Form **990-PF**

Department of the Treasury
Internal Revenue Service (77)

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 7/01 **, 2008, and ending** 6/30 , 2009

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

HARPER FAMILY CHARITABLE FOUNDATION INC
6917 SOUTH ROUND LAKE ROAD
MOUNT DORA, FL 32757

A Employer identification number: 02-0685568

B Telephone number (see the instructions): 407-886-4613

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, column (c), line 16)* ► $ 7,385,327.

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 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 (att sch)	1,785.			
2 Ck ► [X] if the foundn is **not** req to att Sch B				
3 Interest on savings and temporary cash investments	51,769.	51,769.	51,769.	
4 Dividends and interest from securities	283,887.	283,887.	283,887.	
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10	-522,135.			
b Gross sales price for all assets on line 6a 1,604,908.				
7 Capital gain net income (from Part IV, line 2)		0.		
8 Net short-term capital gain			0.	
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit/(loss) (att sch)				
11 Other income (attach schedule)				
12 **Total.** Add lines 1 through 11	-184,694.	335,656.	335,656.	
OPERATING AND ADMINISTRATIVE EXPENSES 13 Compensation of officers, directors, trustees, etc	54,000.	33,300.	1,800.	18,900.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach sch) See St 1	3,475.		3,475.	
c Other prof fees (attach sch) See St 2	43,701.	26,579.	6,771.	10,351.
17 Interest				
18 Taxes (attach schedule)				
19 Depreciation (attach sch) and depletion				
20 Occupancy	3,333.		3,333.	
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) See Statement 3	5,389.		4,399.	990.
24 **Total operating and administrative expenses.** Add lines 13 through 23	109,898.	59,879.	19,778.	30,241.
25 Contributions, gifts, grants paid Part XV	374,826.			374,826.
26 **Total expenses and disbursements.** Add lines 24 and 25	484,724.	59,879.	19,778.	405,067.
27 Subtract line 26 from line 12:				
a **Excess of revenue over expenses and disbursements**	-669,418.			
b **Net investment income** (if negative, enter -0-)		275,777.		
c **Adjusted net income** (if negative, enter -0-)			315,878.	

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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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing			
	2 Savings and temporary cash investments	1,507,229.	862,891.	862,891.
	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 the instructions)			
	7 Other notes and loans receivable (attach sch) ►			
	Less: allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments – U.S and state government obligations (attach schedule) Statement 4	102,460.	95,174.	95,174.
	b Investments – corporate stock (attach schedule) Statement 5	283,189.	232,100.	232,100.
	c Investments – corporate bonds (attach schedule) Statement 6	1,345,224.	840,954.	840,954.
	11 Investments – land, buildings, and equipment. basis ►			
	Less. accumulated depreciation (attach schedule) ►			
	12 Investments – mortgage loans	1,611,691.	2,446,606.	2,446,606.
	13 Investments – other (attach schedule) Statement 7	3,679,755.	2,907,602.	2,907,602.
	14 Land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
	15 Other assets (describe ►)			
	16 Total assets (to be completed by all filers – see instructions Also, see page 1, item I)	8,529,548.	7,385,327.	7,385,327.
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ►)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
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 ► [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	8,529,548.	7,385,327.	
	30 Total net assets or fund balances (see the instructions)	8,529,548.	7,385,327.	
	31 Total liabilities and net assets/fund balances (see the instructions)	8,529,548.	7,385,327.	

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	8,529,548.
2	Enter amount from Part I, line 27a	2	-669,418.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	7,860,130.
5	Decreases not included in line 2 (itemize) ► See Statement 8	5	474,803.
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	7,385,327.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	Schedule attached	P	Various	Various
b	Schedule attached	P	Various	Various
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	156,928.		198,089.	-41,161.
b	1,447,980.		1,928,954.	-480,974.
c				
d				
e				

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

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				-41,161.
b				-480,974.
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** -522,135.

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 the instructions) If (loss), enter -0- in Part I, line 8 — **3** -41,161.

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 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 (column (b) divided by column (c))
2007	507,810.	8,960,737.	0.056671
2006	521,737.	8,932,110.	0.058411
2005	320,442.	7,650,795.	0.041883
2004	31,025.	2,681,607.	0.011570
2003		401,125.	

2	**Total** of line 1, column (d)	2	0.168535
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	0.033707
4	Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	7,812,659.
5	Multiply line 4 by line 3	5	263,341.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,758.
7	Add lines 5 and 6	7	266,099.
8	Enter qualifying distributions from Part XII, line 4	8	405,067.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ► ☐ and enter 'N/A' on line 1. Date of ruling letter: ________ (attach copy of ruling letter if necessary – see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► ☒ and enter 1% of Part I, line 27b		1	2,758.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3 Add lines 1 and 2		3	2,758.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	2,758.
6 Credits/Payments:			
a 2008 estimated tax pmts and 2007 overpayment credited to 2008	6a 4,935.		
b Exempt foreign organizations – tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d		7	4,935.
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	0.
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ►		10	2,177.
11 Enter the amount of line 10 to be Credited to 2009 estimated tax ► 2,177.	**Refunded** ►	11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1 a 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 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 ► $ 0. **(2)** On foundation managers ► $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If 'Yes,' attach a detailed description of the activities.*	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	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If 'Yes,' attach the statement required by General Instruction T.*	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, column (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see the instructions) ► FL			
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)? *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 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 ► ROBERT W. HARPER Telephone no ► 407-886-4613

Located at ► 6917 SOUTH ROUND LAKE ROAD, MT DORA, FL ZIP + 4 ► 32757

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

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

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

			Yes	No
1 a	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 the instructions)?	1 b	N/A	
	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?	1 c		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 ► 20__ , 20__ , 20__ , 20__			
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 the instructions)	2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ► 20__ , 20__ , 20__ , 20__			
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	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008?	4b		X

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ 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 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 instructions)? 5b N/A

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? N/A ☐ 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 (No)

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? 7b N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation (see 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
FREIDA H. MARTIN 31833 BAY STREET TAVARES, FL 32778	President/Di 12.00	18,000.	0.	0.
ROBERT W. HARPER 6917 SOUTH ROUND LAKE ROAD MOUNT DORA, FL 32757	Treas/Dir 12.00	18,000.	0.	0.
PATRICK J DOUGHERTY 2781 WEST STATE ROAD 434 LONGWOOD, FL 32779	Sec/VP/DIR 10.00	18,000.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1— see 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
None				

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

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 instructions). If none, enter 'NONE.'**

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
None		
Total number of others receiving over $50,000 for professional services ►		0

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 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see 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 instructions 3	
Total. Add lines 1 through 3 ►	0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes.			
a Average monthly fair market value of securities		1a	6,307,324.
b Average of monthly cash balances		1b	1,624,310.
c Fair market value of all other assets (see instructions)		1c	
d **Total** (add lines 1a, b, and c)		1d	7,931,634.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2 Acquisition indebtedness applicable to line 1 assets		2	0.
3 Subtract line 2 from line 1d		3	7,931,634.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)		4	118,975.
5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	7,812,659.
6 **Minimum investment return.** Enter 5% of line 5		6	390,633.

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

1 Minimum investment return from Part X, line 6		1	390,633.
2a Tax on investment income for 2008 from Part VI, line 5	2a 2,758.		
b Income tax for 2008. (This does not include the tax from Part VI.)	2b		
c Add lines 2a and 2b		2c	2,758.
3 Distributable amount before adjustments Subtract line 2c from line 1		3	387,875.
4 Recoveries of amounts treated as qualifying distributions		4	
5 Add lines 3 and 4		5	387,875.
6 Deduction from distributable amount (see instructions)		6	
7 **Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	387,875.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes		
a Expenses, contributions, gifts, etc – total from Part I, column (d), line 26	1a	405,067.
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	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 **Qualifying distributions** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	405,067.
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 instructions)	5	2,758.
6 **Adjusted qualifying distributions.** Subtract line 5 from line 4	6	402,309.

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 instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				387,875.
2 Undistributed income, if any, as of the end of 2007:				
a Enter amount for 2007 only			17,698.	
b Total for prior years: 20___, 20___, 20___		0.		
3 Excess distributions carryover, if any, to 2008.				
a From 2003				
b From 2004				
c From 2005				
d From 2006				
e From 2007				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2008 from Part XII, line 4 ► $ 405,067.				
a Applied to 2007, but not more than line 2a			17,698.	
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2008 distributable amount				387,369.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2008 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount – see instructions		0.		
e Undistributed income for 2007 Subtract line 4a from line 2a Taxable amount – see instructions			0.	
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009				506.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see instructions)	0.			
9 **Excess distributions carryover to 2009.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2004				
b Excess from 2005				
c Excess from 2006				
d Excess from 2007				
e Excess from 2008				

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

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

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

	Tax year	Prior 3 years			
	(a) 2008	(b) 2007	(c) 2006	(d) 2005	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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 organization had $5,000 or more in assets at any time during the year — see instructions.)

1 Information Regarding Foundation Managers:

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

None

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

None

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

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

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

See Statement 9

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

See Statement for Line 2a

c Any submission deadlines:

See Statement for Line 2a

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

See Statement for Line 2a

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 10				
Total			► **3a**	374,826.
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		
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	(e) Related or exempt function income (see the instructions)
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			14	51,769.	
4 Dividends and interest from securities			14	283,887.	
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			18	-522,135.	
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)				-186,479.	

13 **Total.** Add line 12, columns (b), (d), and (e) 13 -186,479.

(See worksheet in the instructions for line 13 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 the instructions)
N/A	

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

		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
N/A			

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
N/A		

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

► Robert W Harper 12-30-09 ► Treasurer

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only			
Preparer's signature ►	PATRICK J DOUGHERTY (signed)	Date 11/30/09	Check if self-employed ► ☐ Preparer's Identifying number (See Signature in the instrs) P00339554
Firm's name (or yours if self-employed), address, and ZIP code ►	Patrick J. Dougherty, CPA, PA		EIN ► 59-2712944
	2781 W. State Road 434		
	Longwood, FL 32779		Phone no ► (407) 788-1333

Statement 1
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Tax Preparation	$ 3,475.		$ 3,475.	
Total	$ 3,475.	$ 0.	$ 3,475.	$ 0.

Statement 2
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Consultant	$ 6,000.			$ 6,000.
Investment Management Fees	25,530.	$ 25,530.		
Mileage reimbursement	2,580.	1,049.		1,531.
Professional Services	9,591.		$ 6,771.	2,820.
Total	$ 43,701.	$ 26,579.	$ 6,771.	$ 10,351.

Statement 3
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Office supplies & expense	$ 3,755.		$ 3,755.	
Plaques & Markers	990.			$ 990.
Telephone	644.		644.	
Total	$ 5,389.	$ 0.	$ 4,399.	$ 990.

Statement 4
Form 990-PF, Part II, Line 10a
Investments - U.S. and State Government Obligations

State/Municipal Obligations	Valuation Method	Book Value	Fair Market Value
Publicly Traded Bond -See Schedule	Mkt Val	$ 95,174.	$ 95,174.
		$ 95,174.	$ 95,174.
	Total	$ 95,174.	$ 95,174.

Statement 5
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
Publicly Traded Stocks-See Schedule	Mkt Val	$ 232,100.	$ 232,100.
	Total	$ 232,100.	$ 232,100.

Statement 6
Form 990-PF, Part II, Line 10c
Investments - Corporate Bonds

Corporate Bonds	Valuation Method	Book Value	Fair Market Value
Publicly Traded Bonds-See Schedule	Mkt Val	$ 840,954.	$ 840,954.
	Total	$ 840,954.	$ 840,954.

Statement 7
Form 990-PF, Part II, Line 13
Investments - Other

	Valuation Method	Book Value	Fair Market Value
Other Securities			
Publicly Traded Mutual Fund-See Schedule	Mkt Val	$ 2,907,602.	$ 2,907,602.
	Total	$ 2,907,602.	$ 2,907,602.

Statement 8
Form 990-PF, Part III, Line 5
Other Decreases

Unrealized losses on investments	$ 474,803.
Total	$ 474,803.

Statement 9
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program:
Name: HARPER FAMILY CHARITABLE FOUNDATION
Care Of: ROBERT W. HARPER
Street Address: 6917 SOUTH ROUND LAKE ROAD
City, State, Zip Code: MOUNT DORA, FL 32757
Telephone: 407-886-4613
Form and Content: LETTER WITH A COPY OF THE ORGANIZATION'S IRS SECTION 501(C)3 DETERMINATION LETTER
Submission Deadlines:

Statement 9 (continued)
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Restrictions on Awards: SECTION 501(c)3 ORGANIZATIONS ONLY

Statement 10
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	Amount
Friends of Casa Feliz, Inc 656 Park Avenue Winter Park, FL 32789	None	Public	General Support	$ 1,000.
Hospice of Lake & Sumter Cty 12300 Lane Park Road Tavares, FL 32778	None	Public	General Support	6,000.
lifeStream Behavioral Center P.O. Box 49100 Sanford, FL 34749	None	Public	General Support	22,000.
Orlando Rescue Mission 1521 W. Washington Street Orlando, FL 32805	None	PUBLIC	GENERAL SUPPORT	5,000.
Rollins College 1000 Holt Avenue #2756 Winter Park, FL 32789	None	PUBLIC	GENERAL SUPPORT	1,000.
Russell Home For Atypical Children 510 Holden Avenue Orlando, FL 32839	None	PUBLIC	GENERAL SUPPORT	10,000.
Salvation Army 416 West Colonial Drive Orlando, FL 32804	None	PUBLIC	GENERAL SUPPORT	5,000.
Shriners Hospital for Children 12502 Pine Drive Tampa, FL 33612	None	PUBLIC	GENERAL SUPPORT	51,000.
Sunrise ARC of Lake County 35201 Radio Road Leesburg, FL 34788	None	PUBLIC	GENERAL SUPPORT	58,000.

Statement 10 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found-ation Status	Purpose of Grant	Amount
The Boggy Creek Gang Camp 30500 Brantley Branch Road Eustis, FL 32736	None	PUBLIC	GENERAL SUPPORT	$ 10,000.
Angel Flight 8864 Airport Blvd Leesburg, FL 34788	None	PUBLIC	General Support	6,000.
Second Harvest Food Bank 2008 Brengle Avenue Orlando, FL 32808	None	PUBLIC	GENERAL SUPPORT	5,000.
Quest Inc-Camp Thunderbird 500 East Colonial Drive Orlando, FL 32803	None	PUBLIC	GENERAL SUPPORT	26,286.
Central Florida YMCA 433 North Mills Avenue Orlando, FL 32803	None	PUBLIC	GENERAL SUPPORT	7,000.
Building Blocks 1678 RIDGEMOOR DRIVE MASCOTTE, FL 34753	NONE	PUBLIC	GENERAL SUPPORT	3,000.
Central Florida Boy Scouts 41940 BOY SCOUT ROAD PAISLEY, FL	NONE	PUBLIC	GENERAL SUPPORT	28,000.
Christian Help Foundation 450 SEMONOLA BLVD CASSELBERRY, FL 32707	NONE	PUBLIC	GENERAL SUPPORT	5,000.
Childrens Land Fnd & Missionary Society 401 EAST STATE ROAD 434 CASSELBERRY, FL 32707	NONE	PUBLIC	GENERAL SUPPORT	10,000.
Girl Scouts of Citrus Council 341 NORTH MILLS AVE ORLANDO, FL 32803	NONE	PUBLIC	GENERAL SUPPORT	11,840.
Achievement Academy 716 East Bella Vista Street Lakeland, FL 33805	None	PUBLIC	GENERAL SUPPORT	26,000.
Alliance for Neighbors, Inc P.O. Box 160096 Altmonte Spring, FL 32716	None	PUBLIC	GENERAL SUPPORT	1,000.

Statement 10 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found-ation Status	Purpose of Grant	Amount
Canine Companions for Independence P.O. Box 680388 Orlando, FL 32868	None	PUBLIC	GENERAL SUPPORT	$ 6,000.
Chair Scholars Foundation 16101 Carencia Lane Odessa, FL 32556	None	PUBLIC	GENERAL SUPPORT	3,000.
Christian Service Center 808 W. Central Blvd Orlando, FL 32805	None	PUBLIC	GENERAL SUPPORT	5,000.
HUB Universal Church 1019 20th Street Orlando, FL 32805	None	PUBLIC	GENERAL SUPPORT	10,200.
Lake County 4 H 1951 Woodlea Road Tavares, FL 32778	None	PUBLIC	GENERAL SUPPORT	2,000.
Muscular Dystrophy Asscoiation 3452 Lake Lynda Drive Orlando, FL 32817	None	PUBLIC	GENERAL SUPPORT	4,000.
New Beginnings of Lake County P.O. Box 121129 Clermont, FL 34712	None	PUBLIC	GENERAL SUPPORT	5,000.
New Vision for Independence 9501 US Hwy 441 Leesburg, FL 34788	None	PUBLIC	GENERAL SUPPORT	5,000.
Seminole Community College 100 Weldon Blvd Sanford, FL 32773	None	PUBLIC	GENERAL SUPPORT	6,000.
Step it up Recovery, Inc 508 Central Parkway Sanford, FL 32773	None	PUBLIC	GENERAL SUPPORT	27,000.
The ARC Nature Coast 5283 Neff Lake Road Brooksville, FL 34601	None	PUBLIC	GENERAL SUPPORT	2,500.
United Cerebral Palsy of Central Florida 3305 South Orange Ave Orlando, FL 32806	None	PUBLIC	GENERAL SUPPORT	1,000.
			Total	$ 374,826.

Harper Family Charitable Foundation
Form 990PF-6/30/09 EIN # 02-0685568
Supporting Schedule-Part II-Balance Sheet

Quantity	Description	Value
Line 10a		
1000	Alabama Power Co 5.875% 3-15-46	24,910.00
4,333	Eaton Vance Insured Municipal Bond Fund	50,046.15
20,000	Miami-Dade Cnty Fl 5.25% 10-1-2011	20,218.20
	Total	95,174.35
Line 10b		
2,385	AT&T Inc	59,243.40
500	Bank of Amerca Corp	6,600.00
1,500	FPL Group Inc	85,290.00
865	Progress Energy Inc	32,722.95
5,300	Putnam Premier Income Tr SBI	26,431.10
700	Southern Company	21,812.00
	Total	232,099.45
Line 10c		
2000	BAC Capital 6.25% 3-29-55	35,220.00
	Cash Balance	56,620.73
800	CORTS Trust 6.000% 2-15-34	15,840.00
274	FPC Capital I 7.1% 5-15-39	6,658.20
1000	GE Capital Notes 5.85% 12-18-33	21,532.90
50,000	GMAC 7% 10-15-2011	39,304.00
800	Saturns Goldman's Sachs 6.25% 2-15-33	13,816.00
9,542	Bond Fund of America	106,968.61
26,300	T. Rowe Price Short Term BD Fund	124,926.30
	Fidelity Cash Reserves	0.10
12,199	Fidelity Investment Grade Bond Fund	81,247.58
6,414	Fidelity Short Term Bond Fund	51,956.25
6,693	Fidelity Total Bond Fund	66,261.90
7,312	Vanguard Inter-Term Inv. Grade Fund	66,250.94
4,303	Vanguard Short-Term Inv. Grade Fund	44,018.54
10,849	Vanguard Total Bond Market Index Fund Adm Shs	110,331.74
	Total	840,953.79
Line 12		
	Mortgage Note Receivable-Darlin	$124,869.74
	Mortgage Note Receivable-Henns	721,736.57
	Mortgage Note Receivable-Veigle	1,600,000.00
	Total	2,446,606.31

Harper Family Charitable Foundation
Form 990PF-6/30/09 EIN # 02-0685568
Supporting Schedule-Part II-Balance Sheet

Quantity	Description	Value
Line 13		
467	Cohen & Steers Total Return Reality Fund Inc	3,353.06
2,216	Eaton Vance Prime Rt Res Shares of Beneificl Interest	19,674.31
9,689	EV Classic SR Fltg Rt Fund SHS of Benefical Interest	86,037.78
8,821	Forward Small Cap Equity Fund	112,113.95
28,121	Goldman Sachs Finl SQ	28,121.32
6,907	Perkins Mid Cap Value	114,098.40
5,169	Managers Funds Bond Fund	113,826.26
1,467	Cohen & Syeers Realty Income Fund	47,456.65
3,937	Euro Pac Growth Fund	123,582.08
3,745	Pioneer Fund Inc SHS	109,835.86
4,539	T. Rowe Price Blue Chip Growth Fund	121,638.98
10,425	Van Kampen Comstock Fund	115,507.13
1,470	Drefus Appreciation Fund	41,617.25
8,477	Fidelity Pas Core Income Fund	81,036.32
6,490	Fidelity Pas Income Opp Fund	50,556.03
8,659	Fidelity Pas International Fund	59,312.44
4,729	Fidelity Pas US Opp Fund	32,253.01
3,416	Fidelity Pas Small Cap Fund	25,446.44
305	Fidelity Select Gold	10,940.92
7,359	Fidelity Capital & Income	50,705.69
5,109	Goldman Sachs Large Value Institutional Fund	45,675.25
1,177	Hartford Capital Appreciation Fund	29,282.13
974	Hartford Growth Opportunity	17,917.13
2,844	Hotchkis & Wiley Large Cap Value Fund	32,531.71
1,163	Janus Mid Cap Value Invst	19,101.50
1,329	Legg Mason Partners Large Cap Growth Fund	24,383.93
1,443	Marsico Focus Fund	17,809.66
2,900	Merger Fund	43,506.13
1,391	Morgan Stanley Mid Cap Growth Port	29,708.53
3,305	Pimco Commodity Real Ret Strat Admin Fund	23,396.01
5,119	Pimco Short Term Adminstrative Shs	49,396.78
8,692	Pimco Total Return Admin. Shs	90,835.61
603	Spartan 500 Index FID Advantage Fund	38,353.90
820	T. Rowe Price Growth Stock Advisor Fund	18,036.52
3,242	T. Rowe Price High Yield Advisor Fund	18,184.96
1,056	Westport Select Cap Fund	17,905.53
3,410	Allianz NFJ Divident Value Fund	29,358.30
1,642	JPMorgan US Lg Cap Core Plus Select	24,118.76
6,038	Mainstay Lg Cap Growth Fund	29,948.73
1,579	Royce Pennsylvania Mutual Fund	11,830.44
937	Selected American Shares	28,234.79
2,315	Templeton Global Bond Class A	27,362.72
1,277	Vanguard Explorer Fund	59,584.91
4,575	Vanguard Strategic Equity Fund	55,629.73
15,464	Vanguard Total International Stock Index Fund	184,796.35
15,502	Vanguard Total Stock Market Index Fund	348,794.80
3,627	Vanguard U.S. Growth Fund	126,648.69
3,446	Vanguard Windsor II Fund	118,154.87
	Total	2,907,602.25

Harper Family Charitable Foundation
Form 990PF-6/30/09 EIN # 02-0685568
Supporting Schedule-Part IV Capital Gains and Losses

Quantity	Description	How Acquired	Date Acquired	Date Sold	Sales Price	Basis	Gain or Loss
761	Evergreen Core Bond Fund	P	Various	10/29/2008	5,759.01	7,379.39	-1,620.38
987	Hartford Fortis Small Cap Fund	P	Various	11/3/2008	18,204.97	26,381.26	-8,176.29
1,030	Managers Bond Fund	P	10/29/2008	1/26/2009	20,470.90	19,420.58	1,050.32
21	Baron Growth Fund	P	4/28/2008	9/4/2008	935.77	1,016.89	-81.12
20	Baron Growth Fund	P	Various	9/4/2008	912.77	1,031.96	-119.19
20	Columbia Marsico Focused Equities Fund	P	12/14/2007	9/4/2008	396.73	493.35	-96.62
23	Columbia Marsico Focused Equities Fund	P	4/28/2008	9/4/2008	463.40	524.55	-61.15
94	DWS RREEF Global Real Estate Securities	P	Various	9/4/2008	781.97	944.72	-162.75
10	Davis New York Venture Fund	P	12/5/2007	9/4/2008	332.24	396.08	-63.84
52	Europacific Growth Fund	P	Various	9/4/2008	2,058.69	2,685.40	-626.71
70	Goldman Sachs High Yield Bond Fund	P	4/28/2008	9/4/2008	490.11	521.80	-31.69
315	Goldman Sachs High Yield Bond Fund	P	Various	9/4/2008	2,193.26	2,333.09	-139.83
24	Harbor International Growth Fund	P	12/20/2007	9/4/2008	289.08	370.25	-81.17
173	Hartford Mid Cap Fund	P	Various	9/4/2008	3,372.86	3,703.73	-330.87
260	Hotchkis & Wiley Core Value Fund	P	Various	9/4/2008	2,463.90	3,115.04	-651.14
556	Hotchkis & Wiley Core Value Fund	P	4/28/2008	9/4/2008	5,260.51	6,289.25	-1,028.74
69	Janus Mid Cap Value Fund	P	Various	9/4/2008	1,217.07	1,240.40	-23.33
124	Legg Mason Value Trust Fund	P	4/28/2008	9/4/2008	5,677.88	7,470.93	-1,793.05
66	Legg Mason Value Trust Fund	P	Various	9/4/2008	3,007.54	3,942.75	-935.21
108	Neuberger Berman Genesis Fund	P	Various	9/4/2008	3,552.07	3,553.16	-1.09
173	Pimco Total Return Admin. Shs	P	Various	9/4/2008	1,854.43	1,845.95	8.48
107	Pimco Commodity Real Ret Strat Admin Fund	P	Various	9/4/2008	1,702.25	1,799.58	-97.33
144	T. Rowe Price International Bond Fund	P	Various	9/4/2008	1,396.44	1,457.63	-61.19
105	Thornburg Value Fund	P	Various	9/4/2008	3,228.60	3,947.12	-718.52
65	Wells Fargo Adv Inter-National Value Fund	P	Various	9/4/2008	906.17	1,182.81	-276.64
142	Wells Fargo Adv Inter-National Value Fund	P	4/28/2008	9/4/2008	1,971.48	2,458.66	-487.18
310	Western Asset Core Plus Bond Portfolio Fd	P	4/28/2008	9/4/2008	2,963.11	3,081.01	-117.90
190	Western Asset Core Plus Bond Portfolio Fd	P	Various	9/4/2008	1,810.73	1,886.33	-75.60
112	Fidelity Diversified International Fund	P	Various	11/13/2008	2,355.72	3,925.64	-1,569.92
871	Fidelity PAS Core Income Fund	P	10/24/2007	10/7/2008	8,200.00	8,742.43	-542.43
477	Fidelity PAS US Opp Fund	P	3/17/2008	10/7/2008	3,300.00	4,310.99	-1,010.99
1109	Legg Mason Opport Trust	P	Various	11/13/2008	6,031.66	18,624.45	-12,592.79
544	Oppenheimer Main St Small Cap Fund	P	Various	11/13/2008	6,381.08	11,411.25	-5,030.17
252	Selected American Shares	P	11/13/2009	3/4/2009	5,500.00	7,249.42	-1,749.42
157	Fidelity Real Estate Investment Portfolio	P	Various	3/26/2009	1,638.23	4,831.12	-3,192.89
107	Selected American Shares	P	11/13/2009	3/26/2009	2,800.00	3,079.04	-279.04
330	Allianz NFJ Dividend Value Fund	P	11/13/2008	6/2/2009	3,000.00	2,940.59	59.41
368	Fidelity PAS Small Cap Fund	P	11/13/2008	6/2/2009	2,800.00	2,406.31	393.69
29	Fidelity Select Gold Portfolio	P	3/4/2009	6/2/2009	1,200.00	865.44	334.56
118	Mainstay Large Cap Growth Fund	P	3/4/2009	6/2/2009	600.00	478.11	121.89
418	Pimco Foreign Bond Fund	P	Various	6/2/2009	3,744.78	4,171.63	-426.85
268	Royce Pennsylvania Mutual Fund	P	3/4/2009	6/2/2009	2,100.00	1,433.89	666.11
76	Selected American Shares	P	11/13/2009	6/2/2009	2,400.00	2,197.02	202.98
232	Vanguard Intermediate-Term Bond Index Fund	P	Various	6/18/2009	2,373.39	2,363.24	10.15
861	Vanguard Short-Term Bond Index Fund	P	Various	6/18/2009	8,829.60	8,584.91	244.69
	Totals				156,928.40	198,089.15	-41,160.75

Harper Family Charitable Foundation
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Supporting Schedule-Part IV Capital Gains and Losses

Quantity	Description	How Acquired	Date Acquired	Date Sold	Sales Price	Basis	Gain or Loss
20,000	GNMA 7% 7/15/2008 ROP	D	12/31/2004	011/17/08	16.90	103.33	-86.43
1207	Bond Fund of America Inc	P	7/5/2007	7/21/2008	14,892.73	15,858.22	-965.49
79	Europacific Growth Fund	P	11/15/2005	7/21/2008	3,533.12	3,147.34	385.78
984	Evergreen Core Bond Fund	P	7/5/2007	7/21/2008	9,094.59	10,069.02	-974.43
761	Evergreen Core Bond Fund	P	Various	10/29/2008	104,876.44	141,933.31	-37,056.87
987	Hartford Fortis Small Cap Fund	P	7/5/2007	11/3/2008	78,974.46	150,282.74	-71,308.28
6,125	T. Rowe Price Short-Term Bond Fund	P	7/5/2007	7/21/2008	28,785.14	28,601.41	183.73
8,834	Goldman Sachs Trust Finl MM	P	Various	Various	8,833.64	8,833.64	0.00
6,306	Goldman Sachs Finl SQ MMKT Instl	P	Various	Various	6,306.25	6,306.25	0.00
2,012	Bond Fund of America Inc	P	7/5/2007	1/26/2009	21,564.55	26,432.66	-4,868.11
9,056	T. Rowe Price Short-Term Bond Fund	P	7/5/2007	1/26/2009	41,928.94	42,291.18	-362.24
8,474	Cohen & Steeers Realty Inc	P	Various	3/11/2009	38,894.85	106,129.89	-67,235.04
7,308	Pioneer Mid-Cap Value Fund	P	Various	3/18/2009	96,314.70	178,549.25	-82,234.55
391	Baron Growth Fund	P	4/21/2006	9/4/2008	17,500.65	20,011.38	-2,510.73
20	Baron Growth Fund	P	11/22/2006	9/4/2009	896.39	992.16	-95.77
1932	Columbia Marsico Focused Equities Fund	P	4/21/2006	9/4/2008	38,957.48	41,257.07	-2,299.59
2405	DWS RREEF Global Real Estate Securities	P	8/28/2006	9/4/2008	20,102.59	25,248.47	-5,145.88
127	DWS RREEF Global Real Estate Securities	P	Various	9/4/2008	1,058.85	1,559.14	-500.29
899	Davis New York Venture Fund	P	4/21/2006	9/4/2008	30,323.89	31,771.75	-1,447.86
7	Davis New York Venture Fund	P	12/5/2006	9/4/2008	222.38	248.38	-26.00
471	Europacific Growth Fund	P	4/21/2006	9/4/2008	18,791.66	21,680.14	-2,888.48
41	Europacific Growth Fund	P	Various	9/4/2008	1,632.56	1,874.12	-241.56
3133	Goldman Sachs High Yield Bond Fund	P	4/21/2006	9/4/2008	21,805.68	25,001.34	-3,195.66
309	Goldman Sachs High Yield Bond Fund	P	11/16/2005	9/4/2008	2,152.89	2,489.74	-336.85
1482	Harbor International Growth Fund	P	8/24/2006	9/4/2008	18,050.09	17,679.61	370.48
5	Harbor International Growth Fund	P	12/20/2006	9/4/2008	54.75	59.74	-4.99
276	Harbor International Growth Fund	P	5/23/2007	9/4/2008	3,361.24	4,007.00	-645.76
719	Hartford Mid Cap Fund	P	4/21/2006	9/4/2008	14,036.62	18,854.53	-4,817.91
142	Hartford Mid Cap Fund	P	12/20/2007	9/4/2008	2,765.04	3,068.18	-303.14
3168	Hotchkis & Wiley Core Value Fund	P	5/14/2007	9/4/2008	29,970.12	49,580.60	-19,610.48
1089	Janus Mid Cap Value Fund	P	4/21/2006	9/4/2008	19,313.07	18,583.67	729.40
26	Janus Mid Cap Value Fund	P	Various	9/4/2008	463.70	471.54	-7.84
430	Legg Mason Value Trust Fund	P	4/21/2006	9/4/2008	19,724.50	32,496.75	-12,772.25
6	Legg Mason Value Trust Fund	P	6/25/2007	9/4/2008	297.51	551.95	-254.44
459	Neuberger Berman Genesis Fund	P	4/21/2006	9/4/2008	15,151.12	17,144.34	-1,993.22
50	Neuberger Berman Genesis Fund	P	Various	9/4/2008	1,640.59	1,678.88	-38.29
2350	Pimco Total Return Admin. Shs	P	4/21/2006	9/4/2008	25,261.70	24,204.23	1,057.47
318	Pimco Total Return Admin. Shs	P	Various	9/4/2008	3,415.24	3,292.35	122.89
1291	Pimco Commodity Real Ret Strat Admin Fund	P	4/21/2006	9/4/2008	20,550.19	19,607.88	942.31
82	Pimco Commodity Real Ret Strat Admin Fund	P	Various	9/4/2008	1,311.69	1,151.32	160.37
1864	T. Rowe Price International Bond Fund	P	4/21/2006	9/4/2008	18,137.61	17,411.43	726.18
118	T. Rowe Price International Bond Fund	P	Various	9/4/2008	1,150.25	1,138.19	12.06
880	Thornburg Value Fund	P	4/21/2006	9/4/2008	27,146.92	32,488.31	-5,341.39
41	Thornburg Value Fund	P	Various	9/4/2008	1,279.14	1,631.33	-352.19
1195	Wells Fargo Adv Inter-National Value Fund	P	8/22/2006	9/4/2008	16,535.03	19,581.60	-3,046.57
1	Wells Fargo Adv Inter-National Value Fund	P	12/18/2006	9/4/2008	6.31	8.30	-1.99
186	Wells Fargo Adv Inter-National Value Fund	P	5/21/2007	9/4/2008	2,578.25	3,791.00	-1,212.75
3075	Western Asset Core Plus Bond Portfolio Fd	P	2/14/2007	9/4/2008	29,369.42	32,414.00	-3,044.58
99	Western Asset Core Plus Bond Portfolio Fd	P	Various	9/4/2008	948.41	1,029.70	-81.29
465	Fidelity Diversified International Fund	P	Various	11/13/2008	9,774.70	16,288.87	-6,514.17
355	Fidelity Investment Grade Bond Fund	P	Various	8/11/2008	2,433.17	2,559.82	-126.65

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Quantity	Description	How Acquired	Date Acquired	Date Sold	Sales Price	Basis	Gain or Loss
1051	Fidelity Investment Grade Bond Fund	P	Various	10/7/2008	7,000.00	7,652.87	-652.87
1043	Fidelity Investment Grade Bond Fund	P	Various	11/13/2008	6,600.00	7,611.62	-1,011.62
367	Fidelity Investment Grade Bond Fund	P	Various	11/18/2008	2,314.72	2,700.51	-385.79
692	Fidelity PAS Core Income Fund	P	10/24/2007	11/13/2008	6,300.00	6,950.50	-650.50
922	Fidelity Short Term Bond Fund	P	9/12/2006	10/7/2008	7,600.00	8,102.78	-502.78
703	Fidelity Short Term Bond Fund	P	9/12/2006	11/13/2008	5,700.00	6,179.87	-479.87
807	Fidelity Total Bond Fund	P	6/22/2006	10/7/2008	7,800.00	8,226.29	-426.29
559	Fidelity Total Bond Fund	P	6/22/2006	11/13/2008	5,100.00	5,713.41	-613.41
441	Hotchkis & Wiley Large Cap Value Fund	P	11/16/2005	11/13/2008	4,600.00	9,856.51	-5,256.51
1518	Legg Mason Opport Trust	P	Various	11/13/2008	8,256.78	25,495.08	-17,238.30
391	Merger Fund	P	11/16/2005	10/7/2008	5,500.00	6,063.70	-563.70
505	Merger Fund	P	Various	11/13/2008	7,600.00	7,822.19	-222.19
1101	Oppenheimer Main St Small Cap Fund	P	Various	11/13/2008	12,931.27	23,124.95	-10,193.68
1401	Pimco Total Return Admin. Shs	P	Various	10/7/2008	14,600.00	14,695.18	-95.18
880	Pimco Total Return Admin. Shs	P	Various	10/7/2008	8,500.00	8,758.70	-258.70
1268	Pimco Total Return Admin. Shs	P	Various	11/13/2008	13,100.00	13,302.90	-202.90
1323	Pimco Total Return Admin. Shs	P	Various	11/13/2008	12,700.00	13,189.48	-489.48
85	Spartan 500 Index Fund	P	11/16/2005	10/7/2008	5,900.00	7,935.19	-2,035.19
218	Spartan 500 Index Fund	P	Various	11/13/2008	13,900.00	20,382.00	-6,482.00
284	Fidelity Investment Grade Bond Fund	P	Various	2/17/2009	1,821.88	1,998.78	-176.90
461	Fidelity Investment Grade Bond Fund	P	Various	3/4/2009	2,900.00	2,900.00	0.00
331	Fidelity PAS Income Opportunities Fund	P	10/24/2007	3/4/2009	2,100.00	2,100.00	0.00
745	Fidelity Real Estate Investment Portfolio	P	Various	3/4/2009	7,100.00	22,839.77	-15,739.77
645	Fidelity Total Bond Fund	P	Various	3/4/2009	5,900.00	5,900.00	0.00
409	Hartford Capital Appreciation Fund	P	Various	3/4/2009	7,200.00	14,820.90	-7,620.90
1260	Marsico Focus Fund	P	Various	3/4/2009	12,400.00	22,922.36	-10,522.36
182	Merger Fund	P	5/1/2006	3/4/2009	2,600.00	2,816.97	-216.97
172	Morgan Stanley Mid Cap Growth Portfolio	P	11/16/2005	3/4/2009	2,600.00	4,302.39	-1,702.39
436	Pimco Foreign Bond Fund	P	9/12/2006	3/4/2009	3,400.00	4,329.54	-929.54
1023	Pimco Total Return Admin. Shs	P	Various	3/4/2009	10,200.00	10,348.52	-148.52
252	T. Rowe Price Growth Stock Advisor Fund	P	Various	3/4/2009	4,400.00	7,594.05	-3,194.05
645	T. Rowe Price High Yield Advisor Fund	P	Various	3/4/2009	3,000.00	4,311.36	-1,311.36
313	Westport Select Cap Class R	P	11/16/2005	3/4/2009	4,300.00	7,668.07	-3,368.07
219	Dreyfus Appreciation Fund	P	11/16/2009	3/26/2009	5,700.00	6,703.59	-1,003.59
659	Fidelity PAS International Fund	P	7/20/2007	3/26/2009	3,800.00	3,800.00	0.00
291	Fidelity Real Estate Investment Portfolio	P	Various	3/26/2009	3,036.66	8,955.00	-5,918.34
138	Hartford Capital Appreciation Fund	P	Various	3/26/2009	2,900.00	5,020.67	-2,120.67
510	Hotchkis & Wiley Large Cap Value	P	Various	3/26/2009	4,900.00	11,351.67	-6,451.67
135	Morgan Stanley Mid Cap Growth Portfolio	P	Various	3/26/2009	2,400.00	3,371.60	-971.60
689	Pimco Commodity Real Ret Strat	P	Various	3/26/2009	4,400.00	7,638.21	-3,238.21
73	Spartan 500 Index Fund	P	5/1/2006	3/26/2009	4,200.00	6,751.27	-2,551.27
261	Fidelity Investment Grade Bond Fund	P	Various	5/18/2009	1,711.77	1,527.71	184.06
89	Dreyfus Appreciation Fund	P	11/16/2009	6/2/2009	2,600.00	3,557.29	-957.29
662	Fidelity Capital & Income Fund	P	11/16/2009	6/2/2009	4,500.00	5,388.57	-888.57
286	Fidelity PAS Income Opportunities Fund	P	10/24/2007	6/2/2009	2,200.00	2,474.93	-274.93
829	Fidelity PAS International Fund	P	7/20/2007	6/2/2009	5,900.00	7,391.58	-1,491.58
142	Fidelity PAS US Income Opportunities Fund	P	3/17/2008	6/2/2009	1,000.00	1,196.31	-196.31
175	Goldman Sachs Large Cap Value Instl	P	2/8/2007	6/2/2009	1,600.00	2,451.58	-851.58
145	Hartford Capital Appreciation Fund	P	Various	6/2/2009	3,800.00	5,270.58	-1,470.58
366	Hartford Growth Opportunity Fund	P	3/18/2008	6/2/2009	6,900.00	9,538.36	-2,638.36
43	Hotchkis & Wiley Large Cap Value	P	5/1/2006	6/2/2009	500.00	956.14	-456.14

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Quantity	Description	How Acquired	Date Acquired	Date Sold	Sales Price	Basis	Gain or Loss
123	Legg Mason CBA Large Cap Growth Fund	P	11/16/2005	6/2/2009	2,300.00	2,777.00	-477.00
102	Marsico Focus Fund	P	12/8/2006	6/2/2009	1,300.00	1,854.23	-554.23
177	Morgan Stanley Mid Cap Growth Portfolio	P	5/1/2006	6/2/2009	3,900.00	4,419.28	-519.28
106	Perkins Mid Cap Value Fund	P	3/17/2008	6/2/2009	1,800.00	2,047.07	-247.07
159	Pimco Commodity Real Ret Strat	P	Various	6/2/2009	1,200.00	1,673.06	-473.06
2100	Pimco Foreign Bond Fund	P	Various	6/2/2009	18,812.75	20,957.33	-2,144.58
16	Spartan 500 Index Fund	P	5/1/2006	6/2/2009	1,100.00	1,423.26	-323.26
62	T. Rowe Price Growth Stock Advisor Fund	P	2/15/2007	6/2/2009	1,400.00	1,877.91	-477.91
45	Westport Select Cap Class R	P	11/16/2005	6/2/2009	800.00	1,109.05	-309.05
525	Vanguard Intermediate-Term Bond Index Fund	P	6/23/2006	12/17/2008	5,500.00	5,338.36	161.64
879	Vanguard Intermediate-Term Bond Index Fund	P	6/23/2006	12/17/2008	9,200.00	8,929.62	270.38
745	Vanguard Intermediate-Term Bond Index Fund	P	6/23/2006	12/17/2008	7,800.00	7,570.77	229.23
3527	Vanguard Intermediate-Term Bond Index Fund	P	6/23/2006	6/18/2009	36,011.08	35,857.14	153.94
4517	Vanguard Intermediate-Term Investment-Grade Fu	P	6/23/2006	12/17/2008	38,800.00	43,282.27	-4,482.27
1234	Vanguard Intermediate-Term Investment-Grade Fu	P	6/23/2006	12/17/2008	10,600.00	11,876.69	-1,276.69
3936	Vanguard Intermediate-Term Investment-Grade Fu	P	6/23/2006	6/18/2009	35,066.00	37,723.36	-2,657.36
3199	Vanguard Intermediate-Term Investment-Grade Fu	P	6/23/2006	6/18/2009	28,505.00	30,732.61	-2,227.61
2581	Vanguard Short-Term Investment-Grade Fund	P	6/23/2006	6/18/2009	26,459.68	25,726.43	733.25
214	Vanguard Short-Term Investment-Grade Fund	P	6/23/2006	7/28/2008	2,234.47	2,247.51	-13.04
215	Vanguard Short-Term Investment-Grade Fund	P	6/23/2006	10/27/2008	2,107.80	2,235.00	-127.20
239	Vanguard Short-Term Investment-Grade Fund	P	6/23/2006	12/17/2008	2,300.00	2,486.21	-186.21
1300	Vanguard Short-Term Investment-Grade Fund	P	6/23/2006	12/17/2008	12,500.00	13,684.51	-1,184.51
1050	Vanguard Short-Term Investment-Grade Fund	P	6/23/2006	12/17/2008	10,100.00	11,057.08	-957.08
447	Vanguard Short-Term Investment-Grade Fund	P	6/23/2006	12/17/2008	4,300.00	4,707.47	-407.47
195	Vanguard Short-Term Investment-Grade Fund	P	6/23/2006	2/2/2008	1,919.72	2,048.46	-128.74
181	Vanguard Short-Term Investment-Grade Fund	P	6/23/2006	5/4/2009	1,802.42	1,904.00	-101.58
	Totals				1,447,979.71	1,928,954.23	-480,974.52