TPAS) 2Municipality		\$32,000.00
9/19/2008	Delaware County Planning Board	Delhi	2004 TPAS 9/08 redes toward Historic Rai Municipality		\$51,000.00
9/19/2008	Delaware County Planning Board	Delhi	Town Planning Advisory Service deadline Municipality		\$28,000.00
9/19/2008	Delaware County Planning Board	Delhi	TPAS Program deadline 10/10 9/08 redes Municipality		\$27,250.00
9/19/2008	Delaware County Planning Board	Delhi	Data conversion upgrades deadline 10/10 9Municipality		\$42,250.00
9/19/2008	Delaware County Planning Board	Delhi	TPAS Program 10/05 deadline extended to Municipality		\$50,000.00
9/19/2008	Delaware County Planning Board	Delhi	2003 Town Planning Advisory Service deaMunicipality		\$28,500.00
9/19/2008	Delaware County Planning Board	Delhi	10/07 Re-designate toward Historic Touris Municipality		\$23,100.00
9/22/2008	Andes Central School	Andes	Equipment	School	\$794.00
9/22/2008	Andes Central School	Andes	Field Trips	School	\$3,316.00
9/22/2008	Andes Public Library	Andes	Library Renovations & Expansion	Municipality	\$9,400.00
9/22/2008	Catskill Forest Association	Arkville	2008 Operating Expenses	501(C)(3) Not fo	\$37,500.00
9/22/2008	Delaware-Schoharie Learning Time Day Care C	Hobart	2008 Operating Expenses	501(C)(3) Not fo	\$8,400.00
9/22/2008	Delhi Campus Ministry	Delhi	Annual Grant	Religious	\$10,000.00
9/22/2008	Foundation for the Open Eye	Margaretville	2008-2009 Programming	501(C)(3) Not fo	\$2,322.00
9/22/2008	Franklin Central School	Franklin	Playground Repairs/Fence	School	\$4,500.00
August 2008 Total					\$333,427.00
					10.41%

Payment Date	Organization	Location	Purpose	Status	Payment Amount
9/22/2008	Franklin Free Library	Franklin	Summer Programs	501(C)(3) Not fo	\$1,000.00
9/22/2008	Hanford Mills Museum	East Meredith	Operating Expenses & Capital & Special P	501(C)(3) Not fo	\$750.00
9/22/2008	Hanford Mills Museum	East Meredith	2002 Operating Expenses, Capital & Speci	501(C)(3) Not fo	\$3,250.00
9/22/2008	Kids in the Kaatskills	Fleischmanns	Cauliflower Festival	501(C)(3) Not fo	\$5,000.00
9/22/2008	Kirkside of Roxbury, Inc	Roxbury	2008 Maintenance Contingency & Projects	501(C)(3) Not fo	\$1,500.00
9/22/2008	M-ARK Project, Inc.	Margaretville	Tourism	501(C)(3) Not fo	\$2,600.00
9/22/2008	M-ARK Project, Inc.	Margaretville	Development Project	501(C)(3) Not fo	\$4,975.00
9/22/2008	Otschodela Council, Inc Boy Scouts of Americ	Oneonta	Annual Grant	501(C)(3) Not fo	\$4,000.00
9/22/2008	Rotary Club of Delhi People Who Care	Delhi	After Prom Parties	501 (c) (4)	\$1,667.00
9/22/2008	Roxbury Arts Group, Inc	Roxbury	Performance Plus	501(C)(3) Not fo	\$30,000.00
9/22/2008	Stamford Central School Dollars for Scholars	Stamford	Scholarships	501(C)(3) Not fo	\$4,000.00
9/22/2008	Upper Catskill Community Council of the Arts, Oneonta	Oneonta	Workshops	501(C)(3) Not fo	\$1,000.00
9/22/2008	Zadock Pratt Museum, Inc	Prattsville	2007 Salaries	501(C)(3) Not fo	\$1,493.00
9/22/2008	Zadock Pratt Museum, Inc	Prattsville	Salaries	501(C)(3) Not fo	\$1,018.00
9/26/2008	Carlisle Presbyterian Church	Carlisle	Foundation Repairs	Religious	\$5,000.00
9/26/2008	Charlotte Valley Central School Dollars for Sch Davenport	Davenport	Scholarships	501(C)(3) Not fo	\$3,000.00
9/26/2008	Harpersfield Historical Society	Harpersfield	Cemetery Repairs	501(C)(3) Not fo	\$925.00
9/30/2008	Grand Gorge Fire District - Rescue Squad	Grand Gorge	Equipment	Municipality	\$8,500.00
9/30/2008	Hanford Mills Museum	East Meredith	2008 Operating Expenses & Projects	501(C)(3) Not fo	\$27,000.00
9/30/2008	Humane Society of Central Delaware County	Delhi	Roof	501(C)(3) Not fo	\$21,250.00
9/30/2008	Shunhopper Memorial Center	Downsville	Roof Repairs	501(C)(3) Not fo	\$3,500.00
9/30/2008	Town of Stamford	Hobart	Cemetery Database	Municipality	\$2,500.00
9/30/2008	Western Catskills Community Revitalization Co Stamford	Stamford	Grand Gorge Revitalization	501(C)(3) Not fo	\$5,000.00
September 2008 Total					\$537,974.00
					16.79%
October 2008					
10/22/2008	Andes Central School	Andes	Tennis Court Resurfacing Grant extended t School		\$5,000.00

Payment Date	Organization	Location	Purpose	Status	Payment Amount
10/22/2008	Andes Public Library	Andes	Library Renovations & Expansion	Municipality	\$4,650.00
10/22/2008	Catskill Development Foundation, Inc.	Delhi	Technical Training	501(C)(3) Not fo	\$1,000.00
10/22/2008	Catskill Revitalization Corporation	Stamford	2008 Operating Expenses	501(C)(3) Not fo	\$75,000.00
10/22/2008	Delhi Community Fund, Inc	Delhi	Roof	501(C)(3) Not fo	\$21,000.00
10/22/2008	Delhi Community Fund, Inc.	Delhi	Fair on the Square	501(C)(3) Not fo	\$3,000.00
10/22/2008	First Presbyterian Church of Delhi	Delhi	Insulation	Religious	\$500.00
10/22/2008	Franklin Stock Company at Chapel Hall, Inc	Franklin	Opera Expenses	501(C)(3) Not fo	\$5,000.00
10/22/2008	Kurkside of Roxbury, Inc	Roxbury	2008 Maintenance Contingency & Projects	501(C)(3) Not fo	\$1,500.00
10/22/2008	Margaretville Memorial Hospital	Margaretville	Equipment	501(C)(3) Not fo	\$5,000.00
10/22/2008	M-ARK Project, Inc	Margaretville	Cemetery Repairs	501(C)(3) Not fo	\$820.00
10/22/2008	M-ARK Project, Inc	Margaretville	Golden Seal Building	501(C)(3) Not fo	\$15,912.00
10/22/2008	Otschodela Council, Inc Boy Scouts of Americ	Oneonta	Trialer	501(C)(3) Not fo	\$5,000.00
10/22/2008	Otsego-Northern Catskill BOCES	Stamford	New Science Room deadline 10/09 Dell Co	Religious	\$35,415.00
10/22/2008	Town of Roxbury	Roxbury	Grand Gorge Streetscape	Municipality	\$3,850.00
10/22/2008	Town of Stamford	Hobart	Cemetery Database	Municipality	\$2,450.00
10/22/2008	Village of Stamford	Stamford	Culvert Replacement	Municipality	\$5,000.00
10/22/2008	Village of Stamford	Stamford	Sidewalks	Municipality	\$5,000.00
10/22/2008	Walton Historical Society	Walton	Roof		\$4,356.00
10/27/2008	Delaware County Historical Assoc	Delhi	2008 Operating Expenses	501(C)(3) Not fo	\$10,610.00
10/27/2008	M-ARK Project, Inc	Margaretville	2007 HOG Arts Festival	501(C)(3) Not fo	\$550.00
November 2008					6.57%
October 2008 Total					\$210,613.00
11/7/2008	Delaware County Historical Assoc	Delhi	Mini-Scottish Festival	501(C)(3) Not fo	\$1,300.00
11/7/2008	Delaware County Historical Assoc	Delhi	Endowment	501(C)(3) Not fo	\$10,000.00
11/7/2008	Delaware County Historical Assoc	Delhi	On-Site Signage, Exterior Lighting, Memb	501(C)(3) Not fo	\$745.00
11/7/2008	Hanford Mills Museum	East Meredith	2008 Operating Expenses & Projects	501(C)(3) Not fo	\$26,000.00

Payment Date	Organization	Location	Purpose	Status	Payment Amount
11/7/2008	Huguenot Historical Society New Paltz	New Paltz	Roof	501(C)(3) Not fo	\$5,000.00
11/7/2008	Little Delaware Youth Ensemble	Oneonta	Business Manager	501(C)(3) Not fo	\$5,000.00
11/7/2008	M-ARK Project, Inc.	Margaretville	Playground 8/08 re-designated toward the	501(C)(3) Not fo	\$5,000.00
11/7/2008	Town of Middlefield Historical Assoc.	Cooperstown	Fiddler Workshops		\$932.00
11/14/2008	Catskill Revitalization Corporation	Stamford	Fall Festival	501(C)(3) Not fo	\$5,000.00
11/14/2008	Cornell Cooperative Extension Assoc. of Delaw	Hamden	4-H Program	501(C)(3) Not fo	\$4,000.00
11/14/2008	Kirkside of Roxbury, Inc	Roxbury	2008 Maintenance Contingency & Projects	501(C)(3) Not fo	\$1,500.00
11/14/2008	M-ARK Project, Inc	Margaretville	Golden Seal Building	501(C)(3) Not fo	\$3,563.00
11/25/2008	West Kortright Centre, Inc.	East Meredith	2006 Operating Expenses and Project	501(C)(3) Not fo	\$325.00
11/25/2008	West Kortright Centre, Inc	East Meredith	2008 Programming & Projects	501(C)(3) Not fo	\$29,200.00
November 2008 Total					\$97,565.00
December 2008					3.04%
12/3/2008	Catskill Revitalization Corporation	Stamford	Culvert	501(C)(3) Not fo	\$20,000.00
12/3/2008	Conservation Alliance of New York	Oneonta	Annual Grant	501(C)(3) Not fo	\$5,000.00
12/3/2008	Cornell Cooperative Extension Assoc. of Delaw	Hamden	Membership Materials	501(C)(3) Not fo	\$2,250.00
12/3/2008	Delaware-Schoharie Learning Time Day Care C	Hobart	2008 Operating Expenses	501(C)(3) Not fo	\$8,400.00
12/3/2008	Hanford Mills Museum	East Meredith	2008 Intern	501(C)(3) Not fo	\$4,000.00
12/3/2008	Hanford Mills Museum	East Meredith	2008 Operating Expenses & Projects	501(C)(3) Not fo	\$24,000.00
12/3/2008	Humane Society of Central Delaware County	Delhi	Roof	501(C)(3) Not fo	\$4,200.00
12/3/2008	M-ARK Project, Inc	Margaretville	Craft Guild	501(C)(3) Not fo	\$1,130.00
12/3/2008	South Kortright Central School	South Kortright	South Kortright Central School Dollars for School		\$265.00
12/3/2008	South Kortright Central School Dollars for Sch	Hobart	Scholarships		\$3,000.00
12/3/2008	Town of Hamden	Hamden	Doors	Municipality	\$5,000.00
12/3/2008	Woodchuck Lodge, Inc	Roxbury	Tree Removal	501(C)(3) Not fo	\$383.00
12/8/2008	Binghamton Boys and Girls Club Foundation	Binghamton	Century Capital Campaign	501(C)(3) Not fo	\$50,000.00
12/8/2008	Kirkside of Roxbury, Inc	Roxbury	2008 Projects	501(C)(3) Not fo	\$5,000.00

Payment Date	Organization	Location	Purpose	Status	Payment Amount
12/9/2008	Delaware County Youth Bureau	Delhi	Annual Grant	Municipality	\$1,000.00
12/9/2008	Franklin Improvement Society	Franklin	Park Development	501(C)(3) Not fo	\$2,240.00
12/9/2008	Kirkside of Roxbury, Inc.	Roxbury	2008 Projects	501(C)(3) Not fo	\$648.00
12/9/2008	Kirkside of Roxbury, Inc	Roxbury	2008 Maintenance Contingency & Projects	501(C)(3) Not fo	\$1,500.00
12/9/2008	Roxbury Arts Group, Inc.	Roxbury	Programming Expenses	501(C)(3) Not fo	\$10,500.00
12/9/2008	Roxbury Central School	Roxbury	Sculpture Garden	School	\$500.00
12/9/2008	Town of Roxbury	Roxbury	Holiday Programs	Municipality	\$4,000.00
12/9/2008	Town of Roxbury	Roxbury	Building and Bridge Repairs	Municipality	\$4,625.00
12/10/2008	American Heart Association Mid-State New Yo	Binghamton	Annual Grant	501(C)(3) Not fo	\$5,000.00
12/10/2008	Delaware County Unit American Cancer Societ	Sidney	Annual Grant	501(C)(3) Not fo	\$5,000.00
12/10/2008	Delhi Community Fund, Inc	Delhi	Annual Grant	501(C)(3) Not fo	\$3,000.00
12/10/2008	Girl Scouts - Indian Hills Council	Binghamton	Annual Grant	501(C)(3) Not fo	\$4,000.00
12/10/2008	Girl Scouts - Indian Hills Council	Binghamton	Annual Grant	501(C)(3) Not fo	\$20,000.00
12/10/2008	The Salvation Army	Syracuse	Annual Grant	501(C)(3) Not fo	\$1,000.00
12/10/2008	United Ministry of Delhi	Delhi	Annual Grant	Religious	\$3,000.00
12/11/2008	Roxbury Fire Department	Roxbury	Rescue Vehicles	Municipality	\$5,000.00
12/22/2008	Kirkside of Roxbury, Inc	Roxbury	On-Site Musical & Theatrical Performance	501(C)(3) Not fo	\$220.00
12/22/2008	South Kortright Central School	South Kortright	Agricultural Club	School	\$3,700.00
12/22/2008	South Kortright Central School	South Kortright	2nd Grade Materials	School	\$272.00
12/22/2008	South Kortright Central School	South Kortright	Youth Activities	School	\$500.00
12/22/2008	South Kortright Central School	South Kortright	Books - Third Grade	School	\$2,250.00
12/23/2008	American Red Cross in Delaware County South	Endicott	Annual Grant	501(C)(3) Not fo	\$5,000.00
12/23/2008	Hobart Fire Department	Hobart	Annual Grant	Municipality	\$2,000.00
12/23/2008	Hobart Historical Society	Hobart	Annual Grant	501(C)(3) Not fo	\$1,000.00
12/23/2008	Hobart Presbyterian Church	Hobart	Annual Grant	Religious	\$2,000.00
12/23/2008	Hobart St. Peter's Protestant Episcopal Church	Hobart	Annual Grant	Religious	\$2,000.00

Payment Date	Organization	Location	Purpose	Status	Payment Amount
12/23/2008	Hobart United Methodist Church	Hobart	Annual Grant	Religious	\$4,000 00
12/23/2008	Otschodela Council, Inc Boy Scouts of Americ	Oneonta	Annual Grant	501(C)(3) Not fo	\$10,000.00
12/23/2008	The Foundation Center	New York	Annual Grant	501(C)(3) Not fo	\$4,000 00
12/31/2008	American Red Cross in Delaware County South Endicott	Endicott	Annual Grant	501(C)(3) Not fo	\$5,000 00
12/31/2008	American Red Cross in Delaware County South Endicott	Endicott	Annual Grant	501(C)(3) Not fo	\$5,000 00
12/31/2008	Catskill Forest Association	Arkville	2009 Operating Expenses	501(C)(3) Not fo	\$50,000 00
12/31/2008	Delaware County Historical Assoc	Delhi	2008 Operating Expenses	501(C)(3) Not fo	\$9,430 00
12/31/2008	Hanford Mills Museum	East Meredith	2008 Operating Expenses & Projects	501(C)(3) Not fo	\$24,000 00
12/31/2008	Kirkside of Roxbury, Inc.	Roxbury	2008 Maintenance Contingency & Projects	501(C)(3) Not fo	\$1,500.00
12/31/2008	New York State Historical Association	Cooperstown	Transportation Expenses - Delaware Count	501(C)(3) Not fo	\$4,836 00
12/31/2008	Oneonta City School District	Oneonta	German Class Trip - re-sedignated 8/05 to School		\$2,875 00
12/31/2008	South Kortright Central School	South Kortright	Kindergarten Reading Materials	School	\$1,000 00
<u>December 2008 Total</u>					\$344,224.00 10.74%
04/11/08	O'Connor Hospital	Delhi	Monitor Propac Upgrade & Blood Analyzer	501(C)(3) Not fo	\$112,524
Total Grand					<u>\$3,316,748.00</u>

THE A. LINDSAY & OLIVE B. O'CONNOR FUNDATION, INC.

EIN 16-6063485

FORM 990PF SCHEDULE

2008

PART XV, LINE 3(a)

GRANT PAID OUT IN 2008

Payment Date	Organization	Location	Purpose	Status	Payment Amount
January 2008					
1/9/2008	Albany Law School	Albany	Scholarships	School	\$12,500.00
1/9/2008	Broome Community College Foundation, Inc.	Binghamton	Scholarships	School	\$10,000.00
1/9/2008	Cazenovia College	Cazenovia	Scholarships	School	\$10,000.00
1/9/2008	Cobleskill Ag & Tech College Foundation, Inc	Cobleskill	Scholarships	School	\$12,500.00
1/9/2008	Colgate University	Hamilton	Scholarships	School	\$10,000.00
1/9/2008	College Foundation at Delhi, Inc.	Delhi	Scholarships	501(C)(3) Not fo	\$10,000.00
1/9/2008	College Foundation at Delhi, Inc	Delhi	Scholarships	501(C)(3) Not fo	\$10,000.00
1/9/2008	Cornell University	Ithaca	Scholarships	School	\$10,000.00
1/9/2008	Empire State College Foundation	Saratoga Springs	Scholarships	School	\$10,000.00
1/9/2008	Foundation of the SUNY at Binghamton	Binghamton	Scholarships	School	\$12,500.00
1/9/2008	Hartwick College	Oneonta	Scholarships	School	\$12,500.00
1/9/2008	Rensselaer Polytechnic Institute	Troy	Scholarships	School	\$12,500.00
1/9/2008	Sage Colleges	Troy	Scholarships	School	\$12,500.00
1/9/2008	State University College at Oneonta Foundation	Oneonta	Scholarships	501(C)(3) Not fo	\$12,500.00
1/9/2008	State University College at Oneonta Foundation	Oneonta	Scholarships	501(C)(3) Not fo	\$5,000.00
1/9/2008	Syracuse University	Syracuse	Scholarships	School	\$12,500.00
1/10/2008	College Foundation at Delhi, Inc	Delhi	Software System for Accounting and Fund-	501(C)(3) Not fo	\$8,722.00
1/10/2008	Hanford Mills Museum	East Meredith	Summer Intern	501(C)(3) Not fo	\$1,986.00
1/10/2008	Hanford Mills Museum	East Meredith	Summer Employment	501(C)(3) Not fo	\$1,925.00
1/10/2008	Hanford Mills Museum	East Meredith	I Love New York Program	501(C)(3) Not fo	\$50,000.00
1/10/2008	Hanford Mills Museum	East Meredith	2008 Operating Expenses & Projects	501(C)(3) Not fo	\$22,000.00

FUTURE GRANTS

The A. Lindsay and Olive B. O'Connor Foundation Anticipated Grant Payments Summary										January 21, 2009	
	Balance	Q1 - '08	Q2 - '08	Q3 - '08	Q4 - '08	Q1 - '09	Q2 - '09	Q3 - '09	Q4 - '09		'Yr. 2010
1998 Grants:	\$130,850	\$0	\$0	\$0	\$0	\$42,250	\$88,400	\$0	\$0	\$0	\$0
1999 Grants:	\$167,870	\$0	\$0	\$0	\$0	\$37,080	\$22,335	\$101,475	\$3,000	\$4,000	\$4,000
2000 Grants:	\$148,400	\$0	\$0	\$0	\$0	\$27,750	\$100,000	\$0	\$20,650	\$0	\$0
2001 Grants:	\$138,120	\$0	\$0	\$0	\$0	\$77,835	\$23,927	\$36,358	\$0	\$0	\$0
2002 Grants:	\$163,725	\$0	\$0	\$0	\$0	\$74,250	\$11,661	\$40,368	\$0	\$37,446	\$37,446
2003 Grants:	\$43,178	\$0	\$0	\$0	\$0	\$28,000	\$2,000	\$7,678	\$2,000	\$3,500	\$3,500
2004 Grants	\$51,888	\$0	\$0	\$0	\$0	\$11,000	\$35,000	\$5,888	\$0	\$0	\$0
2005 Grants:	\$204,479	\$0	\$0	\$0	\$5,330	\$66,885	\$5,139	\$77,125	\$0	\$50,000	\$50,000
2006 Grants:	\$308,501	\$0	\$0	\$0	\$0	\$123,605	\$66,846	\$110,050	\$4,000	\$2,000	\$2,000
2007 Grants:	\$690,831	\$0	\$0	\$0	\$0	\$161,250	\$93,976	\$326,275	\$94,330	\$15,000	\$15,000
2008 Grants:	\$2,335,930	\$0	\$0	\$0	\$0	\$413,245	\$916,482	\$462,204	\$243,500	\$300,499	\$300,499
Totals:	\$4,381,572	\$0	\$0	\$0	\$5,330	\$1,063,130	\$1,365,766	\$1,167,421	\$367,480	\$412,445	\$412,445
+ 243,672		-> Grant paid in January 2009									
\$4,625,244		-> to PART XV, LINE 3(b)									

The A. Lindsay and Olive B. O'Connor Foundation Anticipated Grant Payments Schedule January 15, 2009

Balance	Q1 - '08	Q2 - '08	Q3 - '08	Q4 - '08	Q1 - '09	Q2 - '09	Q3 - '09	Q4 - '09	'Yr 2010
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1998

Delhi -- Delaware County Planning Board -- U&D Railroad Historical Society - Roxbury Train Station deadline 10/10									
	\$80,000	\$0	\$0	\$0	\$0	\$80,000	\$0	\$0	\$0
Delhi -- Delaware County Planning Board -- Data conversion upgrades deadline 10/10 9/08 reded toward NYCDEP contractual obligation									
	\$42,250	\$0	\$0	\$0	\$42,250	\$0	\$0	\$0	\$0
Stamford -- Catskill Revitalization Corporation -- Re-assigned 1984 grant to CRC - 10/03 reded wing wall stabilization at Wrights Flats & Hoseholder Farm. Deadline 10/10									
	\$8,400	\$0	\$0	\$0	\$0	\$8,400	\$0	\$0	\$0
1998 Totals	\$130,650	\$0	\$0	\$0	\$42,250	\$88,400	\$0	\$0	\$0

1999

Delhi -- Delaware County Planning Board -- TPAS Program deadline 10/10 9/08 reded toward County Comprehensive Plan									
	\$27,250	\$0	\$0	\$0	\$27,250	\$0	\$0	\$0	\$0
Delhi -- Greater Delhi Area Foundation -- Endowment deadline 10/10									
	\$36,165	\$0	\$0	\$0	\$9,110	\$3,000	\$17,055	\$3,000	\$4,000
Stamford -- Catskill Revitalization Corporation -- Engineering Fees - 10/07 reded to Hobart Town Brook deadline 10/10									
	\$700	\$0	\$0	\$0	\$700	\$0	\$0	\$0	\$0
Stamford -- Catskill Revitalization Corporation -- Hobart Town Brook Bridge - deadline extended to 10/10 9/08 to be used toward engineering fees for Becker's Tire Impass									
	\$2,635	\$0	\$0	\$0	\$0	\$2,635	\$0	\$0	\$0
Stamford -- Catskill Revitalization Corporation -- Roxbury Fitches Bridge Wing Wall - 10/03 reded wing wall stabilization 9/08 reded toward bridge stabilization at Wrights Flats and Impass by Beck									
	\$16,700	\$0	\$0	\$0	\$0	\$16,700	\$0	\$0	\$0
Stamford -- Western Catskills Com. Revitalization Council -- South Gilboa Train Station 10/05 deadline to 10/10 work with Catskill Revitalization									
	\$84,420	\$0	\$0	\$0	\$0	\$0	\$84,420	\$0	\$0
1999 Totals	\$167,870	\$0	\$0	\$0	\$37,060	\$22,335	\$101,475	\$3,000	\$4,000

Page Totals	\$298,520	\$0	\$0	\$0	\$79,310	\$110,735	\$101,475	\$3,000	\$4,000
Balance Forward	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Total	\$298,520	\$0	\$0	\$0	\$79,310	\$110,735	\$101,475	\$3,000	\$4,000

	Balance	Q-1 '08	Q2 - '08	Q3 - '08	Q4 - '08	Q1 - '09	Q2 - '09	Q3 - '09	Q4 - '09	'Yr 2010
2000										
Delhi -- Delaware County Department of Planning and Economic Development -- TPAS Program - 2001 Grant extended to 10/10 9/08 reded toward Economic Development	\$27,750	\$0	\$0	\$0	\$0	\$27,750	\$0	\$0	\$0	\$0
Delhi -- Greater Delhi Area Foundation -- Purchase Building and Property - 10/07 redes per proposal from Del City Industrial Development Agency for new incubator project deadline 10/10	\$80,000	\$0	\$0	\$0	\$0	\$0	\$80,000	\$0	\$0	\$0
East Meredith -- Hanford Mills Museum -- Endowment - deadline 10/10	\$40,650	\$0	\$0	\$0	\$0	\$0	\$20,000	\$0	\$20,650	\$0
2000 Totals	\$148,400	\$0	\$0	\$0	\$0	\$27,750	\$100,000	\$0	\$20,650	\$0
2001										
Delhi -- College Foundation at Delhi, Inc. -- Musical Concert Redes to AmeriCorp 10/07 Blackbaud Software Matching removed. Deadline 10/10	\$18,000	\$0	\$0	\$0	\$0	\$0	\$0	\$18,000	\$0	\$0
Delhi -- College Foundation at Delhi, Inc. -- Software System for Accounting and Fund-Raising deadline 10/10 Remove Matching	\$18,358	\$0	\$0	\$0	\$0	\$0	\$0	\$18,358	\$0	\$0
Delhi -- Delaware County Planning Board -- Town Planning Advisory Service (TPAS) 2002 deadline 10/10 9/08 redes toward GIS Implementation	\$32,000	\$0	\$0	\$0	\$0	\$32,000	\$0	\$0	\$0	\$0
East Meredith -- Hanford Mills Museum -- 2002 Operating Expenses, Capital & Special Projects redes to turbine, alarms & steamengine deadline 10/10 3/08 red \$3,250 toward strategic plan	\$19,817	\$0	\$0	\$0	\$0	\$0	\$19,817	\$0	\$0	\$0
Margaretville -- Ulster & Delaware Railroad Historical Society, Inc. -- Former Ulster & Delaware Railroad Depot at Roxbury deadline 10/10	\$4,110	\$0	\$0	\$0	\$0	\$0	\$4,110	\$0	\$0	\$0
Roxbury -- Town of Roxbury -- Purchase Stone Terrace 10/05 Work with Catskill Revitalization on Expansion deadline 10/10	\$32,500	\$0	\$0	\$0	\$0	\$32,500	\$0	\$0	\$0	\$0
Stamford -- Otsego-Northern Catskill BOCES -- New Science Room deadline 10/09 Dell Computers, auto lift, \$7,750 unredesignated	\$13,335	\$0	\$0	\$0	\$0	\$13,335	\$0	\$0	\$0	\$0
Page Totals	\$286,520	\$0	\$0	\$0	\$0	\$105,585	\$123,927	\$36,358	\$20,650	\$0
Balance Forward	\$298,520	\$0	\$0	\$0	\$0	\$79,310	\$110,735	\$101,475	\$3,000	\$4,000
Total	\$585,040	\$0	\$0	\$0	\$0	\$184,895	\$234,662	\$137,833	\$23,650	\$4,000

	Balance	Q-1 '08	Q-2 '08	Q-3 '08	Q-4 '08	Q-1 '09	Q-2 '09	Q-3 '09	Q-4 '09	'Yr 2010
2001 Totals	\$138,120	\$0	\$0	\$0	\$0	\$77,835	\$23,927	\$36,358	\$0	\$0
2002										
Cooperstown -- Mary Imogene Bassett Hospital Bassett Healthcare -- Partnership for Nursing Opportunities Program deadline 10/10										
	\$67,814	\$0	\$0	\$0	\$0	\$0	\$0	\$30,368	\$0	\$37,446
Delhi -- College Foundation at Delhi, Inc. -- Olive B. Price Reading Room deadline 10/09										
	\$7,000	\$0	\$0	\$0	\$0	\$0	\$7,000	\$0	\$0	\$0
Delhi -- Delaware County Planning Board -- 2003 Town Planning Advisory Service deadline 10/10 9/08 reded toward Ag Farmland Protection, etc										
	\$28,500	\$0	\$0	\$0	\$0	\$28,500	\$0	\$0	\$0	\$0
Denver -- Denver/Vega Preservation Committee -- Roof Repair, Signboard and 2002 Music Festival deadline 10/10 Redes toward Incinolet toilet										
	\$2,000	\$0	\$0	\$0	\$0	\$0	\$2,000	\$0	\$0	\$0
East Meredith -- Hanford Mills Museum -- 2003 Operating Expenses Capital & Special Projects, Redes to development deadline 10/10										
	\$10,000	\$0	\$0	\$0	\$0	\$0	\$0	\$10,000	\$0	\$0
Hamden -- Town of Hamden -- Hamden Action Association - Sign Project deadline 10/10 for O&W signs										
	\$2,320	\$0	\$0	\$0	\$0	\$0	\$2,320	\$0	\$0	\$0
Hobart -- Revitalization, Education & Activities Committee of Hobart -- Computer Lab 10/05 deadline 1/09										
	\$341	\$0	\$0	\$0	\$0	\$0	\$341	\$0	\$0	\$0
Hobart -- Revitalization, Education & Activities Committee of Hobart -- New Heating System for Activity Center deadline 10/10										
	\$45,750	\$0	\$0	\$0	\$0	\$45,750	\$0	\$0	\$0	\$0
2002 Totals	\$163,725	\$0	\$0	\$0	\$0	\$74,250	\$11,661	\$40,368	\$0	\$37,446
2003										
Delhi -- Delaware County Planning Board -- Town Planning Advisory Service deadline 10/10 9/08 redes toward Legal Assistance Program										
	\$28,000	\$0	\$0	\$0	\$0	\$28,000	\$0	\$0	\$0	\$0
Page Totals	\$191,725	\$0	\$0	\$0	\$0	\$102,250	\$11,661	\$40,368	\$0	\$37,446
Balance Forward	\$585,040	\$0	\$0	\$0	\$0	\$184,895	\$234,662	\$137,833	\$23,650	\$4,000
Total	\$776,765	\$0	\$0	\$0	\$0	\$287,145	\$246,323	\$178,201	\$23,650	\$41,446

Balance	Q-1 '08	Q2 - '08	Q3 - '08	Q4 - '08	Q1 - '09	Q2 - '09	Q3 - '09	Q4 - '09	'Yr 2010
2003									
Franklin -- Town of Franklin -- Handicapped Ramp 10/07 Redes to foundation repairs at Town Hall deadline 10/09									
	\$1,678	\$0	\$0	\$0	\$0	\$0	\$1,678	\$0	\$0
Hunter -- Catskill Mountain Foundation -- Chautauqua Program - '07/07 Redes to Hobart Bldg. Deadline 10/10									
	\$1,000	\$0	\$0	\$0	\$0	\$0	\$1,000	\$0	\$0
Margaretville -- Catskill Mountain Crafts Collective -- Fundraising Grant 10/07 Redes to Hobart Building deadline 10/10									
	\$5,000	\$0	\$0	\$0	\$0	\$0	\$5,000	\$0	\$0
Roxbury -- Kirkside of Roxbury, Inc. -- Endowment deadline 10/10									
	\$7,500	\$0	\$0	\$0	\$0	\$2,000	\$0	\$2,000	\$3,500
2003 Totals	\$43,178	\$0	\$0	\$0	\$28,000	\$2,000	\$7,678	\$2,000	\$3,500
2004									
Delhi -- Village of Delhi -- Community Open Air Pavilion 10/08 deadline to 10/11									
	\$25,000	\$0	\$0	\$0	\$0	\$25,000	\$0	\$0	\$0
East Meredith -- Hanford Mills Museum -- Site Signage deadline 10/10									
	\$1,888	\$0	\$0	\$0	\$1,000	\$0	\$888	\$0	\$0
Margaretville -- Catskill Mountain Crafts Collective -- Purchase & Renovate Old Hobart Town Clerk's Office 10/08 deadline 10/10									
	\$20,000	\$0	\$0	\$0	\$10,000	\$10,000	\$0	\$0	\$0
Margaretville -- Village of Margaretville -- Pedestrian Bridges deadline 10/10									
	\$5,000	\$0	\$0	\$0	\$0	\$0	\$5,000	\$0	\$0
2004 Totals	\$51,888	\$0	\$0	\$0	\$11,000	\$35,000	\$5,888	\$0	\$0
2005									
Arkville -- Catskill Center for Conservation and Development -- Hybrid Vehicle 10/08 redes toward Erpf House energy projects									
	\$5,000	\$0	\$0	\$0	\$5,000	\$0	\$0	\$0	\$0
Page Totals									
	\$72,066	\$0	\$0	\$5,000	\$11,000	\$37,000	\$13,566	\$2,000	\$3,500
Balance Forward									
	\$776,765	\$0	\$0	\$0	\$287,145	\$246,323	\$178,201	\$23,650	\$41,446
Total	\$848,831	\$0	\$0	\$5,000	\$298,145	\$283,323	\$191,767	\$25,650	\$44,946

	Balance	Q-1 '08	Q2 - '08	Q3 - '08	Q4 - '08	Q1 - '09	Q2 - '09	Q3 - '09	Q4 - '09	'Yr 2010
Binghamton -- Binghamton Boys and Girls Club Foundation -- Century Capital Campaign										
	\$100,000	\$0	\$0	\$0	\$0	\$50,000	\$0	\$0	\$0	\$50,000
Delhi -- Catskill Theatre Works, Inc -- Flats for Performance Sets										
	\$1,015	\$0	\$0	\$0	\$0	\$0	\$0	\$1,015	\$0	\$0
Delhi -- Delaware County Stop DWI and Traffic Safety Program -- Dashboard Video Cameras										
	\$1,585	\$0	\$0	\$0	\$0	\$0	\$0	\$1,585	\$0	\$0
Delhi -- Delaware County Stop DWI and Traffic Safety Program -- Education Simulators										
	\$330	\$0	\$0	\$0	\$330	\$0	\$0	\$0	\$0	\$0
Denver -- Denver/Vega Preservation Committee -- Exterior Painting & Festival Expenses 3/06 redesignated \$1,040 festival expenses toward 06 festival exp. And \$4,725 toward interior painting.										
	\$2,404	\$0	\$0	\$0	\$0	\$0	\$2,404	\$0	\$0	\$0
Downsville -- Shinnhopple Memorial Center -- Building Renovations										
	\$1,415	\$0	\$0	\$0	\$0	\$1,415	\$0	\$0	\$0	\$0
Downsville -- Shinnhopple Memorial Center -- Building Repairs										
	\$2,270	\$0	\$0	\$0	\$0	\$0	\$2,270	\$0	\$0	\$0
East Meredith -- Hanford Mills Museum -- 2006 Operating Expenses & projects- waterwheel, steam engine, turbine, feedmill, apprenticeship 7/08 Redesignated \$5,000 toward 1910 steam engine										
	\$30,000	\$0	\$0	\$0	\$0	\$15,000	\$0	\$15,000	\$0	\$0
Franklin -- Franklin Stock Company at Chapel Hall, Inc. -- Building Renovations 10/08 deadline ext to 10/11										
	\$25,000	\$0	\$0	\$0	\$0	\$0	\$0	\$25,000	\$0	\$0
Hancock -- Town of Hancock -- Vintage Ball Club										
	\$2,506	\$0	\$0	\$0	\$0	\$0	\$0	\$2,506	\$0	\$0
Hobart -- Hobart Fire Department -- Hobart Explorer Post 1800										
	\$465	\$0	\$0	\$0	\$0	\$0	\$465	\$0	\$0	\$0
Page Totals	\$166,990	\$0	\$0	\$0	\$330	\$66,415	\$5,139	\$45,106	\$0	\$50,000
Balance Forward	\$848,831	\$0	\$0	\$0	\$5,000	\$298,145	\$283,323	\$191,767	\$25,650	\$44,946
Total	\$1,015,821	\$0	\$0	\$0	\$5,330	\$364,560	\$288,462	\$236,873	\$25,650	\$94,946

O'Connor Foundation Anticipated Grant Payments — Page 6

	Balance	Q-1 '08	Q2 - '08	Q3 - '08	Q4 - '08	Q1 - '09	Q2 - '09	Q3 - '09	Q4 - '09	'Yr 2010
Oneonta -- Oneonta City School District -- German Class Trip - re-designated 8/05 to be used for next trip to Germany (possibly in 2007 & 2009)										
	\$393	\$0	\$0	\$0	\$0	\$0	\$0	\$393	\$0	\$0
Roxbury -- Kirkside of Roxbury, Inc. -- Contingency Fund & Upgrades										
	\$376	\$0	\$0	\$0	\$0	\$0	\$0	\$376	\$0	\$0
South Kortright -- South Kortright Central School -- Books for Kindergarten Classroom										
	\$1,250	\$0	\$0	\$0	\$0	\$0	\$0	\$1,250	\$0	\$0
South Kortright -- South Kortright Central School -- Kindergarten Books										
	\$470	\$0	\$0	\$0	\$0	\$470	\$0	\$0	\$0	\$0
Stamford -- Catskill Revitalization Corporation -- Pullman Railroad Car										
	\$30,000	\$0	\$0	\$0	\$0	\$0	\$0	\$30,000	\$0	\$0
2005 Totals	\$204,479	\$0	\$0	\$0	\$5,330	\$66,885	\$5,139	\$77,125	\$0	\$50,000
2006										
Andes -- Andes Central School -- Artist Residency Program										
	\$1,000	\$0	\$0	\$0	\$0	\$0	\$1,000	\$0	\$0	\$0
Delhi -- Delaware Academy and Central School -- Resource Officer										
	\$5,000	\$0	\$0	\$0	\$0	\$0	\$5,000	\$0	\$0	\$0
Delhi -- Delaware County Sheriff's Office -- Resource Officer										
	\$5,000	\$0	\$0	\$0	\$0	\$0	\$0	\$5,000	\$0	\$0
Delhi -- United Ministry of Delhi -- Capital Improvement Project										
	\$15,700	\$0	\$0	\$0	\$0	\$0	\$14,550	\$1,150	\$0	\$0
Denver -- Denver/Vega Preservation Committee -- Painting & Festival Expenses										
	\$296	\$0	\$0	\$0	\$0	\$0	\$296	\$0	\$0	\$0
Page Totals	\$59,485	\$0	\$0	\$0	\$0	\$470	\$20,846	\$38,169	\$0	\$0
Balance Forward	\$1,015,821	\$0	\$0	\$0	\$5,330	\$364,560	\$288,462	\$236,873	\$25,650	\$94,946
Total	\$1,075,306	\$0	\$0	\$0	\$5,330	\$365,030	\$309,308	\$275,042	\$25,650	\$94,946

	Balance	Q-1 '08	Q2 - '08	Q3 - '08	Q4 - '08	Q1 - '09	Q2 - '09	Q3 - '09	Q4 - '09	'Yr 2010
East Meredith -- Hanford Mills Museum -- 2007 Operating Expenses										
	\$87,500	\$0	\$0	\$0	\$0	\$47,500	\$0	\$40,000	\$0	\$0
East Meredith -- Hanford Mills Museum -- Intern Salary										
	\$2,105	\$0	\$0	\$0	\$0	\$0	\$1,000	\$1,105	\$0	\$0
East Meredith -- Hanford Mills Museum -- Office Improvements										
	\$5,000	\$0	\$0	\$0	\$0	\$0	\$5,000	\$0	\$0	\$0
Fort Collins -- Community Foundation of N. Colorado -- Books - K-1 Delaware County Schools										
	\$3,550	\$0	\$0	\$0	\$0	\$0	\$0	\$3,550	\$0	\$0
Fort Collins -- Community Foundation of N. Colorado -- Books Delaware County Kindergarten Classes										
	\$1,050	\$0	\$0	\$0	\$0	\$605	\$0	\$445	\$0	\$0
Halcottsville -- Halcottsville Fire Department -- Documentary Film										
	\$5,000	\$0	\$0	\$0	\$0	\$0	\$5,000	\$0	\$0	\$0
Hobart -- Hobart Fire Department -- New Band Equipment for Pipes & Drums Group										
	\$2,000	\$0	\$0	\$0	\$0	\$0	\$2,000	\$0	\$0	\$0
Margaretville -- Margaretville Central School -- Computers										
	\$5,000	\$0	\$0	\$0	\$0	\$0	\$5,000	\$0	\$0	\$0
Margaretville -- Margaretville Central School -- Fitness Trail Expenses										
	\$5,000	\$0	\$0	\$0	\$0	\$5,000	\$0	\$0	\$0	\$0
Margaretville -- M-ARK Project, Inc. -- Belleayre Repertory Orchestra										
	\$3,000	\$0	\$0	\$0	\$0	\$1,000	\$2,000	\$0	\$0	\$0
New York -- The Ensemble Studio Theatre -- Lexington House Repairs										
	\$5,000	\$0	\$0	\$0	\$0	\$0	\$5,000	\$0	\$0	\$0
Page Totals \$124,205										
Balance Forward \$1,075,306										
Total \$1,199,511 \$0 \$0 \$0 \$5,330 \$419,135 \$334,308 \$320,142 \$25,650 \$94,946										

Balance	Q-1 '08	Q2 - '08	Q3 - '08	Q4 - '08	Q1 - '09	Q2 - '09	Q3 - '09	Q4 - '09	'Yr 2010
Oneonta -- Foothills Performing Arts Center, Inc. -- Endowment									
\$100,000	\$0	\$0	\$0	\$0	\$50,000	\$0	\$50,000	\$0	\$0
Oneonta -- Haynes Foundation -- School Activities									
\$15,000	\$0	\$0	\$0	\$0	\$0	\$15,000	\$0	\$0	\$0
Roxbury -- Kirkside of Roxbury, Inc. -- 2007 Maintenance Contingency & Projects									
\$8,500	\$0	\$0	\$0	\$0	\$8,500	\$0	\$0	\$0	\$0
Roxbury -- Roxbury Arts Group, Inc. -- Endowment									
\$24,000	\$0	\$0	\$0	\$0	\$10,000	\$6,000	\$2,000	\$4,000	\$2,000
South Kortright -- South Kortright Central School -- Mural Supplies									
\$1,000	\$0	\$0	\$0	\$0	\$1,000	\$0	\$0	\$0	\$0
South Kortright -- South Kortright Central School -- Resource Officer									
\$5,000	\$0	\$0	\$0	\$0	\$0	\$0	\$5,000	\$0	\$0
Walton -- Walton Citizen's Task Force -- After Prom Party									
\$1,800	\$0	\$0	\$0	\$0	\$0	\$0	\$1,800	\$0	\$0
2006 Totals	\$306,501	\$0	\$0	\$0	\$123,605	\$66,846	\$110,050	\$4,000	\$2,000
2007									
Andes -- Andes Central School -- Math Class Calculators									
\$900	\$0	\$0	\$0	\$0	\$900	\$0	\$0	\$0	\$0
Andes -- Andes Public Library -- Library Renovations & Expansion									
\$130,450	\$0	\$0	\$0	\$0	\$45,600	\$0	\$0	\$84,850	\$0
Andes -- Andes Society for History & Culture -- Endowment									
\$25,000	\$0	\$0	\$0	\$0	\$10,000	\$5,000	\$5,000	\$0	\$5,000
Page Totals									
\$311,650	\$0	\$0	\$0	\$0	\$126,000	\$26,000	\$63,800	\$88,850	\$7,000
Balance Forward									
\$1,199,511	\$0	\$0	\$0	\$5,330	\$419,135	\$334,308	\$320,142	\$25,650	\$94,946
Total	\$1,511,161	\$0	\$0	\$5,330	\$545,135	\$360,308	\$383,942	\$114,500	\$101,946

Balance	Q-1 '08	Q2 - '08	Q3 - '08	Q4 - '08	Q1 - '09	Q2 - '09	Q3 - '09	Q4 - '09	'Yr 2010
Arkville -- Catskill Center for Conservation and Development -- 2008 Projects 10/08 redies toward Erpf House energy projects									
\$25,000	\$0	\$0	\$0	\$0	\$25,000	\$0	\$0	\$0	\$0
Davenport -- Charlotte Valley Presbyterian Church -- Building Repairs									
\$7,500	\$0	\$0	\$0	\$0	\$7,500	\$0	\$0	\$0	\$0
Delhi -- Delaware Academy and Central School -- Aricultural Awareness Program									
\$45	\$0	\$0	\$0	\$0	\$45	\$0	\$0	\$0	\$0
Delhi -- Delaware Academy and Central School -- Spanish Club Trip									
\$2,480	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$2,480	\$0
Delhi -- Delaware County Historical Assoc. -- Endowment									
\$4,000	\$0	\$0	\$0	\$0	\$0	\$0	\$4,000	\$0	\$0
Delhi -- Delhi Art Group, Inc. -- Workshop Salaries									
\$1,942	\$0	\$0	\$0	\$0	\$900	\$0	\$1,042	\$0	\$0
Denver -- Denver/Vega Preservation Committee -- 2007 Music Festival									
\$1,152	\$0	\$0	\$0	\$0	\$0	\$0	\$1,152	\$0	\$0
East Meredith -- Hanford Mills Museum -- Steam Engine - contingent on funds to complete a phase									
\$30,000	\$0	\$0	\$0	\$0	\$0	\$0	\$30,000	\$0	\$0
East Meredith -- Hanford Mills Museum -- Summer Employment									
\$1,100	\$0	\$0	\$0	\$0	\$0	\$1,100	\$0	\$0	\$0
East Meredith -- West Kortright Centre, Inc. -- Endowment									
\$15,263	\$0	\$0	\$0	\$0	\$11,920	\$2,000	\$1,343	\$0	\$0
Franklin -- Franklin Improvement Society -- Park Development									
\$5,632	\$0	\$0	\$0	\$0	\$0	\$1,894	\$3,738	\$0	\$0

Page Totals

\$94,114	\$0	\$0	\$0	\$0	\$45,365	\$4,994	\$41,275	\$2,480	\$0
Balance Forward	\$1,511,161	\$0	\$0	\$5,330	\$545,135	\$360,308	\$383,942	\$114,500	\$101,946
Total	\$1,605,275	\$0	\$0	\$5,330	\$590,500	\$365,302	\$425,217	\$116,980	\$101,946

Balance	Q-1 '08	Q2 - '08	Q3 - '08	Q4 - '08	Q1 - '09	Q2 - '09	Q3 - '09	Q4 - '09	'Yr 2010
Hamden -- Delaware Opportunities, Inc. -- School Supplies									
\$1,000	\$0	\$0	\$0	\$0	\$1,000	\$0	\$0	\$0	\$0
Hobart -- Delaware-Schoharie Learning Time Day Care Center, Inc. -- 2008 Operating Expenses									
\$13,000	\$0	\$0	\$0	\$0	\$13,000	\$0	\$0	\$0	\$0
Hobart -- Project Independence, Inc. -- Exercise Equipment									
\$447	\$0	\$0	\$0	\$0	\$0	\$447	\$0	\$0	\$0
Hobart -- Revitalization, Education & Activities Committee of Hobart -- 2007 Operating Expenses									
\$10,206	\$0	\$0	\$0	\$0	\$10,206	\$0	\$0	\$0	\$0
Hobart -- Revitalization, Education & Activities Committee of Hobart -- 2008 Operating Expenses									
\$48,000	\$0	\$0	\$0	\$0	\$12,000	\$12,000	\$24,000	\$0	\$0
Kingston -- Hudson River Maritime Museum -- Audio-Visual Equipment									
\$3,000	\$0	\$0	\$0	\$0	\$3,000	\$0	\$0	\$0	\$0
Margaretville -- Foundation for the Open Eye -- Free Saturday Sampler & Workshop									
\$1,000	\$0	\$0	\$0	\$0	\$0	\$0	\$1,000	\$0	\$0
Margaretville -- M-ARK Project, Inc. -- 2007 HOG Arts Festival									
\$429	\$0	\$0	\$0	\$0	\$429	\$0	\$0	\$0	\$0
Margaretville -- M-ARK Project, Inc. -- Gallery Expenses									
\$750	\$0	\$0	\$0	\$0	\$750	\$0	\$0	\$0	\$0
Margaretville -- M-ARK Project, Inc. -- Winter Festival Expenses									
\$2,500	\$0	\$0	\$0	\$0	\$2,500	\$0	\$0	\$0	\$0
New York -- Callopie Creative Foundation -- Delaware County Fair Documentary									
\$5,000	\$0	\$0	\$0	\$0	\$0	\$5,000	\$0	\$0	\$0
Page Totals \$85,332 \$0 \$0 \$0 \$0 \$42,885 \$17,447 \$25,000 \$0 \$0									
Balance Forward \$1,605,275 \$0 \$0 \$5,330 \$590,500 \$365,302 \$425,217 \$116,980 \$101,946									
Total \$1,690,607 \$0 \$0 \$5,330 \$633,385 \$382,749 \$450,217 \$116,980 \$101,946									

Balance	Q-1 '08	Q2 - '08	Q3 - '08	Q4 - '08	Q1 - '09	Q2 - '09	Q3 - '09	Q4 - '09	'Yr 2010
Oneonta -- Little Delaware Youth Ensemble -- Endowment									
\$50,000	\$0	\$0	\$0	\$0	\$5,000	\$33,000	\$5,000	\$7,000	\$0
Prattsville -- Zadock Pratt Museum, Inc. -- Matching Endowment									
\$10,000	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$10,000
Roxbury -- Kirkside of Roxbury, Inc. -- Projects									
\$3,535	\$0	\$0	\$0	\$0	\$0	\$3,535	\$0	\$0	\$0
Roxbury -- Manhattan Country School Farm -- Catskill Folk Connection									
\$5,000	\$0	\$0	\$0	\$0	\$0	\$5,000	\$0	\$0	\$0
Roxbury -- Roxbury Arts Group, Inc. -- Legal Expenses									
\$4,000	\$0	\$0	\$0	\$0	\$4,000	\$0	\$0	\$0	\$0
Roxbury -- Roxbury Arts Group, Inc. -- Performance Plus									
\$5,000	\$0	\$0	\$0	\$0	\$0	\$5,000	\$0	\$0	\$0
Roxbury -- Roxbury Central School -- Artist in Residency Program									
\$1,000	\$0	\$0	\$0	\$0	\$1,000	\$0	\$0	\$0	\$0
Roxbury -- Town of Roxbury -- Barn Project									
\$50,000	\$0	\$0	\$0	\$0	\$0	\$0	\$50,000	\$0	\$0
Roxbury -- Town of Roxbury -- Porch Stabilization									
\$5,000	\$0	\$0	\$0	\$0	\$5,000	\$0	\$0	\$0	\$0
South Kortright -- South Kortright Central School -- Tuition Assistance									
\$1,500	\$0	\$0	\$0	\$0	\$1,500	\$0	\$0	\$0	\$0
Stamford -- Catskill Revitalization Corporation -- Construction Costs									
\$200,000	\$0	\$0	\$0	\$0	\$0	\$0	\$200,000	\$0	\$0
Page Totals									
\$335,035	\$0	\$0	\$0	\$0	\$16,500	\$46,535	\$255,000	\$7,000	\$10,000
Balance Forward									
\$1,690,607	\$0	\$0	\$0	\$5,330	\$633,385	\$382,749	\$450,217	\$116,980	\$101,946
Total									
\$2,025,642	\$0	\$0	\$0	\$5,330	\$649,885	\$429,284	\$705,217	\$123,980	\$111,946

	Balance	Q-1 '08	Q2 - '08	Q3 - '08	Q4 - '08	Q1 - '09	Q2 - '09	Q3 - '09	Q4 - '09	'Yr 2010
Stamford -- Catskill Revitalization Corporation -- Legal Right of Way										
	\$10,000	\$0	\$0	\$0	\$0	\$0	\$10,000	\$0	\$0	\$0
Stamford -- Catskill Revitalization Corporation -- Trail Maintenance										
	\$10,000	\$0	\$0	\$0	\$0	\$0	\$10,000	\$0	\$0	\$0
2007 Totals	\$690,831	\$0	\$0	\$0	\$0	\$161,250	\$93,976	\$326,275	\$94,330	\$15,000
2008										
Andes -- Andes Central School -- Poetry Workshop										
	\$250	\$0	\$0	\$0	\$0	\$0	\$250	\$0	\$0	\$0
Andes -- Andes Central School -- Ski Club										
	\$1,000	\$0	\$0	\$0	\$0	\$0	\$1,000	\$0	\$0	\$0
Andes -- Andes Dollars for Scholars -- Scholarships										
	\$3,000	\$0	\$0	\$0	\$0	\$0	\$3,000	\$0	\$0	\$0
Andes -- Andes Public Library -- Storytelling Troupe										
	\$2,600	\$0	\$0	\$0	\$0	\$0	\$2,600	\$0	\$0	\$0
Arkville -- Catskill Center for Conservation and Development -- 2009 Delaware County Projects										
	\$25,000	\$0	\$0	\$0	\$0	\$0	\$25,000	\$0	\$0	\$0
Arkville -- Catskill Forest Association -- 2009 Operating Expenses										
	\$150,000	\$0	\$0	\$0	\$0	\$0	\$50,000	\$50,000	\$50,000	\$0
Delhi -- Catskill Ag Inc. -- Website										
	\$3,000	\$0	\$0	\$0	\$0	\$3,000	\$0	\$0	\$0	\$0
Delhi -- Catskill Development Foundation, Inc. -- 2009 Art & Soul of the Catskills										
	\$10,000	\$0	\$0	\$0	\$0	\$0	\$0	\$10,000	\$0	\$0
Page Totals	\$214,850	\$0	\$0	\$0	\$0	\$3,000	\$101,850	\$60,000	\$50,000	\$0
Balance Forward	\$2,025,642	\$0	\$0	\$0	\$5,330	\$649,885	\$429,284	\$705,217	\$123,980	\$111,946
Total	\$2,240,492	\$0	\$0	\$0	\$5,330	\$652,885	\$531,134	\$765,217	\$173,980	\$111,946

Balance	Q-1 '08	Q2 - '08	Q3 - '08	Q4 - '08	Q1 - '09	Q2 - '09	Q3 - '09	Q4 - '09	'Yr 2010
Delhi -- Catskill Development Foundation, Inc. -- Technical Training									
\$4,000	\$0	\$0	\$0	\$0	\$4,000	\$0	\$0	\$0	\$0
Delhi -- Delaware Academy and Central School -- Sap House									
\$5,000	\$0	\$0	\$0	\$0	\$5,000	\$0	\$0	\$0	\$0
Delhi -- Delaware Academy and Central School -- Smart Boards									
\$33,525	\$0	\$0	\$0	\$0	\$0	\$33,525	\$0	\$0	\$0
Delhi -- Delaware County Department of Social Services -- Annual Grant									
\$3,000	\$0	\$0	\$0	\$0	\$0	\$3,000	\$0	\$0	\$0
Delhi -- Delaware County Historical Assoc. -- 2009 Operating Expenses									
\$50,000	\$0	\$0	\$0	\$0	\$12,500	\$12,500	\$12,500	\$12,500	\$0
Delhi -- Delaware County Office for the Aging Delaware County Senior Council, Inc -- Seniors 4-H Camp									
\$5,000	\$0	\$0	\$0	\$0	\$0	\$5,000	\$0	\$0	\$0
Delhi -- Delaware County Office of Employment and Training -- 2009 Summer Youth Employment Program									
\$30,000	\$0	\$0	\$0	\$0	\$0	\$0	\$30,000	\$0	\$0
Delhi -- Delhi Dolphins Swim Team -- Equipment									
\$5,000	\$0	\$0	\$0	\$0	\$0	\$0	\$2,500	\$0	\$2,500
Delhi -- First Presbyterian Church of Delhi -- Youth Group Trip									
\$4,000	\$0	\$0	\$0	\$0	\$4,000	\$0	\$0	\$0	\$0
Delhi -- Friends of Bassett -- Radiology Upgrades									
\$400,000	\$0	\$0	\$0	\$0	\$0	\$400,000	\$0	\$0	\$0
Delhi -- Humane Society of Central Delaware County -- Roof									
\$2,550	\$0	\$0	\$0	\$0	\$0	\$0	\$2,550	\$0	\$0
Page Totals									
\$542,075	\$0	\$0	\$0	\$0	\$25,500	\$454,025	\$47,550	\$12,500	\$2,500
Balance Forward									
\$2,240,492	\$0	\$0	\$0	\$5,330	\$652,885	\$531,134	\$765,217	\$173,980	\$111,946
Total									
\$2,782,567	\$0	\$0	\$0	\$5,330	\$678,385	\$985,159	\$812,767	\$186,480	\$114,446

Balance	Q-1 '08	Q2 '08	Q3 '08	Q4 '08	Q1 '09	Q2 '09	Q3 '09	Q4 '09	'Yr 2010
Delhi -- Rotary Club of Delhi People Who Care -- After Prom Parties									
\$3,333	\$0	\$0	\$0	\$0	\$0	\$0	\$1,667	\$0	\$1,666
Delhi -- St. John's Episcopal Church -- Bell Tower Repairs									
\$5,000	\$0	\$0	\$0	\$0	\$5,000	\$0	\$0	\$0	\$0
Delhi -- St. John's Episcopal Church -- Sound Systems									
\$5,000	\$0	\$0	\$0	\$0	\$5,000	\$0	\$0	\$0	\$0
Delhi -- SUNY Research Foundation -- Center Funding									
\$27,000	\$0	\$0	\$0	\$0	\$0	\$27,000	\$0	\$0	\$0
Delhi -- United Ministry of Delhi -- Office Equipment, Music									
\$5,000	\$0	\$0	\$0	\$0	\$5,000	\$0	\$0	\$0	\$0
Denver -- Denver/Vega Preservation Committee -- 2008 Music Festival									
\$2,200	\$0	\$0	\$0	\$0	\$0	\$2,200	\$0	\$0	\$0
Downsville -- Downsville Central School -- After Prom Party									
\$2,000	\$0	\$0	\$0	\$0	\$0	\$0	\$1,000	\$0	\$1,000
Downsville -- Downsville Central School -- School Play									
\$2,000	\$0	\$0	\$0	\$0	\$0	\$0	\$2,000	\$0	\$0
East Branch -- Little Victory Players -- Play Expenses									
\$4,650	\$0	\$0	\$0	\$0	\$0	\$0	\$4,650	\$0	\$0
East Meredith -- Hanford Mills Museum -- 2009 Operating Expenses									
\$300,000	\$0	\$0	\$0	\$0	\$75,000	\$75,000	\$75,000	\$75,000	\$0
East Meredith -- Hanford Mills Museum -- 2009 Projects									
\$100,000	\$0	\$0	\$0	\$0	\$0	\$50,000	\$0	\$0	\$50,000
Page Totals									
\$456,183	\$0	\$0	\$0	\$0	\$90,000	\$154,200	\$84,317	\$75,000	\$52,666
Balance Forward									
\$2,782,567	\$0	\$0	\$0	\$5,330	\$678,385	\$985,159	\$812,767	\$186,480	\$114,446
Total									
\$3,238,750	\$0	\$0	\$0	\$5,330	\$768,385	\$1,139,359	\$897,084	\$261,480	\$167,112

Balance	Q-1 '08	Q2 - '08	Q3 - '08	Q4 - '08	Q1 - '09	Q2 - '09	Q3 - '09	Q4 - '09	'Yr 2010
East Meredith -- Hanford Mills Museum -- I Love New York									
\$50,000	\$0	\$0	\$0	\$0	\$50,000	\$0	\$0	\$0	\$0
Fleischmanns -- Kids in the Kaatskills -- Main Street Movies									
\$5,000	\$0	\$0	\$0	\$0	\$5,000	\$0	\$0	\$0	\$0
Fly Creek -- The Walter Rich Charitable Foundation -- Endowment									
\$250,000	\$0	\$0	\$0	\$0	\$25,000	\$0	\$0	\$0	\$225,000
Fort Collins -- Book Trust -- Books									
\$5,000	\$0	\$0	\$0	\$0	\$0	\$0	\$5,000	\$0	\$0
Gilboa -- Broome Center Chapel Church -- Renovations									
\$10,000	\$0	\$0	\$0	\$0	\$0	\$10,000	\$0	\$0	\$0
Halcottsville -- Halcottsville Fire Department -- Grange Hall Renovations									
\$10,500	\$0	\$0	\$0	\$0	\$0	\$10,500	\$0	\$0	\$0
Hamden -- Delaware Opportunities, Inc. -- Big Buddy Program									
\$3,333	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$3,333
Hamden -- Delaware Opportunities, Inc. -- Produce									
\$5,000	\$0	\$0	\$0	\$0	\$2,000	\$0	\$2,000	\$0	\$1,000
Hawley -- Delaware Highlands Conservatory -- Training Workshops									
\$10,000	\$0	\$0	\$0	\$0	\$0	\$5,000	\$5,000	\$0	\$0
Highmount -- Belleayre Conservatory, Inc. -- Family Concerts									
\$5,000	\$0	\$0	\$0	\$0	\$0	\$0	\$5,000	\$0	\$0
Hobart -- Delaware-Schoharie Learning Time Day Care Center, Inc. -- 2009 Operating Expenses									
\$65,000	\$0	\$0	\$0	\$0	\$14,000	\$14,000	\$18,000	\$19,000	\$0
Page Totals									
\$418,833	\$0	\$0	\$0	\$0	\$96,000	\$39,500	\$35,000	\$19,000	\$229,333
Balance Forward									
\$3,238,750	\$0	\$0	\$0	\$5,330	\$768,385	\$1,139,359	\$897,084	\$261,480	\$167,112
Total									
\$3,657,583	\$0	\$0	\$0	\$5,330	\$864,385	\$1,178,859	\$932,084	\$280,480	\$396,445

Balance	Q-1 '08	Q2 - '08	Q3 - '08	Q4 - '08	Q1 - '09	Q2 - '09	Q3 - '09	Q4 - '09	'Yr 2010
Hobart -- Revitalization, Education & Activities Committee of Hobart -- 2009 Operating Expenses									
	\$48,000	\$0	\$0	\$0	\$0	\$10,000	\$26,000	\$0	\$12,000
Kingston -- Hudson River Maritime Museum -- Projector									
	\$2,000	\$0	\$0	\$0	\$2,000	\$0	\$0	\$0	\$0
Margaretville -- Blue Deer Center -- Roofs									
	\$5,000	\$0	\$0	\$0	\$5,000	\$0	\$0	\$0	\$0
Margaretville -- Christ Community Church of the Catskills Catskill Mountain Christian Center -- Food Program									
	\$4,985	\$0	\$0	\$0	\$0	\$4,985	\$0	\$0	\$0
Margaretville -- Christ Community Church of the Catskills Catskill Mountain Christian Center -- Start Up Expenses									
	\$5,000	\$0	\$0	\$0	\$0	\$5,000	\$0	\$0	\$0
Margaretville -- Margaretville Central School -- Field Trip									
	\$1,970	\$0	\$0	\$0	\$0	\$1,970	\$0	\$0	\$0
Margaretville -- M-ARK Project, Inc. -- 2009 Winter Events									
	\$3,200	\$0	\$0	\$0	\$0	\$3,200	\$0	\$0	\$0
Margaretville -- M-ARK Project, Inc -- Cemetery Repairs									
	\$1,155	\$0	\$0	\$0	\$0	\$0	\$1,155	\$0	\$0
Margaretville -- M-ARK Project, Inc. -- Four Day Tour									
	\$5,000	\$0	\$0	\$0	\$0	\$0	\$5,000	\$0	\$0
Margaretville -- M-ARK Project, Inc. -- Golden Seal Building									
	\$20,000	\$0	\$0	\$0	\$0	\$20,000	\$0	\$0	\$0
Margaretville -- M-ARK Project, Inc -- Golden Seal Building									
	\$525	\$0	\$0	\$0	\$525	\$0	\$0	\$0	\$0
Page Totals \$96,835 \$0 \$0 \$0 \$0 \$7,525 \$45,155 \$32,155 \$0 \$12,000									
Balance Forward \$3,657,583 \$0 \$0 \$5,330 \$864,385 \$1,178,859 \$932,084 \$280,480 \$396,445									
Total \$3,754,418 \$0 \$0 \$5,330 \$871,910 \$1,224,014 \$964,239 \$280,480 \$408,445									

Balance	Q-1 '08	Q2 - '08	Q3 - '08	Q4 - '08	Q1 - '09	Q2 - '09	Q3 - '09	Q4 - '09	'Yr 2010
Margareville -- M-ARK Project, Inc. -- Library Renovations									
\$12,000	\$0	\$0	\$0	\$0	\$0	\$12,000	\$0	\$0	\$0
Meridale -- Meredith Historical Society -- Endowment									
\$5,000	\$0	\$0	\$0	\$0	\$0	\$2,500	\$0	\$0	\$2,500
New York -- Open Space Institute, Inc. -- Landowner Workshops									
\$4,575	\$0	\$0	\$0	\$0	\$4,575	\$0	\$0	\$0	\$0
Oneonta -- Foothills Performing Arts Center, Inc. -- 2008 Events									
\$4,100	\$0	\$0	\$0	\$0	\$4,100	\$0	\$0	\$0	\$0
Oneonta -- Foothills Performing Arts Center, Inc. -- New Year's Eve Event									
\$4,800	\$0	\$0	\$0	\$0	\$4,800	\$0	\$0	\$0	\$0
Prattsville -- Zadock Pratt Museum, Inc. -- 2009 Operating Expenses									
\$30,000	\$0	\$0	\$0	\$0	\$7,500	\$7,500	\$7,500	\$7,500	\$0
Prattsville -- Zadock Pratt Museum, Inc. -- Hillotype Workshops									
\$2,000	\$0	\$0	\$0	\$0	\$2,000	\$0	\$0	\$0	\$0
Prattsville -- Zadock Pratt Museum, Inc. -- Salaries									
\$16,982	\$0	\$0	\$0	\$0	\$9,000	\$0	\$7,982	\$0	\$0
Rensselaerville -- The Rensselaerville Institute -- Minds On Programs									
\$4,950	\$0	\$0	\$0	\$0	\$0	\$4,950	\$0	\$0	\$0
Roxbury -- Kirkside of Roxbury, Inc. -- 2008 Projects									
\$5,552	\$0	\$0	\$0	\$0	\$1,200	\$4,352	\$0	\$0	\$0
Roxbury -- Kirkside of Roxbury, Inc. -- 2009 Maintenance Contingency									
\$18,000	\$0	\$0	\$0	\$0	\$4,500	\$4,500	\$4,500	\$4,500	\$0
Total									
\$107,959	\$0	\$0	\$0	\$0	\$37,675	\$35,802	\$19,982	\$12,000	\$2,500
\$3,754,416	\$0	\$0	\$0	\$5,330	\$871,910	\$1,224,014	\$964,239	\$280,480	\$408,445
\$3,862,377	\$0	\$0	\$0	\$5,330	\$909,585	\$1,259,816	\$984,221	\$292,480	\$410,945

Balance	Q-1 '08	Q2 - '08	Q3 - '08	Q4 - '08	Q1 - '09	Q2 - '09	Q3 - '09	Q4 - '09	'Yr 2010
Roxbury -- Kirkside of Roxbury, Inc -- Call Bell System									
\$3,500	\$0	\$0	\$0	\$0	\$3,500	\$0	\$0	\$0	\$0
Roxbury -- Roxbury Arts Group, Inc. -- Building Renovations									
\$5,000	\$0	\$0	\$0	\$0	\$0	\$5,000	\$0	\$0	\$0
Roxbury -- Roxbury Central School -- Ski Club									
\$1,000	\$0	\$0	\$0	\$0	\$1,000	\$0	\$0	\$0	\$0
Roxbury -- Town of Roxbury -- Presentation Expenses									
\$3,600	\$0	\$0	\$0	\$0	\$3,600	\$0	\$0	\$0	\$0
Sidney -- St Paul's Episcopal Church Sidney -- Sign									
\$3,000	\$0	\$0	\$0	\$0	\$0	\$3,000	\$0	\$0	\$0
South Kortright -- South Kortright Central School -- Audio System									
\$1,000	\$0	\$0	\$0	\$0	\$0	\$1,000	\$0	\$0	\$0
South Kortright -- South Kortright Central School -- Math Workbooks									
\$1,255	\$0	\$0	\$0	\$0	\$1,255	\$0	\$0	\$0	\$0
South Kortright -- South Kortright Central School -- Reading Manipulatives									
\$500	\$0	\$0	\$0	\$0	\$500	\$0	\$0	\$0	\$0
South Kortright -- South Kortright Central School -- Renovations									
\$10,500	\$0	\$0	\$0	\$0	\$10,500	\$0	\$0	\$0	\$0
Stamford -- Catskill Revitalization Corporation -- I Love New York									
\$50,000	\$0	\$0	\$0	\$0	\$50,000	\$0	\$0	\$0	\$0
Stamford -- Catskill Revitalization Corporation -- Operating Expenses									
\$300,000	\$0	\$0	\$0	\$0	\$75,000	\$75,000	\$75,000	\$75,000	\$0
Page Totals									
\$379,355	\$0	\$0	\$0	\$0	\$145,355	\$84,000	\$75,000	\$75,000	\$0
Balance Forward									
\$3,862,377	\$0	\$0	\$0	\$5,330	\$909,585	\$1,259,816	\$984,221	\$292,480	\$410,945
Total	\$4,241,732	\$0	\$0	\$5,330	\$1,054,940	\$1,343,816	\$1,059,221	\$367,480	\$410,945

Balance	Q-1 '08	Q2 - '08	Q3 - '08	Q4 - '08	Q1 - '09	Q2 - '09	Q3 - '09	Q4 - '09	'Yr 2010
Stamford -- Catskill Revitalization Corporation -- Railroad Car Purchase									
\$100,000	\$0	\$0	\$0	\$0	\$0	\$0	\$100,000	\$0	\$0
Stamford -- SGC Junior Golf, Inc. -- 2009 Operating Expenses									
\$4,150	\$0	\$0	\$0	\$0	\$0	\$4,150	\$0	\$0	\$0
Stamford -- Stamford Central School -- KEY Program									
\$300	\$0	\$0	\$0	\$0	\$0	\$300	\$0	\$0	\$0
Stamford -- Stamford Central School -- KEY Program									
\$300	\$0	\$0	\$0	\$0	\$0	\$0	\$300	\$0	\$0
Stamford -- Stamford Central School -- KEY Program									
\$300	\$0	\$0	\$0	\$0	\$0	\$300	\$0	\$0	\$0
Stamford -- Stamford Central School -- KEY Program									
\$300	\$0	\$0	\$0	\$0	\$0	\$300	\$0	\$0	\$0
Stamford -- Stamford Central School -- KEY Program									
\$300	\$0	\$0	\$0	\$0	\$0	\$300	\$0	\$0	\$0
Stamford -- Stamford Central School -- KEY Program									
\$2,000	\$0	\$0	\$0	\$0	\$0	\$0	\$2,000	\$0	\$0
Stamford -- Stamford Central School -- Music Tapes									
\$2,445	\$0	\$0	\$0	\$0	\$2,445	\$0	\$0	\$0	\$0
Stamford -- Village of Stamford -- Fire Station Renovations									
\$5,000	\$0	\$0	\$0	\$0	\$5,000	\$0	\$0	\$0	\$0
Stamford -- Western Catskills Community Revitalization Council, Inc. -- Strategic Plan									
\$4,000	\$0	\$0	\$0	\$0	\$0	\$4,000	\$0	\$0	\$0
Treadwell -- Senior Citizen Service Fund, Inc. -- Assistance									
\$5,000	\$0	\$0	\$0	\$0	\$0	\$1,500	\$2,000	\$0	\$1,500
Page Totals									
\$123,795	\$0	\$0	\$0	\$0	\$7,445	\$10,550	\$104,300	\$0	\$1,500
Balance Forward									
\$4,241,732	\$0	\$0	\$0	\$5,330	\$1,054,940	\$1,343,816	\$1,059,221	\$367,480	\$410,945
Total	\$4,365,527	\$0	\$0	\$5,330	\$1,062,385	\$1,354,366	\$1,163,521	\$367,480	\$412,445

	Balance	Q-1 '08	Q2 - '08	Q3 - '08	Q4 - '08	Q1 - '09	Q2 - '09	Q3 - '09	Q4 - '09	'Yr 2010
Walton -- Christ Church -- Parish Hall Repairs										
	\$3,900	\$0	\$0	\$0	\$0	\$0	\$0	\$3,900	\$0	\$0
Walton -- Christ Church -- Stained Glass Window										
	\$6,400	\$0	\$0	\$0	\$0	\$0	\$6,400	\$0	\$0	\$0
Walton -- Walton Dollars for Scholars -- Scholarships										
	\$5,000	\$0	\$0	\$0	\$0	\$0	\$5,000	\$0	\$0	\$0
Walton -- Walton Historical Society -- Books										
	\$745	\$0	\$0	\$0	\$0	\$745	\$0	\$0	\$0	\$0
2008 Totals	\$2,335,930	\$0	\$0	\$0	\$0	\$413,245	\$916,482	\$462,204	\$243,500	\$300,499

Page Totals	\$16,045	\$0	\$0	\$0	\$0	\$745	\$11,400	\$3,900	\$0	\$0
Balance Forward	\$4,365,527	\$0	\$0	\$0	\$5,330	\$1,062,385	\$1,354,366	\$1,163,521	\$367,480	\$412,445
Total	\$4,381,572	\$0	\$0	\$0	\$5,330	\$1,063,130	\$1,365,766	\$1,167,421	\$367,480	\$412,445

Balance	Q-1 '08	Q2 - '08	Q3 - '08	Q4 - '08	Q1 - '09	Q2 - '09	Q3 - '09	Q4 - '09	'Yr 2010	
Grand Total:	\$4,381,572	\$0	\$0	\$0	\$5,330	\$1,063,130	\$1,365,766	\$1,167,421	\$367,480	\$412,445
					\$5,330				\$3,963,797	\$412,445

Plus grants paid in January 2009 + 243,672
1306,802

Grant Funds Paid Out by the O'Connor Foundation, Inc.

January 1, 2009 to January 21, 2009

21-Jan-09

Payment Date	Organization	Location	Purpose	Status	Payment Amount
January 2009					
1/8/2009	Albany Law School	Albany	Scholarships	School	\$12,500.00
1/8/2009	Broome Community College Foundation, Inc.	Binghamton	Scholarships	School	\$10,000.00
1/8/2009	Cazenovia College	Cazenovia	Scholarships	School	\$10,000.00
1/8/2009	Cobleskill Ag & Tech College Foundation, Inc.	Cobleskill	Scholarships	School	\$16,000.00
1/8/2009	Colgate University	Hamilton	Scholarships	School	\$10,000.00
1/8/2009	College Foundation at Delhi, Inc.	Delhi	Scholarships	501(C)(3) Not fo	\$10,000.00
1/8/2009	College Foundation at Delhi, Inc.	Delhi	Scholarships	501(C)(3) Not fo	\$10,000.00
1/8/2009	Cornell University	Ithaca	Scholarships	School	\$13,500.00
1/8/2009	Empire State College Foundation	Saratoga Springs	Scholarships	School	\$14,500.00
1/8/2009	Foundation of the SUNY at Binghamton	Binghamton	Scholarships	School	\$12,500.00
1/8/2009	Hartwick College	Oneonta	Scholarships	School	\$12,500.00
1/8/2009	Rensselaer Polytechnic Institute	Troy	Scholarships	School	\$12,500.00
1/8/2009	Sage Colleges	Troy	Scholarships	School	\$12,500.00
1/8/2009	State University College at Oneonta Foundation	Oneonta	Scholarships	501(C)(3) Not fo	\$5,000.00
1/8/2009	SUNY - Oneonta Foundation	Oneonta	Scholarships	School	\$16,000.00
1/8/2009	Syracuse University	Syracuse	Scholarships	School	\$12,500.00
1/13/2009	Delaware Opportunities, Inc.	Hamden	Big Buddy Program	Municipality	\$1,667.00
1/13/2009	Foundation for the Open Eye	Margaretville	2008-2009 Programming	501(C)(3) Not fo	\$2,384.00
1/13/2009	Girl Scouts - Indian Hills Council	Binghamton	Workshops	501(C)(3) Not fo	\$500.00
1/13/2009	Girl Scouts - Indian Hills Council	Binghamton	Canoe Equipment & New Troop Support	501(C)(3) Not fo	\$746.00
1/13/2009	Roxbury Arts Group, Inc.	Roxbury	Art Programming	501(C)(3) Not fo	\$500.00

Payment Date	Organization	Location	Purpose	Status	Payment Amount
1/13/2009	Roxbury Central School	Roxbury	Travel Expenses	School	\$3,575.00
1/13/2009	South Kortright Central School	South Kortright	Workshop Expenses	School	\$1,000.00
1/13/2009	South Kortright Central School	South Kortright	Key Program	School	\$450.00
1/13/2009	South Kortright Central School	South Kortright	Key Program	School	\$450.00
1/13/2009	South Kortright Central School	South Kortright	Key Program	School	\$450.00
1/13/2009	South Kortright Central School	South Kortright	Tuition Assistance	School	\$1,500.00
1/13/2009	South Kortright Central School	South Kortright	Summer Key Program	School	\$450.00
1/13/2009	United Ministry of Delhi	Delhi	Sanctuary Repairs	Religious	\$40,000.00
January 2009 Total					\$243,672.00
Grand Total:					\$243,672.00
					100.00%

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
SEE ATTACHED SCHEDULE	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
13,085,581.	14,985,679.	0.	0.	-1,900,098.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
SEE ATTACHED SCHEDULE	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
20,620,806.	22,652,239.	0.	0.	-2,031,433.

CAPITAL GAINS DIVIDENDS FROM PART IV	175,033.
TOTAL TO FORM 990-PF, PART I, LINE 6A	-3,756,498.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	AMOUNT
INTEREST INCOME-CASH EQUIVALENTS	77,669.
INTEREST INCOME-OID	51,465.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	129,134.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	3
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDEND INCOME	1,148,009.	175,033.	972,976.
INTEREST INCOME	667,504.	0.	667,504.
INTEREST INCOME - LOAN	5,250.	0.	5,250.
TOTAL TO FM 990-PF, PART I, LN 4	1,820,763.	175,033.	1,645,730.

FORM 990-PF	OTHER INCOME	STATEMENT	4
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CASH IN LIEU	722.	722.	
TOTAL TO FORM 990-PF, PART I, LINE 11	722.	722.	

FORM 990-PF	LEGAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	50,198.	25,099.		25,099.
TO FM 990-PF, PG 1, LN 16A	50,198.	25,099.		25,099.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	27,250.	13,625.		13,625.
TO FORM 990-PF, PG 1, LN 16B	27,250.	13,625.		13,625.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES	496,578.	496,578.		0.
OTHER PROFESSIONAL FEES	1,693.	1,693.		0.
INVESTMENT FEES	0.	0.		0.
TO FORM 990-PF, PG 1, LN 16C	498,271.	498,271.		0.

FORM 990-PF	TAXES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAXES	92,000.	0.		0.
PAYROLL TAXES	9,654.	0.		9,654.
FOREIGN TAXES	17,794.	17,794.		0.
TO FORM 990-PF, PG 1, LN 18	119,448.	17,794.		9,654.

FORM 990-PF	OTHER EXPENSES			STATEMENT 9
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE	7,474.	0.		7,474.
POSTAGE	685.	0.		685.
NYS FILING FEE	1,500.	0.		1,500.
OFFICE SUPPLIES	2,377.	0.		2,377.
TELEPHONE	3,129.	0.		3,129.
DUES & SUBSCRIPTIONS	8,571.	0.		8,571.
MISCELLANEOUS EXPENSE	700.	0.		700.
REPAIR & MAINTENANCE	802.	0.		802.
CERTIFICATION FEE	1,995.	0.		1,995.
INTERNET EXPENSE	1,194.	0.		1,194.
EQUIPMENT RENTAL	96.	0.		96.
TO FORM 990-PF, PG 1, LN 23	28,523.	0.		28,523.

FOOTNOTES

STATEMENT 10

THE RETURN IS BEING AMENDED TO REFLECT A CHANGE IN THE COST BASIS OF A SECURITY SALE TRANSACTION AND SUBSEQUENTLY THE ASSETS ON THE YEAR END BALANCE SHEET. THE CHANGE IS A RESULT OF AN AMENDMENT MADE BY THE BROKERAGE FIRM SUBSEQUENT TO THE FILING OF THE ORIGINAL RETURN. THE COST BASIS AND UNITS OF THE SECURITY SOLD WERE HIGHER THAN ORIGINALLY REPORTED BY.	881,672.
FORM 990-PF, PAGE 1, PART I, LINE 6A	
NET GAIN OR (LOSS) FROM SALE OF ASSETS, ORIGINALLY REPORTED	-2,874,826.
ADJUSTMENT TO CORRECT COST BASIS, PER BROKERAGE FIRM	-881,672.
NET GAIN OR (LOSS) FROM SALE OF ASSETS AS ADJUSTED	-3,756,498.
FORM 990-PF, PAGE 2, PART II, LINE 13, COLUMN B	
INVESTMENTS - OTHER, AS ORIGINALLY REPORTED	14,704,661.
ADJUSTMENT TO CORRECT COST BASIS	-881,672.
INVESTMENTS - OTHER AS ADJUSTED	13,822,989.
FORM 990-PF, PAGE 2, PART II, LINE 27, COLUMN B	
CAPITAL STOCK, TRUST PRINCIPAL, OR CURRENT FUNDS, ORIGINALLY	63,870,845.
ADJUSTMENT TO CORRECT COST BASIS	-881,672.
CAPITAL STOCK, TRUST PRINCIPAL, OR CURRENT FUNDS AS ADJUSTED	62,989,173.
FORM 990-PF, PAGE 2, PART II LINE 27, COLUMN C	
INVESTMENTS-OTHER, AS ORIGINALLY REPORTED	11,691,364.
ADJUSTMENT TO CORRECT FAIR MARKET VALUE	-482,600.
INVESTMENTS - OTHER. COL C AS ADJUSTED	11,208,764.

FORM 990-PF, PAGE 2, PART III, LINE 6, TOTAL NET ASSETS OR FUND BALANCE-END OF YEAR-2008 ORIGINALLY ADJUSTMENT TO CORRECT BASIS	63,870,845. -881,672.
TOTAL NET ASSETS OR FUND BALANCE AT END OF YEAR AS ADJUSTED	62,989,173.
FORM 990-PF, PAGE 2, PART II, LINE 16, COLUMN B TOTAL ASSETS, AS ORIGINALLY FILED ADJUSTMENT TO CORRECT	63,871,375. -881,672.
TOTAL ASSETS, AMENDED	62,989,703.
FORM 990-PF, PAGE 2, PART II, LINE 16, COLUMN C TOTAL ASSETS, AS ORIGINALLY FILED ADJUSTMENT TO CORRECT	54,931,864. -482,600.
TOTAL ASSETS, AMENDED	54,449,264.
FORM 990-PF, PAGE 8, PART X, LINE 1A AVERAGE MONTHLY FAIR MARKET VALUE OF SECURITIES ADJUSTMENT TO CORRECT AVG FAIR MARKET VALUE	62,834,176. -80,434.
AVERAGE MONTHLY FAIR MARKET VALUE OF SECURITIES - ADJUSTED	62,753,742.
LINES 1D, 4 & 6 ALSO CHANGED AS A RESULT OF THE CHANGE IN FAIR MARKET VALUE. THIS CHANGE CARRIED THROUGH TO PART XI	
FORM 990-PF, PAGE 9, PART XIII, LINE 1 AND 6F, DECREASED BY \$3,962 UNDISTRIBUTED INCOME FOR 2008 AS ORIGINALLY REPORTED, LINE 6 ADJUSTMENT TO CORRECT	2,138,798. -3,962.
UNDISTRIBUTED INCOME FOR 2008 - AS ADJUSTED	2,134,836.
THERE IS NO TAX IMPACT IN 2008 RESULTING FROM THE CHANGE AS THE FOUNDATION HAS AN OVERALL CAPITAL LOSS. ALL AMENDED ITEMS RELATED TO BROKERAGE ADJUSTMENT TO SALE OF GARGOYLE FUND INVESTMENT	

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 11
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DESCRIPTION	AMOUNT
TO ADJUST ASSETS TO TAX BASIS	291,018.
TO ADJUST ASSETS TO TAX BASIS	611,017.
TOTAL TO FORM 990-PF, PART III, LINE 5	902,035.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT 12
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US OBLIGATIONS-SEE SCHEDULE	X		8,970,512.	9,509,054.
MUNICIPAL OBLIGATIONS - SEE SCHEDULE		X	400,000.	401,564.
TOTAL U.S. GOVERNMENT OBLIGATIONS			8,970,512.	9,509,054.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			400,000.	401,564.
TOTAL TO FORM 990-PF, PART II, LINE 10A			9,370,512.	9,910,618.

FORM 990-PF	CORPORATE STOCK	STATEMENT 13
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK-SEE SCHEDULE	27,137,494.	21,803,106.
TOTAL TO FORM 990-PF, PART II, LINE 10B	27,137,494.	21,803,106.

FORM 990-PF	CORPORATE BONDS	STATEMENT 14
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS-SEE SCHEDULE	8,810,685.	7,678,753.
TOTAL TO FORM 990-PF, PART II, LINE 10C	8,810,685.	7,678,753.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	15
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUND-SEE SCHEDULE	COST	11,307,632.	9,271,967.
LIMITED PARTNERSHIP - SEE SCHEDULE	COST	1,109,995.	700,602.
ALTERNATIVE INVESTMENTS - SEE SCHEDULE	COST	1,405,362.	1,236,195.
TOTAL TO FORM 990-PF, PART II, LINE 13		13,822,989.	11,208,764.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 16
DESCRIPTION	BOY AMOUNT	EOY AMOUNT
PAYROLL LIABILITIES	530.	530.
TOTAL TO FORM 990-PF, PART II, LINE 22	530.	530.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 17
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
DONALD F. BISHOP II HOBART, NY	CHAIR/EX DIR 35.00	85,516.	21,379.	0.
CHARLOTTE BISHOP HILL DELHI, NY	VICE-CHAIR 21.00	12,530.	3,132.	0.
WILLIAM MURPHY NEW YORK, NY	DIRECTOR 0.00	0.	0.	0.
PAMELA HILL DELHI, NY	EXEC SECR/TREAS 0.00	0.	0.	0.
SUZANNE HILL DELHI, NY	DIRECTOR 0.00	0.	0.	0.
EUGENE PECKHAM BINGHAMTON, NY	DIRECTOR 0.00	0.	0.	0.
AMY BISHOP SOMMERVILLE, MA	DIRECTOR 0.00	0.	0.	0.
LAWRENCE C ANDERSON BINGHAMTON, NY	ASSIST SECRETARY 0.00	0.	0.	0.
LINDSAY BISHOP FAYETTEVILLE, NY	DIRECTOR 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		98,046.	24,511.	0.

FORM 990-PF

EXPENDITURE RESPONSIBILITY STATEMENT
PART VII-B, LINE 5C

STATEMENT 18

GRANTEE'S NAME

ROTARY CLUB OF DELHI-PEOPLE WHO CARE

GRANTEE'S ADDRESS597 ANDES RD
DELHI, NY 13753GRANT AMOUNT

1,667.

DATE OF GRANT

02/25/08

AMOUNT EXPENDED

1,667.

VERIFICATION DATE

01/18/08

PURPOSE OF GRANTTO PROVIDE A GRANT FOR THE JOINT "AFTER PROM PARTY" FOR DELAWARE ACADEMY
AND ANDES CENTRAL SCHOOL IN DELHI, NYDATES OF REPORTS BY GRANTEE

1/18/08

ANY DIVERSION BY GRANTEE

NONE

RESULTS OF VERIFICATION

FUNDS WERE USED FOR ORIGINAL GRANT PUPOSES.

GRANTEE'S NAME

ROTARY CLUB OF DELHI-PEOPLE WHO CARE

GRANTEE'S ADDRESS597 ANDES RD
DELHI, NY 13753

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>	<u>VERIFICATION DATE</u>
1,667.	09/22/08	1,667.	05/05/08

PURPOSE OF GRANTTO PROVIDE A GRANT FOR THE JOINT "AFTER PROM PARTY" FOR DELAWARE ACADEMY
AND ANDES CENTRAL SCHOOL IN DELHI, NYDATES OF REPORTS BY GRANTEE

5/3/08

ANY DIVERSION BY GRANTEE

NONE

RESULTS OF VERIFICATION

FUNDS WERE USED FOR ORIGINAL GRANT PUPOSES.

Form **4562**Department of the Treasury
Internal Revenue Service

(99)

Depreciation and Amortization

(Including Information on Listed Property)

OMB No 1545-0172

2008Attachment
Sequence No **67**

▶ See separate instructions. ▶ Attach to your tax return.

Name(s) shown on return

O'CONNOR FOUNDATION

Identifying number

Business or activity to which this form relates

All Business Activities**Part I Election To Expense Certain Property Under Section 179****Note:** If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount. See the instructions for a higher limit for certain businesses	1	250,000
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	800,000
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	

(a) Description of property	(b) Cost (business use only)	(c) Elected cost	
6			
7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2007 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2009. Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V**Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.) (See instructions.)**

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	3,122

Part III MACRS Depreciation (Do not include listed property.) (See instructions)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2008	17	2,762
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		

Section B-Assets Placed in Service During 2008 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only-see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27.5 yrs	MM	S/L	
			27.5 yrs.	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	
				MM	S/L	

Section C-Assets Placed in Service During 2008 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs.		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (see instructions)

21	Listed property. Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations-see instr.	22	5,884
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

For Paperwork Reduction Act Notice, see separate instructions.

Form **4562** (2008)

DAA

Part V Listed Property (Include automobiles, certain other vehicles, cellular telephones, certain computers, and property used for entertainment, recreation, or amusement)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A-Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles)

24a Do you have evidence to support the business/investment use claimed?					24b If "Yes," is the evidence written?				
Yes No					Yes No				
(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost	
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions) ...							25		
26 Property used more than 50% in a qualified business use									
		%							
		%							
27 Property used 50% or less in a qualified business use:									
		%				S/L-			
		%				S/L-			
28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1							28		
29 Add amounts in column (i), line 26 Enter here and on line 7, page 1								29	

Section B-Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle 1	(b) Vehicle 2	(c) Vehicle 3	(d) Vehicle 4	(e) Vehicle 5	(f) Vehicle 6
30 Total business/investment miles driven during the year (do not include commuting miles)						
31 Total commuting miles driven during the year						
32 Total other personal (noncommuting) miles driven						
33 Total miles driven during the year. Add lines 30 through 32						
34 Was the vehicle available for personal use during off-duty hours?	Yes No	Yes No	Yes No	Yes No	Yes No	Yes No
35 Was the vehicle used primarily by a more than 5% owner or related person?						
36 Is another vehicle available for personal use?						

Section C-Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons (see instructions).

	Yes	No
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions.)		

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2008 tax year (see instructions):					
Software-2008	11/03/08	1,135	0	3.0	63
43 Amortization of costs that began before your 2008 tax year					43
44 Total. Add amounts in column (f). See the instructions for where to report					44 63

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
 - If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).
- Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.**

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on **e-file for Charities & Nonprofits**.

Type or print File by the due date for filing your return. See instructions.	Name of Exempt Organization A. LINDSAY & OLIVE B. O'CONNOR FOUNDATION, INC.	Employer identification number 16-6063485
	Number, street, and room or suite no. If a P.O. box, see instructions. C/O CHEMUNG CANAL TRUST CO., -PO BOX 1522	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. ELMIRA, NY 14902	

Check type of return to be filed (file a separate application for each return):

- | | | |
|---|---|------------------------------------|
| ☐ Form 990 | ☐ Form 990-T (corporation) | ☐ Form 4720 |
| ☐ Form 990-BL | ☐ Form 990-T (sec. 401(a) or 408(a) trust) | ☐ Form 5227 |
| ☐ Form 990-EZ | ☐ Form 990-T (trust other than above) | ☐ Form 6069 |
| ☒ Form 990-PF | ☐ Form 1041-A | ☐ Form 8870 |

CHEMUNG CANAL TRUST COMPANY, TRUST

- The books are in the care of ► **PO BOX 1522 - TRUST TAX DEPARTMENT - ELMIRA, NY 14902**
Telephone No. ► **607-737-3896** FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension will cover.

- 1** I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2009**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
► ☒ **X** calendar year **2008** or
► ☐ tax year beginning , and ending .

- 2** If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$ 19,119.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$ 63,267.
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$ 0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA **For Privacy Act and Paperwork Reduction Act Notice, see Instructions.**

Form **8868** (Rev 4-2009)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box ☒ **X**
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print File by the extended due date for filing the return. See instructions.	Name of Exempt Organization A. LINDSAY & OLIVE B. O'CONNOR FOUNDATION, INC.	Employer identification number 16-6063485
	Number, street, and room or suite no. If a P.O. box, see instructions. C/O CHEMUNG CANAL TRUST CO., -PO BOX 1522	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. ELMIRA, NY 14902	

Check type of return to be filed (File a separate application for each return):

- | | | | | | |
|--------------------------------------|---|---|--------------------------------------|------------------------------------|------------------------------------|
| ☐ Form 990 | ☐ Form 990-EZ | ☐ Form 990-T (sec. 401(a) or 408(a) trust) | ☐ Form 1041-A | ☐ Form 5227 | ☐ Form 8870 |
| ☐ Form 990-BL | ☒ Form 990-PF | ☐ Form 990-T (trust other than above) | ☐ Form 4720 | ☐ Form 6069 | |

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.**CHEMUNG CANAL TRUST COMPANY, TRUST**

- The books are in the care of **PO BOX 1522 - TRUST TAX DEPARTMENT - ELMIRA, NY 14902**
Telephone No. **607-737-3896** FAX No. _____
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.
- 4 I request an additional 3-month extension of time until **NOVEMBER 15, 2009.**
- 5 For calendar year **2008**, or other tax year beginning _____, and ending _____.
- 6 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period
- 7 State in detail why you need the extension
ADDITIONAL TIME IS REQUIRED TO OBTAIN INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$ 12,159.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$ 63,267.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$ 0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct and complete, and that I am authorized to prepare this form.

Signature **Arthur J. Malachuk** Title **CPA** Date **8/1/09**

Form 8868 (Rev. 4-2009)

**STATUTE UNIT
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OPEN**