Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2008

For calendar year 2008, or tax year beginning 06/01, 2008, and ending 05/31, 20 09

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
JOHN H & ETHEL G NOBLE CHARITABLE TRUST C/O
DEUTSCHE BANK TRUST CO., N.A.

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
PO BOX 1297 CHURCH ST. STATION

City or town, state, and ZIP code
NEW YORK, NY 10008

A Employer identification number: 13-6307313

B Telephone number (see page 10 of the instructions): (212) 454-8601

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: [X] 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)* ▶ $ 17,361,917.

J Accounting method: [X] Cash ☐ Accrual
☐ Other (specify) ______________________
(Part I, column (d) must be on cash basis.)

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ▶ ☐ if the foundation is **not** required to attach Sch B.				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	453,949.	453,949.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-1,131,372.			
	b Gross sales price for all assets on line 6a 4,711,240.				
	7 Capital gain net income (from Part IV, line 2)				
	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) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	-677,423.	453,949.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	179,567.	89,783.		89,783.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule) STMT 3	10,145.	10,145.	NONE	NONE
	b Accounting fees (attach schedule) STMT 4	450.	NONE	NONE	NONE
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 5	2,889.	2,889.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule)				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	193,051.	102,817.	NONE	89,783.
	25 Contributions, gifts, grants paid	1,110,000.			1,110,000.
	26 **Total expenses and disbursements** Add lines 24 and 25	1,303,051.	102,817.	NONE	1,199,783.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-1,980,474.			
	b **Net investment income** (if negative, enter -0-)		351,132.		
	c **Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	573,059.	2,660,144.	2,660,144.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶ NONE			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule) STMT 6			
	b	Investments - corporate stock (attach schedule) STMT 7	12,166,046.	9,287,579.	9,343,450.
	c	Investments - corporate bonds (attach schedule) STMT 8	4,903,431.	4,402,505.	4,431,132.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) STMT 9	1,950,213.	1,262,047.	927,191.
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶ STMT 10)			
	16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	19,592,749.	17,612,275.	17,361,917.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)			
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ ☐ 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. ▶ X			
	27	Capital stock, trust principal, or current funds	19,564,719.	17,612,275.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	28,030.		
	30	Total net assets or fund balances (see page 17 of the instructions)	19,592,749.	17,612,275.	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	19,592,749.	17,612,275.	

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	19,592,749.
2	Enter amount from Part I, line 27a	2	-1,980,474.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	17,612,275.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	17,612,275.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co)	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr.)
1a	SEE PART IV DETAIL			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
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** -1,131,372.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions).
If (loss), enter -0- in Part I, line 8 ..... **3**

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2007	1,158,508.	21,999,172.	0.05266143653
2006	981,748.	20,709,907.	0.04740475175
2005	990,933.	19,772,431.	0.05011690267
2004	921,368.	19,176,732.	0.04804614259
2003	548,094.	18,203,817.	0.03010874038

2	**Total** of line 1, column (d)	2	0.22833797392
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.04566759478
4	Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	16,578,740.
5	Multiply line 4 by line 3	5	757,111.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,511.
7	Add lines 5 and 6	7	760,622.
8	Enter qualifying distributions from Part XII, line 4	8	1,199,783.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the 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 ▶ [X] and enter 1% of Part I, line 27b	1	3,511.
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	
3	Add lines 1 and 2	3	3,511.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	3,511.
6	Credits/Payments:		
a	2008 estimated tax payments and 2007 overpayment credited to 2008 — 6a — 16,460.		
b	Exempt foreign organizations-tax withheld at source — 6b — NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c — NONE		
d	Backup withholding erroneously withheld — 6d —		
7	Total credits and payments Add lines 6a through 6d	7	16,460.
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	12,949.
11	Enter the amount of line 10 to be: **Credited to 2009 estimated tax** ▶ 12,949. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶$ ________ (2) On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
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.*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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?	6	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*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ STMT 11			
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*	8b	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 on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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 page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ DEUTSCHE BANK TRUST CO., N.A. Telephone no. ▶ (212)454-8601
Located at ▶ 280 PARK AVE. - 2 W, NEW YORK, NY ZIP + 4 ▶ 10017

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

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

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

				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)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2008?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ____ , ____ , ____ , ____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see page 20 of the instructions.)		2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____ , ____ , ____ , ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2008 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2008.)*		3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008?		4b		X

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

		Yes	No
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)? (see page 22 of the instructions)	☐ 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 page 22 of the instructions)? — **5b**		
	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?	☐ 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	☒ No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? — **6b**		X
	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	☒ No
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? — **7b**		

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 (see page 22 of the instructions).

(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 12		179,567.	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). 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
SEE STATEMENT 13		NONE	NONE	NONE

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
SEE STATEMENT 14		NONE

Total number of others receiving over $50,000 for professional services . . . . ▶ NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See page 24 of the instructions 3 NONE	
Total. Add lines 1 through 3 . . . . ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	15,889,729.
b	Average of monthly cash balances	1b	941,479.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	16,831,208.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	16,831,208.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	252,468.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	16,578,740.
6	**Minimum investment return.** Enter 5% of line 5	6	828,937.

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

1	Minimum investment return from Part X, line 6			1	828,937.
2a	Tax on investment income for 2008 from Part VI, line 5	2a	3,511.		
b	Income tax for 2008. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	3,511.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	825,426.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	825,426.
6	Deduction from distributable amount (see page 25 of the instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	825,426.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,199,783.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,199,783.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	3,511.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,196,272.

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

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

		(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1	Distributable amount for 2008 from Part XI, line 7				825,426.
2	Undistributed income, if any, as of the end of 2007				
a	Enter amount for 2007 only			NONE	
b	Total for prior years 20 06 ,20 ___ , 20 ___		NONE		
3	Excess distributions carryover, if any, to 2008:				
a	From 2003 NONE				
b	From 2004 NONE				
c	From 2005 84,857.				
d	From 2006 NONE				
e	From 2007 91,463.				
f	**Total** of lines 3a through e	176,320.			
4	Qualifying distributions for 2008 from Part XII, line 4 ▶ $ 1,199,783.				
a	Applied to 2007, but not more than line 2a			NONE	
b	Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c	Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d	Applied to 2008 distributable amount				825,426.
e	Remaining amount distributed out of corpus	374,357.			
5	Excess distributions carryover applied to 2008 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e. Subtract line 5	550,677.			
b	Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d	Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions		NONE		
e	Undistributed income for 2007. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions			NONE	
f	Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009				NONE
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8	Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9	**Excess distributions carryover to 2009.** Subtract lines 7 and 8 from line 6a	550,677.			
10	Analysis of line 9:				
a	Excess from 2004 NONE				
b	Excess from 2005 84,857.				
c	Excess from 2006 NONE				
d	Excess from 2007 91,463.				
e	Excess from 2008 374,357.				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2008, enter the date of the ruling . . . . ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2008	(b) 2007	(c) 2006	(d) 2005	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon a "Assets" alternative test - enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter (1) Total support other than gross investment income (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 page 27 of the instructions.)

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000). (See section 507(d)(2).)

N/A

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

N/A

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

Check here ▶ ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* SEE STATEMENT 23				
Total . . . . ▶ **3a**				1,110,000.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	453,949.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory				-1,131,372.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue. a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				-677,423.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 -677,423.

(See worksheet in line 13 instructions on page 28 to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 28 of the instructions.)
	NOT APPLICABLE

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

		Line	Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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

Alan Gabel 04/14/2010 Director

Signature of officer or trustee ALAN GABEL Date Title

Paid Preparer's Use Only

Preparer's signature	Date 04/14/2010	Check if self-employed ☐	Preparer's identifying number (See **Signature** on page 30 of the instructions)
Firm's name (or yours if self-employed), address, and ZIP code	THOMSON REUTERS (TAX & ACCOUNTING) 343 THORNALL STREET, SUITE 710 EDISON, NJ 08837	EIN ▶ 75-1297386 Phone no 732-767-9100	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					-37,747.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					2,513.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					23,663.	
		685. PROCTER & GAMBLE CO COM PROPERTY TYPE: SECURITIES					01/09/2007	06/05/2008
45,634.00		43,572.00					2,062.00	
		1075. JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES					10/23/1991	06/23/2008
69,079.00		11,818.00					57,261.00	
		725. ST JUDE MED INC COM PROPERTY TYPE: SECURITIES					03/06/2008	06/23/2008
29,703.00		31,722.00					-2,019.00	
		265. ST JUDE MED INC COM PROPERTY TYPE: SECURITIES					05/09/2006	06/23/2008
10,857.00		10,316.00					541.00	
		1375. IPATH DOW JONES UBS COMMODITY INDE PROPERTY TYPE: SECURITIES					04/24/2008	06/24/2008
96,213.00		89,070.00					7,143.00	
		7050. DWS RREEF GLOBAL REAL ESTATE SEC F PROPERTY TYPE: SECURITIES					06/22/2007	06/24/2008
64,508.00		83,754.00					-19,246.00	
		370. DBTC INTERNATIONAL FUND PROPERTY TYPE: SECURITIES					03/30/2007	06/30/2008
120,963.00		148,445.00					-27,482.00	
		840. DBTC US SMALL CAPITALIZATION FUND PROPERTY TYPE: SECURITIES					01/16/2007	06/30/2008
77,568.00		86,666.00					-9,098.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		1600. CISCO SYS INC COM PROPERTY TYPE: SECURITIES					03/06/2008	07/08/2008
36,343.00		45,119.00					-8,776.00	
		2180. CISCO SYS INC COM PROPERTY TYPE: SECURITIES					02/03/2006	07/08/2008
49,517.00		39,382.00					10,135.00	
		190. ELECTRONIC ARTS COM PROPERTY TYPE: SECURITIES					03/06/2008	07/08/2008
8,705.00		8,924.00					-219.00	
		2085. ELECTRONIC ARTS COM PROPERTY TYPE: SECURITIES					01/09/2007	07/08/2008
95,522.00		110,202.00					-14,680.00	
		2175. HEWLETT PACKARD CO COM (**) PROPERTY TYPE: SECURITIES					07/19/2006	07/08/2008
94,198.00		68,099.00					26,099.00	
		400. TEREX CORP NEW PROPERTY TYPE: SECURITIES					10/26/2007	07/08/2008
18,829.00		30,373.00					-11,544.00	
		120. TEREX CORP NEW PROPERTY TYPE: SECURITIES					06/25/2007	07/08/2008
5,649.00		10,207.00					-4,558.00	
		769. TEREX CORP NEW PROPERTY TYPE: SECURITIES					03/06/2008	07/08/2008
36,036.00		54,302.00					-18,266.00	
		750. THERMO ELECTRON CORP COM PROPERTY TYPE: SECURITIES					03/06/2008	07/08/2008
43,854.00		41,850.00					2,004.00	
		30. XTO ENERGY INC PROPERTY TYPE: SECURITIES					11/05/2007	07/08/2008
1,813.00		1,595.00					218.00	
		800. XTO ENERGY INC PROPERTY TYPE: SECURITIES					11/05/2007	07/08/2008
48,088.00		42,544.00					5,544.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		1455. AMERICAN INTERNATIONAL GROUP INC C PROPERTY TYPE: SECURITIES					03/06/2008	07/30/2008
38,092.00		86,468.00					-48,376.00	
		1325. JOY GLOBAL INC COM PROPERTY TYPE: SECURITIES					03/29/2007	08/06/2008
86,891.00		55,549.00					31,342.00	
		1930. VALERO ENERGY CORP NEW COM PROPERTY TYPE: SECURITIES					03/06/2008	08/06/2008
63,975.00		123,225.00					-59,250.00	
		343.25 XTO ENERGY INC PROPERTY TYPE: SECURITIES					11/05/2007	08/06/2008
15,237.00		18,254.00					-3,017.00	
		968.75 XTO ENERGY INC PROPERTY TYPE: SECURITIES					01/09/2007	08/06/2008
43,004.00		35,437.00					7,567.00	
		350. ISHARES TR U S TREAS INFLATION PROT PROPERTY TYPE: SECURITIES					01/09/2007	09/11/2008
37,126.00		34,634.00					2,492.00	
		3795. DBTC TAXABLE INCOME FUND PROPERTY TYPE: SECURITIES					06/30/2008	09/15/2008
304,811.00		303,385.00					1,426.00	
		2105. DBTC TAXABLE INCOME FUND PROPERTY TYPE: SECURITIES					01/16/2007	09/15/2008
169,072.00		167,840.00					1,232.00	
		95. VORNADO RLTY TR COM PROPERTY TYPE: SECURITIES					03/06/2008	09/17/2008
8,896.00		7,633.00					1,263.00	
		850. VORNADO RLTY TR COM PROPERTY TYPE: SECURITIES					05/09/2006	09/17/2008
79,598.00		78,877.00					721.00	
		26720. DWS RREEF GLOBAL REAL ESTATE SEC PROPERTY TYPE: SECURITIES					06/22/2007	09/24/2008
218,035.00		317,434.00					-99,399.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		305. THE GOLDMAN SACHS GROUP INC PROPERTY TYPE: SECURITIES					04/01/2008	09/24/2008
40,268.00		52,920.00					-12,652.00	
		440. THE GOLDMAN SACHS GROUP INC PROPERTY TYPE: SECURITIES					01/09/2007	09/24/2008
58,091.00		90,034.00					-31,943.00	
		5235. BROADCOM CORP-CL A PROPERTY TYPE: SECURITIES					05/14/2008	09/25/2008
102,762.00		121,155.00					-18,393.00	
		350. DBTC INTERNATIONAL FUND PROPERTY TYPE: SECURITIES					03/30/2007	09/30/2008
88,534.00		136,884.00					-48,350.00	
		1500. DBTC TAXABLE INCOME FUND PROPERTY TYPE: SECURITIES					01/16/2007	09/30/2008
116,383.00		118,691.00					-2,308.00	
		710. LABORATORY CORP AMER HLDGS COM NEW PROPERTY TYPE: SECURITIES					02/03/2006	10/10/2008
38,634.00		40,588.00					-1,954.00	
		160. FREEPORT-MCM COPR GOLD CL B PROPERTY TYPE: SECURITIES					03/06/2008	10/28/2008
3,854.00		16,892.00					-13,038.00	
		695. FREEPORT-MCM COPR GOLD CL B PROPERTY TYPE: SECURITIES					01/09/2007	10/28/2008
16,741.00		36,188.00					-19,447.00	
		105. LAS VEGAS SANDS CORP COM PROPERTY TYPE: SECURITIES					03/06/2008	10/28/2008
524.00		8,276.00					-7,752.00	
		1210. LAS VEGAS SANDS CORP COM PROPERTY TYPE: SECURITIES					01/09/2007	10/28/2008
6,038.00		112,067.00					-106029.00	
		1320. PROLOGIS TR SH BEN INT PROPERTY TYPE: SECURITIES					03/06/2008	10/28/2008
13,913.00		87,092.00					-73,179.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		1635. THERMO ELECTRON CORP COM PROPERTY TYPE: SECURITIES					08/23/2007	10/28/2008
56,113.00		85,765.00					-29,652.00	
		1784. FOSTER WHEELER LTD COM NEW PROPERTY TYPE: SECURITIES					03/07/2008	10/28/2008
35,542.00		131,443.00					-95,901.00	
		440. AT & T INC COM PROPERTY TYPE: SECURITIES					01/09/2007	10/31/2008
12,144.00		14,977.00					-2,833.00	
		310. AMERICAN TOWER CORP CL A PROPERTY TYPE: SECURITIES					10/25/2007	10/31/2008
9,759.00		13,545.00					-3,786.00	
		415. AMETEK INC NEW COM PROPERTY TYPE: SECURITIES					05/09/2006	10/31/2008
13,479.00		13,979.00					-500.00	
		245. BJS WHSL CLUB INC COM PROPERTY TYPE: SECURITIES					10/15/2007	10/31/2008
8,506.00		8,964.00					-458.00	
		1441. IPATH DOW JONES UBS COMMODITY INDE PROPERTY TYPE: SECURITIES					04/24/2008	10/31/2008
56,631.00		93,345.00					-36,714.00	
		270. CAMERON INTL CORP COM PROPERTY TYPE: SECURITIES					02/03/2006	10/31/2008
6,510.00		6,257.00					253.00	
		210. CELANESE CORP DE SER A COM PROPERTY TYPE: SECURITIES					03/14/2008	10/31/2008
2,839.00		7,926.00					-5,087.00	
		68. CELGENE CORP PROPERTY TYPE: SECURITIES					03/06/2008	10/31/2008
4,280.00		3,796.00					484.00	
		247. CELGENE CORP PROPERTY TYPE: SECURITIES					10/26/2007	10/31/2008
15,546.00		16,092.00					-546.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		160. COLGATE PALMOLIVE PROPERTY TYPE: SECURITIES					05/09/2006	10/31/2008
10,464.00		9,702.00					762.00	
		460. E M C CORP MASS PROPERTY TYPE: SECURITIES					06/28/2007	10/31/2008
5,299.00		8,303.00					-3,004.00	
		16472. EATON VANCE STRUCTURED EMERGING M PROPERTY TYPE: SECURITIES					04/25/2008	10/31/2008
137,047.00		266,083.00					-129036.00	
		275. EDWARDS LIFESCIENCES CORP PROPERTY TYPE: SECURITIES					03/11/2008	10/31/2008
14,542.00		12,118.00					2,424.00	
		360. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES					12/01/1969	10/31/2008
26,726.00		688.00					26,038.00	
		15. GENERAL ELECTRIC CO COM PROPERTY TYPE: SECURITIES					03/06/2008	10/31/2008
292.00		497.00					-205.00	
		575. GENERAL ELECTRIC CO COM PROPERTY TYPE: SECURITIES					04/11/1975	10/31/2008
11,178.00		462.00					10,716.00	
		410. INTEL CORP COM PROPERTY TYPE: SECURITIES					01/09/2007	10/31/2008
6,601.00		8,680.00					-2,079.00	
		339. ISHARES TR U S TREAS INFLATION PROT PROPERTY TYPE: SECURITIES					01/09/2007	10/31/2008
31,513.00		33,546.00					-2,033.00	
		470. KROGER CO PROPERTY TYPE: SECURITIES					08/01/2007	10/31/2008
13,042.00		12,573.00					469.00	
		420. MCDONALDS CORP COM PROPERTY TYPE: SECURITIES					06/28/2007	10/31/2008
24,078.00		21,487.00					2,591.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		135. METTLER-TOLEDO INTL INC COM PROPERTY TYPE: SECURITIES					01/09/2007	10/31/2008
10,375.00		10,767.00					-392.00	
		400. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES					06/17/1993	10/31/2008
8,908.00		1,147.00					7,761.00	
		210. NIKE INC CL B PROPERTY TYPE: SECURITIES					10/15/2007	10/31/2008
12,041.00		13,234.00					-1,193.00	
		150. OCCIDENTAL PETE CORP COM PROPERTY TYPE: SECURITIES					05/09/2006	10/31/2008
8,115.00		7,749.00					366.00	
		415. ORACLE CORP COM PROPERTY TYPE: SECURITIES					04/01/2008	10/31/2008
7,491.00		8,470.00					-979.00	
		200. PNC BK CORP COM PROPERTY TYPE: SECURITIES					05/14/2007	10/31/2008
12,918.00		14,502.00					-1,584.00	
		165. PEPSICO INC CAP PROPERTY TYPE: SECURITIES					01/18/2008	10/31/2008
9,440.00		11,854.00					-2,414.00	
		11340. PIMCO DEVELOPING LOCAL MARKETS FU PROPERTY TYPE: SECURITIES					04/25/2008	10/31/2008
99,565.00		123,606.00					-24,041.00	
		5781. PIMCO DEVELOPING LOCAL MARKETS FUN PROPERTY TYPE: SECURITIES					07/12/2007	10/31/2008
50,757.00		64,327.00					-13,570.00	
		425. QUALCOMM INC COM PROPERTY TYPE: SECURITIES					05/14/2008	10/31/2008
16,371.00		18,861.00					-2,490.00	
		115. STERICYCLE INC PROPERTY TYPE: SECURITIES					01/09/2007	10/31/2008
6,638.00		4,263.00					2,375.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		150. US BANCORP PROPERTY TYPE: SECURITIES					12/11/2007	10/31/2008
4,335.00		5,048.00					-713.00	
		185. UNITED TECHNOLOGIES CORP COM PROPERTY TYPE: SECURITIES					02/03/2006	10/31/2008
9,944.00		10,617.00					-673.00	
		220. V F CORP COM PROPERTY TYPE: SECURITIES					04/01/2008	10/31/2008
12,058.00		17,384.00					-5,326.00	
		190. VERIZON COMMUNICATIONS INC PROPERTY TYPE: SECURITIES					08/01/2007	10/31/2008
5,808.00		8,051.00					-2,243.00	
		1375. J P MORGAN CHASE & CO COM PROPERTY TYPE: SECURITIES					01/09/2007	12/09/2008
47,520.00		65,760.00					-18,240.00	
		25445. PIMCO DEVELOPING LOCAL MARKETS FU PROPERTY TYPE: SECURITIES					05/04/2006	12/09/2008
211,702.00		274,297.00					-62,595.00	
		505. MCDONALDS CORP COM PROPERTY TYPE: SECURITIES					07/25/2007	12/10/2008
30,311.00		25,764.00					4,547.00	
		595. CELGENE CORP PROPERTY TYPE: SECURITIES					03/06/2008	01/06/2009
30,512.00		31,566.00					-1,054.00	
		445. COLGATE PALMOLIVE PROPERTY TYPE: SECURITIES					05/09/2006	01/06/2009
29,753.00		26,985.00					2,768.00	
		520. PROCTER & GAMBLE CO COM PROPERTY TYPE: SECURITIES					01/09/2007	01/06/2009
32,449.00		33,076.00					-627.00	
		455. ABBOTT LABS COM PROPERTY TYPE: SECURITIES					10/10/2008	03/26/2009
20,544.00		21,585.00					-1,041.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		260. ABBOTT LABS COM PROPERTY TYPE: SECURITIES					05/12/1988	03/26/2009
11,739.00		1,378.00					10,361.00	
		470. EDWARDS LIFESCIENCES CORP PROPERTY TYPE: SECURITIES					03/10/2008	03/26/2009
29,079.00		20,704.00					8,375.00	
		18000. DWS HIGH INCOME FUND-INS PROPERTY TYPE: SECURITIES					08/23/2007	04/14/2009
66,780.00		93,600.00					-26,820.00	
		9183.576 EATON VANCE STRUCTURED EMERGING PROPERTY TYPE: SECURITIES					06/24/2008	04/14/2009
77,877.00		141,586.00					-63,709.00	
		4316.424 EATON VANCE STRUCTURED EMERGING PROPERTY TYPE: SECURITIES					05/11/2007	04/14/2009
36,603.00		60,559.00					-23,956.00	
		2594. IPATH DOW JONES UBS COMMODITY INDE PROPERTY TYPE: SECURITIES					09/24/2008	04/20/2009
85,600.00		154,374.00					-68,774.00	
		8731. IPATH DOW JONES UBS COMMODITY INDE PROPERTY TYPE: SECURITIES					12/07/2006	04/20/2009
288,116.00		431,739.00					-143623.00	
		980. ABBOTT LABS COM PROPERTY TYPE: SECURITIES					05/12/1988	05/01/2009
40,581.00		5,195.00					35,386.00	
		780. EDISON INTERNATIONAL PROPERTY TYPE: SECURITIES					09/25/2008	05/01/2009
22,752.00		31,426.00					-8,674.00	
		1770. EDISON INTERNATIONAL PROPERTY TYPE: SECURITIES					07/19/2006	05/01/2009
51,629.00		69,862.00					-18,233.00	
		600. JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES					10/28/2008	05/01/2009
31,433.00		36,774.00					-5,341.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		930. AMGEN INC COM PROPERTY TYPE: SECURITIES					07/08/2008	05/07/2009
44,667.00		46,965.00					-2,298.00	
		680. CELGENE CORP PROPERTY TYPE: SECURITIES					01/08/2008	05/07/2009
28,240.00		33,504.00					-5,264.00	
		550. EXPRESS SCRIPTS INC COM PROPERTY TYPE: SECURITIES					10/10/2008	05/07/2009
34,539.00		28,371.00					6,168.00	
		75. EXPRESS SCRIPTS INC COM PROPERTY TYPE: SECURITIES					03/13/2007	05/07/2009
4,710.00		3,081.00					1,629.00	
		2035. MEDTRONIC INC COM PROPERTY TYPE: SECURITIES					06/23/2008	05/07/2009
68,720.00		103,734.00					-35,014.00	
		1640. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES					12/01/1969	05/20/2009
116,486.00		3,136.00					113,350.00	
TOTAL GAIN(LOSS)							-1131372.	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AT & T INC COM	6,735.	6,735.
ABBOTT LABS COM	4,330.	4,330.
AMERICAN INTERNATIONAL GROUP INC CAP	291.	291.
AMETEK INC NEW COM	945.	945.
BANK NEW YORK MELLON CORP COM	3,647.	3,647.
BURLINGTON NORTHN SANTA FE CORP COM	592.	592.
CELANESE CORP DE SER A COM	318.	318.
CHEVRONTEXACO CORP COM	3,335.	3,335.
COLGATE PALMOLIVE	2,067.	2,067.
DWS RREEF GLOBAL REAL ESTATE SEC FD	1,650.	1,650.
DWS HIGH INCOME FUND-INS	33,862.	33,862.
EOG RES INC	186.	186.
EATON VANCE STRUCTURED EMERGING MKTS	14,515.	14,515.
ECOLAB INC COM	167.	167.
EDISON INTERNATIONAL	2,899.	2,899.
EXXON MOBIL CORPORATION	5,480.	5,480.
FIRSTENERGY CORP COM	3,011.	3,011.
FREEPORT-MCM COPR GOLD CL B	802.	802.
GENERAL ELECTRIC CO COM	6,969.	6,969.
THE GOLDMAN SACHS GROUP INC	261.	261.
HEWLETT PACKARD CO COM (**)	174.	174.
INTEL CORP COM	2,198.	2,198.
ISHARES TR U S TREAS INFLATION PROTECTED	15,305.	15,305.
J P MORGAN CHASE & CO COM	3,567.	3,567.
JOHNSON & JOHNSON COM	1,543.	1,543.
JOY GLOBAL INC COM	199.	199.
KELLOGG CO COM	3,702.	3,702.
KROGER CO	1,611.	1,611.
L-3 COMMUNICATIONS HLDGS INC	863.	863.
MCDONALDS CORP COM	6,713.	6,713.
MEDTRONIC INC COM	1,526.	1,526.
MICROSOFT CORP COM	1,814.	1,814.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MONSANTO CO NEW	2,018.	2,018.
MOSAIC CO COM	70.	70.
NIKE INC CL B	1,952.	1,952.
OCCIDENTAL PETE CORP COM	1,946.	1,946.
ORACLE CORP COM	187.	187.
PNC BK CORP COM	5,786.	5,786.
PEPSICO INC CAP	2,656.	2,656.
PIMCO DEVELOPING LOCAL MARKETS FUND	17,814.	17,814.
T ROWE PRICE GROUP M INC	2,629.	2,629.
PROCTER & GAMBLE CO COM	2,387.	2,387.
PROLOGIS TR SH BEN INT	336.	336.
QUALCOMM INC COM	2,853.	2,853.
SCHLUMBERGER LTD COM	267.	267.
US BANCORP	6,705.	6,705.
UNITED TECHNOLOGIES CORP COM	2,452.	2,452.
V F CORP COM	4,853.	4,853.
VALERO ENERGY CORP NEW COM	579.	579.
VERIZON COMMUNICATIONS INC	3,255.	3,255.
VORNADO RLTY TR COM	555.	555.
WAL MART STORES INC COM	597.	597.
DBTC INTERNATIONAL FUND	81,821.	81,821.
XTO ENERGY INC	257.	257.
DBTC TAXABLE INCOME FUND	170,583.	170,583.
DBTC US SMALL CAPITALIZATION FUND	2,891.	2,891.
MONEY MARKET DEPOSIT ACCOUNT	6,253.	6,253.
ACCENTURE LTD COM SEDOL #2763958	970.	970.
TOTAL	453,949.	453,949.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES - PRINCIPAL (ALLOCA	9,539.	9,539.		
LEGAL FEES - INCOME (ALLOCABLE	606.	606.		
TOTALS	10,145.	10,145.	NONE	NONE

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
AUDIT & ACCOUNTING FEES (ALLOC	450.			
TOTALS	450.	NONE	NONE	NONE

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES ON QUALIFIED FOR	2,889.	2,889.
TOTALS	2,889.	2,889.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION
US TREAS BILLS
TOTALS

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SCHEDULE ATTACHED	9,287,579.	9,343,450.
TOTALS	9,287,579.	9,343,450.

JOHN H & ETHEL G NOBLE CHARITABLE TRUST C/O 13-6307313

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SCHEDULE ATTACHED	4,402,505.	4,431,132.
TOTALS	4,402,505.	4,431,132.

JOHN H & ETHEL G NOBLE CHARITABLE TRUST
Account 226466
USD Base Currency

Portfolio Review
Holdings for Portfolio

Fixed Income

Quantity	Description	% of Category	Unit Cost	Tax Cost	Current Price	Market Value	Rate	Est. Annual Income	Annual Yield %
Investment Funds									
92,385 00	DWS HIGH INCOME FUND-INS	8 3	5 060	467,477 75 M	3 980	367,692 30	0 381	35,198.69	9 57
3,111 00	ISHARES TR U S TREAS INFLATION PROTECTED SECS FD	7 1	99 232	308,709 89 M	101 810	316,730 91	6 255	19,459.31	6 14
42,160.75	DEUTSCHE BANK TRUST COMPANY TAXABLE INCOME FUND	77 3	78 029	3,289,755 10 M	81.250	3,425,542 14	3 982	167,888.48	4 90
Total Investment Funds		92 8		4,065,942 74		4,109,965 35		222,546.48	5.41
Int'l Inv Funds									
34,985 52	PIMCO DEVELOPING LOCAL MARKETS FUND	7 2	9 620	336,562 62 M	9.180	321,167 04	0.352	12,314 90	3.83
Total Int'l Inv Funds		7 2		336,562 62		321,167.04		12,314.90	3.83
Total Fixed Income		100.0		4,402,505 36		4,431,132 39		234,861 38	5 30

AN 'M' AFTER TAX COST INDICATES MULTIPLE LOTS, A 'U' INDICATES UNDETERMINED COST

JOHN H & ETHEL G NOBLE CHARITABLE TRUST C/O 13-6307313

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
SCHEDULE ATTACHED	C	1,262,047.	927,191.
TOTALS		1,262,047.	927,191.

Equities

Quantity	Description	% of Category	Unit Cost	Tax Cost	Current Price	Market Value	Rate	Est. Annual Income	Annual Yield %
Equity by Sector									
Consumer Discretionary									
1,550.00	HASBRO INC COM	0 7	26.179	40,576 68	25 410	39,385.50	0.800	1,240 00	3 15
3,295.00	MCDONALDS CORP COM	3 4	46 559	153,412.81 M	58.990	194,372.05	2 000	6,590 00	3 39
1,933.00	NIKE INC CL B	1 9	62 670	121,142.04 M	57 050	110,277 65	1 000	1,933.00	1.75
1,965 00	V F CORP COM	1 9	69 354	136,281.09 M	56 820	111,651.30	2.360	4,637 40	4.15
Total Consumer Discretionary		7 9		451,412 62		455,686.50		14,400 40	3 16
Consumer Staples									
2,182.00	BJS WHSL CLUB INC COM	1 3	36.188	78,963 09 M	35.240	76,893.68			
965.00	COLGATE PALMOLIVE CO COM	1 1	60.640	58,517.60	65.950	63,641.75	1.760	1,698.40	2.67
1,295.00	ENERGIZER HLDGS INC COM	1 2	87 933	113,873 81 M	52 260	67,676.70			
2,900.00	KELLOGG CO COM	2 2	45 227	131,159.51 M	43.250	125,425 00	1 360	3,944.00	3.14
4,240.00	KROGER CO COM	1.7	25 806	109,419.11 M	22 800	96,672.00	0 360	1,526 40	1.58
1,480.00	PEPSICO INC COM	1 3	71.704	106,122 00 M	52.050	77,034.00	1 800	2,664 00	3.46
1,320.00	PROCTER & GAMBLE CO COM	1 2	61 001	80,521 10 M	51 940	68,560 80	1 760	2,323 20	3 39
1,170.00	WAL MART STORES INC COM	1 0	49 297	57,677 48	49.740	58,195 80	1 090	1,275 30	2 19
Total Consumer Staples		11 0		736,253 70		634,099 73		13,431 30	2.12
Energy									
1,855.00	ANADARKO PETE CORP COM	1.5	45 455	84,318.40 M	47 780	88,631.90	0.360	667 80	0.75
2,455.00	CAMERON INTL CORP COM	1 3	23 173	56,889.34	31 230	76,669.65			
1,450.00	CHEVRON CORP COM	1 7	57 276	83,049.68 M	66.670	96,671.50	2.600	3,770.00	3.90

Equities

Quantity	Description	% of Category	Unit Cost	Tax Cost	Current Price	Market Value	Rate	Est. Annual Income	Annual Yield %
Energy									
1,140.00	EOG RES INC COM	1 4	78 594	89,596.84 M	73.190	83,436 60	0 580	661.20	0 79
1,605.00	EXXON MOBIL CORP COM	1 9	1 912	3,069 04	69.350	111,306.75	1 680	2,696 40	2 42
1,790.00	OCCIDENTAL PETE CORP COM	2.1	54 470	97,500 57 M	67.110	120,126 90	1.320	2,362.80	1.97
635.00	SCHLUMBERGER LTD COM COM	0.6	81 572	51,798 22	57 230	36,341.05	0 840	533 40	1 47
1,305.00	TRANSOCEAN LTD ZUG COM	1.8	103 152	134,613 62 M	79.480	103,721.40			
Total Energy		12 5		600,835.71		716,905.75		10,691 60	1 49
Financials									
5,145.00	BANK AMER CORP COM	1 0	14.130	72,698 85	11.270	57,984 15	0.040	205.80	0 35
4,503.00	BANK NEW YORK MELLON CORP COM	2 2	46 316	208,559 95 M	27 780	125,093.34	0 360	1,621 08	1.30
420.00	GOLDMAN SACHS GROUP INC COM	1 1	134 925	56,668 71	144 570	60,719 40	1 400	588 00	0.97
1,340 00	INTERCONTINENTALEXCHANGE INC COM	2 5	138 226	185,222.72 M	107 790	144,438 60			
3,254 00	J P MORGAN CHASE & CO COM	2 1	40 997	133,404 22 M	36 900	120,072 60	0.200	650 80	0 54
2,655.00	PNC FINL SVCS GROUP INC COM	2 1	67 668	179,658.66 M	45 550	120,935.25	0.400	1,062 00	0 88
2,710.00	PRICE T ROWE GROUP INC COM	1.9	54 789	148,477.88 M	40 570	109,944.70	1.000	2,710 00	2 46
4,964.00	US BANCORP DEL COM NEW	1.7	32 899	163,308 82 M	19.200	95,308.80	0 200	992 80	1 04
Total Financials		14 5		1,147,999.81		834,496.84		7,830 48	0 94
Health Care									
1,645.00	ABBOTT LABS COM	1 3	5 301	8,719 78	45 060	74,123 70	1 600	2,632 00	3.55
1,210.00	AMGEN INC COM	1 0	47 636	57,638 96 M	49.940	60,427.40			

JOHN H & ETHEL G NOBLE CHARITABLE TRUST
Account 226466
USD Base Currency

Portfolio Review
Holdings for Portfolio

Equities

Quantity	Description	% of Category	Unit Cost	Tax Cost	Current Price	Market Value	Rate	Est. Annual Income	Annual Yield %
Health Care									
1,567 00	CELGENE CORP COM	1 2	42 718	66,938 48	42 240	66,190.08			
2,015 00	EDWARDS LIFESCIENCES CORP COM	2 2	43 498	87,649 38 M	63.840	128,637 60			
2,495 00	EXPRESS SCRIPTS INC COM	2.8	41 019	102,342 10 M	64.050	159,804 75			
3,005 00	GILEAD SCIENCES INC COM	2.3	28 383	85,290 31	43.100	129,515.50			
540 00	JOHNSON & JOHNSON COM	0.5	61 290	33,096 60	55.160	29,786.40	1 960	1,058 40	3.55
1,090 00	LABORATORY CORP AMER HLDGS COM NEW	1 2	57.166	62,311 48	60.960	66,446.40			
1,200.00	METTLER-TOLEDO INTL INC COM	1.5	79.753	95,703 71	71.190	85,428.00			
2,460.00	ST JUDE MED INC COM	1 7	38 930	95,767 80	39 020	95,989 20			
Total Health Care		15 6		695,458 60		896,349.03		3,690.40	0.41
Industrials									
3,730.00	AMETEK INC NEW COM	2.0	33 685	125,646 77	31 450	117,308 50	0.240	895 20	0 76
740.00	BURLINGTON NORTHN SANTA FE CORP COM	0 9	97 180	71,913.20	72 440	53,605.60	1 600	1,184.00	2.21
5,325.00	GENERAL ELEC CO COM	1 2	0 803	4,274.56	13 480	71,781 00	0 400	2,130 00	2 97
690 00	L-3 COMMUNICATIONS HLDGS INC COM	0 9	80 604	55,616.62	73 510	50,721 90	1 400	966.00	1.90
1,050 00	STERICYCLE INC COM	0 9	37.070	38,923.50	49 980	52,479 00			
1,655.00	UNITED TECHNOLOGIES CORP COM	1 5	57 390	94,980 45	52 610	87,069 55	1 540	2,548.70	2 93
Total Industrials		7 5		391,355 10		432,965 55		7,723.90	1.78
Information Technology									
1,345.00	APPLE INC COM	3 2	82.545	111,023.28 M	135 810	182,664 45			

Equities

Quantity	Description	% of Category	Unit Cost	Tax Cost	Current Price	Market Value	Rate	Est. Annual Income	Annual Yield %
Information Technology									
1,585.00	BROADCOM CORP CL A	0 7	18 678	29,605 42	25.480	40,385.80			
5,805 00	CISCO SYS INC COM	1 9	15 311	88,878.02 M	18.500	107,392 50			
4,160.00	E M C CORP MASS COM	0 8	17 787	73,992.84 M	11 750	48,880 00			
7,105.00	INTEL CORP COM	1 9	18 353	130,401 12 M	15.720	111,690 60	0.560	3,978.80	3 56
3,595.00	MICROSOFT CORP COM	1 3	2.867	10,307 54	20 890	75,099 55	0.520	1,869.40	2 49
3,730.00	ORACLE CORP COM	1 3	20.410	76,129 30	19 590	73,070 70	0 200	746.00	1.02
4,245.00	QUALCOMM INC COM	3 2	47 303	200,802.29 M	43 590	185,039 55	0.680	2,886 60	1.56
1,880.00	RESEARCH IN MOTION LTD COM	2 6	55 142	103,667 43 M	78.640	147,843.20			
2,670 00	ACCENTURE LTD CL A	1 4	36.596	97,711 11 M	29 930	79,913.10	0.500	1,335 00	1 67
Total Information Technology		18 3		922,518 35		1,051,979 45		10,815 80	1 03
Materials									
1,885.00	CELANESE CORP DE SER A COM	0 7	37 737	71,135 12 M	20 510	38,661 35	0 160	301.60	0.78
1,195.00	ECOLAB INC COM	0 8	33 102	39,556.41	37.350	44,633.25	0.560	669 20	1 50
2,341.00	MONSANTO CO NEW COM	3 3	48 138	112,690 19 M	82.150	192,313 15	1.060	2,481 46	1 29
1,400.00	MOSAIC CO COM	1.3	40 868	57,214 54 M	54.700	76,580 00	0 200	280 00	0.37
Total Materials		6 1		280,596.26		352,187.75		3,732.26	1.06
Telecommunication Services									
3,940.00	AT & T INC COM	1 7	32 847	129,417.43 M	24.790	97,672.60	1 640	6,461.60	6.62
2,782.00	AMERICAN TOWER CORP CL A	1 5	42 945	119,473 44 M	31.870	88,662.34			
1,705.00	VERIZON COMMUNICATIONS COM	0 9	41.719	71,130 92 M	29.260	49,888.30	1 840	3,137.20	6.29

Equities

Quantity	Description	% of Category	Unit Cost	Tax Cost	Current Price	Market Value	Rate	Est. Annual Income	Annual Yield %
Total Telecommunication Services		4.1		320,021.79		236,223 24		9,598.80	4.06
Utilities									
1,340.00	FPL GROUP INC COM	1 3	54 999	73,698.00	56.530	75,750 20	1 890	2,532.60	3.34
1,825.00	FIRSTENERGY CORP COM	1 2	81 653	149,016.18	37.790	68,966.75	2 200	4,015.00	5.82
Total Utilities		2 5		222,714 18		144,716 95		6,547.60	4.52
Total Equity by Sector		100 0		5,769,166 12		5,755,610 79		88,462 54	1 54
Equity Investment Funds									
78,838.58	EATON VANCE STRUCTURED EMERGING MKTS	22 9	13 828	1,090,176 72 M	10.410	820,709.58	0 126	9,933.66	1.21
11,986.48	DBTC INTERNATIONAL FUND	67 4	161 915	1,940,788 91 M	201 644	2,416,999.26	6 975	83,611 30	3.46
5,675.00	DEUTSCHE BANK TRUST COMPANY US SMALL CAPITALIZATION FUND	9 8	85 894	487,447 46 M	61 697	350,130 65	0 506	2,870 20	0 82
Total Equity Investment Funds		100.0		3,518,413.09		3,587,839 49		96,415.16	2.69
Total Equities				9,287,579.21		9,343,450.28		184,877 70	1.98

AN 'M' AFTER TAX COST INDICATES MULTIPLE LOTS, A 'U' INDICATES UNDETERMINED COST
Note: Industry sectors are based on the Global Industry Classification Standard(GICS).

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION
SCHEDULE ATTACHED
TOTALS

Alternative Investments

Quantity	Description	% of Category	Unit Cost	Tax Cost	Current Price	Market Value	Rate	Est. Annual Income	Annual Yield %
Alternative Investments									
Commodities									
3,964.00	IPATH DOW JONES AIG COMMODITY INDEX TOTAL RETURN ETN	16 2	47 060	186,544 15 M	37 920	150,314 88			
4,700 00	SPDR GOLD TRUST	48 8	86.895	408,408 38	96.200	452,140.00			
Total Commodities		65 0		594,952 53		602,454 88			
Real Estate									
56,182.68	DWS RREEF GLOBAL REAL ESTATE SEC FD	35.0	11 874	667,094.36 M	5 780	324,735.86	1 800	1,011 29	0 31
Total Real Estate		35.0		667,094.36		324,735 86		1,011 29	0 31
Total Alternative Investments		100.0		1,262,046.89		927,190.74		1,011 29	0 11

AN 'M' AFTER TAX COST INDICATES MULTIPLE LOTS, A 'U' INDICATES UNDETERMINED COST

STATE(S) WHERE THE FOUNDATION IS REGISTERED

CT

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

OFFICER NAME:
DEUTSCHE BANK TRUST COMPANY, N.A.
ADDRESS:
280 PARK AVE. - 2 W
NEW YORK, NY 10017
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 30
COMPENSATION .... 179,567.

TOTAL COMPENSATION: 179,567.

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES
==

EMPLOYEE NAME:
NONE

JOHN H & ETHEL G NOBLE CHARITABLE TRUST C/O 13-6307313

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS
===

NAME:
N/A

STATEMENT 14

RECIPIENT NAME:
AHLBIN CENTERS
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATIONS GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
TAX EXEMPT
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
WESTCO PRODUCTIONS INC
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATIONS GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
TAX EXEMPT
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
NEW ALTERNATIVES FOR
CHILDREN
ADDRESS:
37 WEST 26TH ST
NEW YORK, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATIONS GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
TAX EXEMPT
AMOUNT OF GRANT PAID .... 30,000.

RECIPIENT NAME:
AMERICAN SCHOOL FOR
THE DEAF
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATIONS GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
TAX EXEMPT
AMOUNT OF GRANT PAID .... 30,000.

RECIPIENT NAME:
KRAVIS CENTER FOR THE
PERFORMING ARTS
ADDRESS:
701 OKEECHOBEE BLVD
WEST PALM BEACH, FL
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATIONS GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
TAX EXEMPT
AMOUNT OF GRANT PAID .... 30,000.

RECIPIENT NAME:
ST MARY'S HOSPITAL
ADDRESS:
56 FRANKLIN STREET
WATERBURY, CT
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATIONS GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
TAX EXEMPT
AMOUNT OF GRANT PAID .... 50,000.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
COMMUNITY CENTERS INC
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATIONS GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
TAX EXEMPT
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
STANDING TALL INC
ADDRESS:
200 RIVERSIDE BLVD
NEW YORK, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATIONS GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
TAX EXEMPT
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
RICHMOND CHILDRENS
FOUNDATION
ADDRESS:
100 CORPORATE DRIVE
YONKERS, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATIONS GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
TAX EXEMPT
AMOUNT OF GRANT PAID .... 40,000.

RECIPIENT NAME:
KENNEDY CENTER INC
ADDRESS:
2440 RESEVOIR AVE
TRUMBULL, CT
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATIONS GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
TAX EXEMPT
AMOUNT OF GRANT PAID .... 29,000.

RECIPIENT NAME:
CAMP BOGGY CREEK
ADDRESS:
30500 BRANTLEY BRANCH RD
EUSTIS, FL 32736
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATIONS GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
TAX EXEMPT
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
QUEENS MUSEUM OF ART
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATION'S GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
TAX EXEMPT
AMOUNT OF GRANT PAID .... 40,000.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
MUSEUM OF CONTEMPORARY ART
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATION'S GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
TAX EXEMPT
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
HUDSON GUILD
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATION'S GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
TAX EXEMPT
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
ST NICHOLAS NEIGHBORHOOD
PRESERVATION
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATION'S GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
TAX EXEMPT
AMOUNT OF GRANT PAID .... 40,000.

RECIPIENT NAME:
YMCA OF GREATER
NEW YORK
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATION'S GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
TAX EXEMPT
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
AMERICARES FOUNDATION
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATION'S GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
TAX EXEMPT
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
GATEWAY SCHOOL
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATION'S GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
TAX EXEMPT
AMOUNT OF GRANT PAID .... 40,000.

RECIPIENT NAME:
STAR INC
ADDRESS:
P O BOX 470
NORWALK, CT 06852-0470
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATION'S GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
TAX EXEMPT
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
THE SHIELD INSTITUTE
ADDRESS:
144-61 ROOSEVELT AVENUE
FLUSHING, NY 11354
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATION'S GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
TAX EXEMPT
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
MUTUAL HOUSING ASSN OF
SOUTH CENTRAL CONNECTICUT
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATION'S GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
TAX EXEMPT
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
COMMUNITY RENEWAL TEAM
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATION'S GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
TAX EXEMPT
AMOUNT OF GRANT PAID .... 30,000.

RECIPIENT NAME:
NEW SAMARITAN CORP
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATION'S GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
TAX EXEMPT
AMOUNT OF GRANT PAID .... 40,000.

RECIPIENT NAME:
VISITING NURSE SERVICE OF NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATION'S GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
TAX EXEMPT
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
CATHOLIC HEALTH CARE SYSTEM
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATION'S GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
TA X EXEMPT
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
BRONX JEWISH COMMUNITY COUNCIL
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATION'S GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
TAX EXEMPT
AMOUNT OF GRANT PAID .... 41,000.

RECIPIENT NAME:
FRIENDS OF GREEN CHIMNEYS
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATION'S GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
TAX EXEMPT
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
AHRC NYC
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATION'S GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
TAX EXEMPT
AMOUNT OF GRANT PAID .... 30,000.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID
==

RECIPIENT NAME:
CHILDREN'S MUSEUM OF NAPLES
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATION'S EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
TAX EXEMPT
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
JEWISH COMMUNITY COUNCIL
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATION'S EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
TAX EXEMPT
AMOUNT OF GRANT PAID .... 30,000.

RECIPIENT NAME:
MONTEFIORE MEDICAL CENTER
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATION'S EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
TAX EXEMPT
AMOUNT OF GRANT PAID .... 50,000.

TOTAL GRANTS PAID: 1,110,000.
===============

SCHEDULE D (Form 1041)

Department of the Treasury Internal Revenue Service

Capital Gains and Losses

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

OMB No 1545-0092

2008

Name of estate or trust: JOHN H & ETHEL G NOBLE CHARITABLE TRUST C/O

Employer identification number: 13-6307313

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

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

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

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-738,618.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	-37,747.
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2007 Capital Loss Carryover Worksheet	4	( )
5 **Net short-term gain or (loss).** Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	-776,365.

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			2,513.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	-381,199.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	23,663.
9 Capital gain distributions	9	16.
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2007 Capital Loss Carryover Worksheet	11	( )
12 **Net long-term gain or (loss).** Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back ▶	12	-355,007.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D (Form 1041) 2008**

Part III Summary of Parts I and II
Caution: *Read the instructions* ***before*** *completing this part.*

			(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			-776,365.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			-355,007.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			-1,131,372.

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

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of:
a The loss on line 15, column (3) **or** b $3,000 . . . 16 (3,000)

Note: *If the loss on line 15, column (3), is more than $3,000,* ***or*** *if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* ***Capital Loss Carryover Worksheet*** *on page 7 of the instructions to figure your capital loss carryover.*

Part V Tax Computation Using Maximum Capital Gains Rates

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

Caution: *Skip this part and complete the worksheet on page 8 of the instructions if:*
- *Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.*

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

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

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

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

OMB No 1545-0092

2008

Name of estate or trust: JOHN H & ETHEL G NOBLE CHARITABLE TRUST C/O

Employer identification number: 13-6307313

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 725. ST JUDE MED INC COM	03/06/2008	06/23/2008	29,703.00	31,722.00	-2,019.00
1375. IPATH DOW JONES UBS COMMODITY INDEX	04/24/2008	06/24/2008	96,213.00	89,070.00	7,143.00
1600. CISCO SYS INC COM	03/06/2008	07/08/2008	36,343.00	45,119.00	-8,776.00
190. ELECTRONIC ARTS COM	03/06/2008	07/08/2008	8,705.00	8,924.00	-219.00
400. TEREX CORP NEW	10/26/2007	07/08/2008	18,829.00	30,373.00	-11,544.00
769. TEREX CORP NEW	03/06/2008	07/08/2008	36,036.00	54,302.00	-18,266.00
750. THERMO ELECTRON CORP COM	03/06/2008	07/08/2008	43,854.00	41,850.00	2,004.00
30. XTO ENERGY INC	11/05/2007	07/08/2008	1,813.00	1,595.00	218.00
800. XTO ENERGY INC	11/05/2007	07/08/2008	48,088.00	42,544.00	5,544.00
1455. AMERICAN INTERNATION AL GROUP INC CAP	03/06/2008	07/30/2008	38,092.00	86,468.00	-48,376.00
1930. VALERO ENERGY CORP NEW COM	03/06/2008	08/06/2008	63,975.00	123,225.00	-59,250.00
343.25 XTO ENERGY INC	11/05/2007	08/06/2008	15,237.00	18,254.00	-3,017.00
3795. DBTC TAXABLE INCOME FUND	06/30/2008	09/15/2008	304,811.00	303,385.00	1,426.00
95. VORNADO RLTY TR COM	03/06/2008	09/17/2008	8,896.00	7,633.00	1,263.00
305. THE GOLDMAN SACHS GROUP INC	04/01/2008	09/24/2008	40,268.00	52,920.00	-12,652.00
5235. BROADCOM CORP-CL A	05/14/2008	09/25/2008	102,762.00	121,155.00	-18,393.00
160. FREEPORT-MCM COPR GOLD CL B	03/06/2008	10/28/2008	3,854.00	16,892.00	-13,038.00
105. LAS VEGAS SANDS CORP COM	03/06/2008	10/28/2008	524.00	8,276.00	-7,752.00
1320. PROLOGIS TR SH BEN INT	03/06/2008	10/28/2008	13,913.00	87,092.00	-73,179.00
1784. FOSTER WHEELER LTD COM NEW	03/07/2008	10/28/2008	35,542.00	131,443.00	-95,901.00
1441. IPATH DOW JONES UBS COMMODITY INDEX	04/24/2008	10/31/2008	56,631.00	93,345.00	-36,714.00
210. CELANESE CORP DE SER A COM	03/14/2008	10/31/2008	2,839.00	7,926.00	-5,087.00
68. CELGENE CORP	03/06/2008	10/31/2008	4,280.00	3,796.00	484.00
16472. EATON VANCE STRUCTURED EMERGING MKTS	04/25/2008	10/31/2008	137,047.00	266,083.00	-129,036.00

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

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

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

OMB No 1545-0092

2008

Name of estate or trust: JOHN H & ETHEL G NOBLE CHARITABLE TRUST C/O

Employer identification number: 13-6307313

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 275. EDWARDS LIFESCIENCES CORP	03/11/2008	10/31/2008	14,542.00	12,118.00	2,424.00
15. GENERAL ELECTRIC CO COM	03/06/2008	10/31/2008	292.00	497.00	-205.00
415. ORACLE CORP COM	04/01/2008	10/31/2008	7,491.00	8,470.00	-979.00
165. PEPSICO INC CAP	01/18/2008	10/31/2008	9,440.00	11,854.00	-2,414.00
11340. PIMCO DEVELOPING LOCAL MARKETS FUND	04/25/2008	10/31/2008	99,565.00	123,606.00	-24,041.00
425. QUALCOMM INC COM	05/14/2008	10/31/2008	16,371.00	18,861.00	-2,490.00
150. US BANCORP	12/11/2007	10/31/2008	4,335.00	5,048.00	-713.00
220. V F CORP COM	04/01/2008	10/31/2008	12,058.00	17,384.00	-5,326.00
595. CELGENE CORP	03/06/2008	01/06/2009	30,512.00	31,566.00	-1,054.00
455. ABBOTT LABS COM	10/10/2008	03/26/2009	20,544.00	21,585.00	-1,041.00
9183.576 EATON VANCE STRUCTURED EMERGING MKTS	06/24/2008	04/14/2009	77,877.00	141,586.00	-63,709.00
2594. IPATH DOW JONES UBS COMMODITY INDEX	09/24/2008	04/20/2009	85,600.00	154,374.00	-68,774.00
780. EDISON INTERNATIONAL	09/25/2008	05/01/2009	22,752.00	31,426.00	-8,674.00
600. JOHNSON & JOHNSON COM	10/28/2008	05/01/2009	31,433.00	36,774.00	-5,341.00
930. AMGEN INC COM	07/08/2008	05/07/2009	44,667.00	46,965.00	-2,298.00
550. EXPRESS SCRIPTS INC COM	10/10/2008	05/07/2009	34,539.00	28,371.00	6,168.00
2035. MEDTRONIC INC COM	06/23/2008	05/07/2009	68,720.00	103,734.00	-35,014.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . -738,618.00

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D-1 (Form 1041) 2008**

JSA
8F1221 2 000

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Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side: JOHN H & ETHEL G NOBLE CHARITABLE TRUST C/O

Employer identification number: 13-6307313

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 685. PROCTER & GAMBLE CO COM	01/09/2007	06/05/2008	45,634.00	43,572.00	2,062.00
1075. JOHNSON & JOHNSON COM	10/23/1991	06/23/2008	69,079.00	11,818.00	57,261.00
265. ST JUDE MED INC COM	05/09/2006	06/23/2008	10,857.00	10,316.00	541.00
7050. DWS RREEF GLOBAL REAL ESTATE SEC FD	06/22/2007	06/24/2008	64,508.00	83,754.00	-19,246.00
370. DBTC INTERNATIONAL FUND	03/30/2007	06/30/2008	120,963.00	148,445.00	-27,482.00
840. DBTC US SMALL CAPITALIZATION FUND	01/16/2007	06/30/2008	77,568.00	86,666.00	-9,098.00
2180. CISCO SYS INC COM	02/03/2006	07/08/2008	49,517.00	39,382.00	10,135.00
2085. ELECTRONIC ARTS COM	01/09/2007	07/08/2008	95,522.00	110,202.00	-14,680.00
2175. HEWLETT PACKARD CO COM (**)	07/19/2006	07/08/2008	94,198.00	68,099.00	26,099.00
120. TEREX CORP NEW	06/25/2007	07/08/2008	5,649.00	10,207.00	-4,558.00
1325. JOY GLOBAL INC COM	03/29/2007	08/06/2008	86,891.00	55,549.00	31,342.00
968.75 XTO ENERGY INC	01/09/2007	08/06/2008	43,004.00	35,437.00	7,567.00
350. ISHARES TR U S TREAS INFLATION PROTECTED	01/09/2007	09/11/2008	37,126.00	34,634.00	2,492.00
2105. DBTC TAXABLE INCOME FUND	01/16/2007	09/15/2008	169,072.00	167,840.00	1,232.00
850. VORNADO RLTY TR COM	05/09/2006	09/17/2008	79,598.00	78,877.00	721.00
26720. DWS RREEF GLOBAL REAL ESTATE SEC FD	06/22/2007	09/24/2008	218,035.00	317,434.00	-99,399.00
440. THE GOLDMAN SACHS GROUP INC	01/09/2007	09/24/2008	58,091.00	90,034.00	-31,943.00
350. DBTC INTERNATIONAL FUND	03/30/2007	09/30/2008	88,534.00	136,884.00	-48,350.00
1500. DBTC TAXABLE INCOME FUND	01/16/2007	09/30/2008	116,383.00	118,691.00	-2,308.00
710. LABORATORY CORP AMER HLDGS COM NEW	02/03/2006	10/10/2008	38,634.00	40,588.00	-1,954.00
695. FREEPORT-MCM COPR GOLD CL B	01/09/2007	10/28/2008	16,741.00	36,188.00	-19,447.00
1210. LAS VEGAS SANDS CORP COM	01/09/2007	10/28/2008	6,038.00	112,067.00	-106,029.00
1635. THERMO ELECTRON CORP COM	08/23/2007	10/28/2008	56,113.00	85,765.00	-29,652.00
440. AT & T INC COM	01/09/2007	10/31/2008	12,144.00	14,977.00	-2,833.00
310. AMERICAN TOWER CORP CL A	10/25/2007	10/31/2008	9,759.00	13,545.00	-3,786.00

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

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side: JOHN H & ETHEL G NOBLE CHARITABLE TRUST C/O

Employer identification number: 13-6307313

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 415. AMETEK INC NEW COM	05/09/2006	10/31/2008	13,479.00	13,979.00	-500.00
245. BJS WHSL CLUB INC COM	10/15/2007	10/31/2008	8,506.00	8,964.00	-458.00
270. CAMERON INTL CORP COM	02/03/2006	10/31/2008	6,510.00	6,257.00	253.00
247. CELGENE CORP	10/26/2007	10/31/2008	15,546.00	16,092.00	-546.00
160. COLGATE PALMOLIVE	05/09/2006	10/31/2008	10,464.00	9,702.00	762.00
460. E M C CORP MASS	06/28/2007	10/31/2008	5,299.00	8,303.00	-3,004.00
360. EXXON MOBIL CORPORATION	12/01/1969	10/31/2008	26,726.00	688.00	26,038.00
575. GENERAL ELECTRIC CO COM	04/11/1975	10/31/2008	11,178.00	462.00	10,716.00
410. INTEL CORP COM	01/09/2007	10/31/2008	6,601.00	8,680.00	-2,079.00
339. ISHARES TR U S TREAS INFLATION PROTECTED	01/09/2007	10/31/2008	31,513.00	33,546.00	-2,033.00
470. KROGER CO	08/01/2007	10/31/2008	13,042.00	12,573.00	469.00
420. MCDONALDS CORP COM	06/28/2007	10/31/2008	24,078.00	21,487.00	2,591.00
135. METTLER-TOLEDO INTL INC COM	01/09/2007	10/31/2008	10,375.00	10,767.00	-392.00
400. MICROSOFT CORP COM	06/17/1993	10/31/2008	8,908.00	1,147.00	7,761.00
210. NIKE INC CL B	10/15/2007	10/31/2008	12,041.00	13,234.00	-1,193.00
150. OCCIDENTAL PETE CORP COM	05/09/2006	10/31/2008	8,115.00	7,749.00	366.00
200. PNC BK CORP COM	05/14/2007	10/31/2008	12,918.00	14,502.00	-1,584.00
5781. PIMCO DEVELOPING LOCAL MARKETS FUND	07/12/2007	10/31/2008	50,757.00	64,327.00	-13,570.00
115. STERICYCLE INC	01/09/2007	10/31/2008	6,638.00	4,263.00	2,375.00
185. UNITED TECHNOLOGIES CORP COM	02/03/2006	10/31/2008	9,944.00	10,617.00	-673.00
190. VERIZON COMMUNICATION S INC	08/01/2007	10/31/2008	5,808.00	8,051.00	-2,243.00
1375. J P MORGAN CHASE & CO COM	01/09/2007	12/09/2008	47,520.00	65,760.00	-18,240.00
25445. PIMCO DEVELOPING LOCAL MARKETS FUND	05/04/2006	12/09/2008	211,702.00	274,297.00	-62,595.00
505. MCDONALDS CORP COM	07/25/2007	12/10/2008	30,311.00	25,764.00	4,547.00
445. COLGATE PALMOLIVE	05/09/2006	01/06/2009	29,753.00	26,985.00	2,768.00

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

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side: JOHN H & ETHEL G NOBLE CHARITABLE TRUST C/O

Employer identification number: 13-6307313

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

(a) Description of property (Example. 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 520. PROCTER & GAMBLE CO COM	01/09/2007	01/06/2009	32,449.00	33,076.00	-627.00
260. ABBOTT LABS COM	05/12/1988	03/26/2009	11,739.00	1,378.00	10,361.00
470. EDWARDS LIFESCIENCES CORP	03/10/2008	03/26/2009	29,079.00	20,704.00	8,375.00
18000. DWS HIGH INCOME FUND-INS	08/23/2007	04/14/2009	66,780.00	93,600.00	-26,820.00
4316.424 EATON VANCE STRUCTURED EMERGING MKTS	05/11/2007	04/14/2009	36,603.00	60,559.00	-23,956.00
8731. IPATH DOW JONES UBS COMMODITY INDEX	12/07/2006	04/20/2009	288,116.00	431,739.00	-143,623.00
980. ABBOTT LABS COM	05/12/1988	05/01/2009	40,581.00	5,195.00	35,386.00
1770. EDISON INTERNATIONAL	07/19/2006	05/01/2009	51,629.00	69,862.00	-18,233.00
680. CELGENE CORP	01/08/2008	05/07/2009	28,240.00	33,504.00	-5,264.00
75. EXPRESS SCRIPTS INC COM	03/13/2007	05/07/2009	4,710.00	3,081.00	1,629.00
1640. EXXON MOBIL CORPORATION	12/01/1969	05/20/2009	116,486.00	3,136.00	113,350.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . . -381,199.00

FEDERAL CAPITAL GAIN DIVIDENDS
==============================

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS		
PIMCO DEVELOPING LOCAL MARKETS FUND	2,183.00	
PROLOGIS TR SH BEN INT	330.00	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		2,513.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		2,513.00

GAINS AND LOSSES FROM PASS-THRU ENTITIES

NET SHORT-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	-37,747.00	
TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED)		-37,747.00

NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	23,663.00	
TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED)		23,663.00

STATEMENT 2

• 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 JOHN H & ETHEL G NOBLE CHARITABL TRUST C/O DEUTSCHE BANK TRUST CO., N	**Employer identification number** 13-6307313
	Number, street, and room or suite no If a P O box, see instructions. PO BOX 1297 CHURCH ST. STATION	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions NEW YORK, NY 10008	

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

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

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

• The books are in the care of ▶ DEUTSCHE BANK TRUST CO., N.A.

Telephone No ▶ (212)454-8601 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 04/15/2010 .

5 For calendar year ______ , or other tax year beginning 06/01/2008 , and ending 05/31/2009 .

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 NEEDED TO GATHER INFORMATION NECESSARY TO PREPARE A COMPLETE AND ACCURATE TAX 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**	$ 3,587.
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**	$ 16,460.
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**	$

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 ▶ Alan Cubel Title ▶ Date ▶

Form 8868 (Rev 4-2009) 08/01/2010

THOMSON REUTERS (TAX & ACCOUNTING)

343 THORNALL STREET, SUITE 710

EDISON, NJ 08837

JSA

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AYV579 L683 01/04/2010 14:41:55 1 +

Form **8868**

(Rev April 2009)

Department of the Treasury
Internal Revenue Service

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 From 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 JOHN H & ETHEL G NOBLE CHARITABLE TRUST C/O DEUTSCHE BANK TRUST CO., N	**Employer identification number** 13-6307313
	Number, street, and room or suite no If a P O box, see instructions. PO BOX 1297 CHURCH ST. STATION	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10008	

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
[X] Form 990-PF	[ ] Form 1041-A	[ ] Form 8870

- The books are in the care of ▶ DEUTSCHE BANK TRUST CO., N.A.

Telephone No. ▶ (212)454-8601 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 01/15, 2010 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ [ ] calendar year ______ or

▶ [X] tax year beginning 06/01, 2008 , and ending 05/31, 2009 .

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**	$ 3,883.
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**	$ 16,460.
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**	$

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