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 JUL 1, 2008 , and ending JUN 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.

Name of foundation: THE ALPAUGH FOUNDATION

Number and street (or P O box number if mail is not delivered to street address): 525 VINE STREET — Room/suite: 1925

City or town, state, and ZIP code: CINCINNATI, OH 45202

A Employer identification number: 31-6314074

B Telephone number: (513) 621-1826

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐

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

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

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 1,997,257.

J Accounting method: ☒ 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).)

	Line		(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	245,415.		N/A	
	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	97,068.	97,068.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	<102,534.>			STATEMENT 1
	b	Gross sales price for all assets on line 6a 188,409.				
	7	Capital gain net income (from Part IV, line 2)		0.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income				
	12	**Total** Add lines 1 through 11	239,949.	97,068.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	8,000.	4,000.		4,000.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees STMT 3	4,135.	4,135.		0.
	c	Other professional fees STMT 4	11,395.	11,395.		0.
	17	Interest				
	18	Taxes STMT 5	200.	0.		200.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 6	100.	0.		100.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	23,830.	19,530.		4,300.
	25	Contributions, gifts, grants paid	289,740.			289,740.
	26	**Total expenses and disbursements.** Add lines 24 and 25	313,570.	19,530.		294,040.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	<73,621.>			
	b	**Net investment income** (if negative, enter -0-)		77,538.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

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

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Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing		1,185.	1,185.
	2 Savings and temporary cash investments			
	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			
	7 Other notes and loans receivable ▶			
	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 STMT 7	9,151.	7,380.	7,569.
	b Investments - corporate stock STMT 8	1,909,536.	1,246,563.	1,790,115.
	c Investments - corporate bonds STMT 9	25,000.	25,000.	18,200.
	11 Investments - land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 10	174,327.	180,188.	180,188.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	2,118,014.	1,460,316.	1,997,257.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	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	2,118,014.	1,460,316.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 **Total net assets or fund balances**	2,118,014.	1,460,316.	
	31 **Total liabilities and net assets/fund balances**	2,118,014.	1,460,316.	

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	2,118,014.
2	Enter amount from Part I, line 27a	2	<73,621.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	2,044,393.
5	Decreases not included in line 2 (itemize) ▶ NET ASSET ADJUSTMENT	5	584,077.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,460,316.

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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	NET SHORT TERM CAPITAL LOSSES PER ATTACHED			
b	STATEMENTS	P	VARIOUS	VARIOUS
c	NET LONG TERM CAPITAL LOSSES PER ATTACHED			
d	STATEMENTS	P	VARIOUS	VARIOUS
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	96,920.		140,828.	<43,908.>
c				
d	91,489.		150,115.	<58,626.>
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				<43,908.>
c				
d				<58,626.>
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** <102,534.>

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter -0- in Part I, line 8 } **3** N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2007	283,725.	2,396,357.	.118398
2006	243,260.	3,217,357.	.075609
2005	105,438.	3,020,292.	.034910
2004	797,054.	2,963,703.	.268939
2003	989,559.	3,518,275.	.281263

2	**Total** of line 1, column (d)	2	.779119
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	.155824
4	Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	2,181,244.
5	Multiply line 4 by line 3	5	339,890.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	775.
7	Add lines 5 and 6	7	340,665.
8	Enter qualifying distributions from Part XII, line 4	8	294,040.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling letter: ______ (attach copy of ruling letter if necessary-see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	1,551.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3 Add lines 1 and 2	3	1,551.
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	1,551.
6 Credits/Payments:		
a 2008 estimated tax payments and 2007 overpayment credited to 2008 — 6a		
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	0.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	51.
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	1,602.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11 Enter the amount of line 10 to be: **Credited to 2009 estimated tax** ▶	**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 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? N/A	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 instructions) ▶ OH			
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)*

		Line	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 ▶ PETER A ALPAUGH Telephone no. ▶ 513-621-1826
Located at ▶ 525 VINE STREET, SUITE 1925, CINCINNATI, OH ZIP+4 ▶ 45202

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

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

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

			Line	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)?	N/A	1b		
	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 instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2008 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2008.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008?		4b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A | 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? 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 |

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? N/A | 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.

(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
PETER A ALPAUGH 525 VINE STREET, SUITE 1925 CINCINNATI, OH 45202	MANAGER 2.00	8,000.	0.	0.

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

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

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

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

3 Five highest-paid independent contractors for professional services. 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**

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.

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	2,214,461.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	2,214,461.
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	2,214,461.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	33,217.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,181,244.
6	**Minimum investment return.** Enter 5% of line 5	6	109,062.

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	109,062.
2a	Tax on investment income for 2008 from Part VI, line 5 — 2a: 1,551.		
b	Income tax for 2008. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	1,551.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	107,511.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	107,511.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	107,511.

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	294,040.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	294,040.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	294,040.

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

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Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7					107,511.
2 Undistributed income, if any, as of the end of 2007					
a Enter amount for 2007 only				0.	
b Total for prior years: ______, ______, ______			0.		
3 Excess distributions carryover, if any, to 2008:					
a From 2003	662,458.				
b From 2004	650,607.				
c From 2005					
d From 2006	84,672.				
e From 2007					
f **Total** of lines 3a through e		1,397,737.			
4 Qualifying distributions for 2008 from Part XII, line 4: ▶ $ 294,040.					
a Applied to 2007, but not more than line 2a				0.	
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					107,511.
e Remaining amount distributed out of corpus		186,529.			
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		1,584,266.			
b Prior years' undistributed income. Subtract line 4b from line 2b			0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions			0.		
e Undistributed income for 2007. Subtract line 4a from line 2a. Taxable amount - see instr.				0.	
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009					0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)		0.			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7		662,458.			
9 **Excess distributions carryover to 2009.** Subtract lines 7 and 8 from line 6a		921,808.			
10 Analysis of line 9:					
a Excess from 2004	650,607.				
b Excess from 2005					
c Excess from 2006	84,672.				
d Excess from 2007					
e Excess from 2008	186,529.				

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 foundation had $5,000 or more in assets at any time during the year-see the instructions.)

1 **Information Regarding Foundation Managers:**

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

PETER A ALPAUGH

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:

THE ALPAUGH FOUNDATION, 513-621-1826
525 VINE STREET, SUITE 1925, CINCINNATI,OH 45202

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 ATTACHED STATEMENT, SEE ATTACHED, SEE ATTACHED	NONE		EXEMPT PURPOSE UNDER IRC SECTION 501[C][3]	289,740.
Total			▶ 3a	289,740.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

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
	(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					97,068.
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					<102,534.>
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)		0.		0.	<5,466.>

13 Total. Add line 12, columns (b), (d), and (e) 13 <5,466.>

(See worksheet in line 13 instructions 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).
	NOT APPLICABLE

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

Signature of officer or trustee: Peter N Alpaugh | Date: 2/10-10 | Title: [signature]

Paid Preparer's Use Only

Preparer's signature	Date	Check if self-employed	Preparer's identifying number
[signature]	01/22/10	X	

Firm's name (or yours if self-employed), address, and ZIP code: DAVID E. HATHAWAY ATTORNEY AT LAW LLC, 4030 MT. CARMEL-TOBASCO ROAD, SUITE 313, CINCINNATI, OH 45255

EIN ▶

Phone no. 513-528-0159

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, and 990-PF.

OMB No 1545-0047

2008

Name of the organization THE ALPAUGH FOUNDATION

Employer identification number 31-6314074

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule. (Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions.)

General Rule

☒ For organizations filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

☐ For a section 501(c)(3) organization filing Form 990, or Form 990-EZ, that met the 33 1/3% support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on Form 990, Part VIII, line 1h or 2% of the amount on Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, aggregate contributions or bequests of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, some contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than $1,000. (If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of $5,000 or more during the year.) ▶ $ ____________

Caution. Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF), but they **must** answer "No" on Part IV, line 2 of their Form 990, or check the box in the heading of their Form 990-EZ, or on line 2 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization	Employer identification number
THE ALPAUGH FOUNDATION	31-6314074

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	THE ALPAUGH FAMILY 15 YEAR CHARITABLE LEAD TRUST P.O BOX 3428 CINCINNATI, OH 43201-3428	$ 35,059.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
2	THE ALPAUGH FAMILY 20 YEAR CHARITABLE LEAD TRUST P.O BOX 3428 CINCINNATI, OH 43201-3428	$ 210,356.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Date	Num	Description	Memo	Category	Clr	Amount
12/1/2008	2954	**VOID**Cognitive Aging R	InMem RalphKohnenJr	Contributions Health	R	0 00
9/1/2008	2879	**VOID**Escondido Human	From Andi Kessel	Contributions Animals	R	0 00
2/1/2009	3026	**VOID**Inventory Of Skills	For W G Alpaugh	Contributions Ed	R	0 00
1/6/2009	3004	Alley Cat Allies		Contributions Animals	R	-100 00
2/2/2009	3032	Am For Prosperity		Contributions Ed	R	-250 00
7/2/2008	2956	Am Institute For Cancer Re		Contributions Health	R	-100 00
1/8/2009	3012	Am Red Cross	For Barb Uible	Contributions Health	R	-250 00
1/6/2009	3008	Am Soc Prevent Cruelty Ani		Contributions Animals	R	-100 00
2/1/2009	3020	Amelia Island Chapel		Contributions Religious	R	-1,000 00
1/5/2009	3001	Art Academy		Contributions Arts	R	-500.00
1/8/2009	3011	Ashbrook Center		Contributions Ed	R	-100 00
1/14/2009	3014	Atwill Memorial Chapel	InMem Reed Bartlett	Contributions Religious	R	-250 00
5/1/2009	3009	BEAKS	For M/M W G Alpaugh	Contributions Animals	R	-100 00
10/1/2008	2975	Beech Acres		Contributions	R	-20,000 00
1/2/2009	2993	Beech Acres		Contributions Ed	R	-100,000 00
10/7/2008	2978	Betts House Research	InMem MarthaTuttle	Contributions Civic	R	-1,000 00
5/2/2009	3058	Big Brothers Big Sisters		Contributions Civic	R	-2,500 00
2/1/2009	3030	Bishop Museum	InMem Amy Russell	Contributions Arts	R	-250 00
5/5/2009	3062	BlueGrass Institute		Contributions Ed	R	-4,000 00
10/1/2008	2971	Box 13		Contributions Civic	R	-500.00
2/18/2009	3042	Boy Scouts,DanBeard		Contributions Civic	R	-500 00
6/1/2009	3061	Buckeye Institute		Contributions Ed	R	-4,000 00
5/5/2009	3065	Cato Institute		Contributions Ed	R	-2,000 00
10/1/2008	2969	Children Wish Foundation		Contributions Civic	R	-100 00
7/2/2008	2958	Cinti Antiques Festival	For Vicki	Contributions Health	R	-350 00
7/15/2008	2959	Cinti Art Museum	InMem AliceBimel	Contributions Arts	R	-500 00
8/20/2008	2964	Cinti Economic Education		Contributions Ed	R	-10,000 00
8/20/2008	2965	Cinti Economic Education		Contributions Ed	R	-10,000 00
2/5/2009	3035	Cinti Economic Education		Contributions Ed	R	-1,500 00
6/5/2009	3082	Cinti Fire Museum		Contributions Civic	R	-100 00
6/5/2009	3085	Cinti Foundation For Mortu	For Cinti Equ Life	Contributions Ed	R	-500 00
1/5/2009	2995	Cinti Gyro Foundation	For Pete & Peter Alpa	Contributions Civic	R	-2,000 00
1/5/2009	3002	Cinti Historical Society		Contributions Ed	R	-2,000 00
2/13/2009	3036	Cinti Museum Athletics	InMem Martin Horwitz	Contributions Civic	R	-100 00
10/17/2008	2983	Cinti Museum Of Athletics		Contributions Civic	R	-2,000 00
4/10/2009	3051	Cinti Nature Center		Contributions.Environ	R	-5,000 00
10/7/2008	2976	Cinti Opera Guild		Contributions Arts	R	-1,000.00
8/5/2008	2962	Cinti Parks Foundation	For VictoriaRAlpaugh	Contributions.Civic	R	-1,000 00
6/10/2009	3088	Cinti Parks Foundation	For Vicki R Alpaugh	Contributions Civic	R	-1,000 00
11/1/2008	2980	Cinti PoliceAthleticAssn		Contributions Civic	R	-100.00
9/15/2008	2973	Cinti Public Library, Friends		Contributions Civic	R	-100 00
10/17/2008	2984	Cinti Shakespeares Co		Contributions Arts	R	-500 00
4/10/2009	3050	Cinti Zoo	InHon M/M WGAlpaugh	Contributions Animals	R	-3,000.00
5/5/2009	3063	Citizens Against Govt Waste		Contributions Ed	R	-2,500 00
1/8/2009	3013	Citizens United Foundation		Contributions Ed	R	-100 00
8/18/2008	2963	City Cure		Contributions Civic	R	-10,000 00
12/1/2008	2977	Colorado Cancer Coalition	InMem LindaEvans	Contributions Health	R	-250 00
1/2/2009	2994	Crossroads Church		Contributions	R	-10,000 00
5/6/2009	3070	CU Foundation	For Abby and Amelia	Contributions Ed	R	-1,500.00
5/6/2009	3069	Curry College		Contributions	R	-250 00
5/2/2009	3056	Cystic Fibrosis	For Misty Davis	Contributions Health	R	-50 00

Date	Num	Description	Memo	Category	Clr	Amount
5/2/2009	3057	Cystic Fibrosis	For Michelle Wegman	Contributions Health	R	-50 00
1/6/2009	3005	Escondido Humane Soc	For Andrea Kessel	Contributions Animals	R	-100 00
8/5/2008	2961	Evans Scholars Foundation	For M/M WG Alpaugh	Contributions Civic	R	-1,000 00
6/5/2009	3080	Evans Scholars Foundation	For M/M WG Alpaugh	Contributions Civic	R	-500 00
4/10/2009	3052	Fine Arts Fund	For CintiEquitableInsCo	Contributions Arts	R	-2,000 00
5/1/2009	3040	Fund For American Studies		Contributions Ed	R	-100 00
1/6/2009	3003	H Woodward Animal	For Andrea Kessel	Contributions Animals	R	-250 00
2/1/2009	3028	Hana Cultural Center	Bill & Nan Alpaugh	Contributions Civic	R	-100 00
5/5/2009	3064	Heritage Foundation		Contributions Ed	R	-2,500 00
6/1/2009	3068	Hillsdale College		Contributions	R	-500 00
6/5/2009	3078	Hospice Of Cinti	InHonor Steve West	Contributions Health	R	-500 00
11/5/2008	2989	Hospice Of NE Florida	InMem Thelma Duccilli	Contributions Health	R	-250.00
1/6/2009	3007	Humane Society of US		Contributions Animals	R	-100 00
6/1/2009	3067	Independent Institute		Contributions	R	-500 00
1/5/2009	3000	Insuring The Children		Contributions Health	R	-100 00
6/4/2009	3076	Jaycees Milford		Contributions Civic	R	-100 00
4/2/2009	3048	Jesus Christ Church	Laura Logan	Contributions Religious	R	-50 00
10/1/2008	2974	Judicial Watch		Contributions Civic	R	-100 00
1/5/2009	2999	Junior League Of Cinti		Contributions Civic	R	-500 00
6/5/2009	3084	Kentucky Horse Park Foun	For Jacquie Kessel	Contributions Animals	R	-250 00
6/5/2009	3086	League for Animal Welfare	InMemoryOf Eric L Br .	Contributions Animals	R	-100 00
2/5/2009	3034	Leelanau Conservancy		Contributions Environ	R	-250.00
6/5/2009	3081	Leelanau Conservancy	for Vicki & Pa Alpaugh	Contributions Environ	R	-250 00
1/5/2009	2998	MADD SW Ohio		Contributions Civic	R	-100 00
9/12/2008	2970	Maple Knoll SOSSI		Contributions Civic	R	-250 00
2/1/2009	3031	Maui Arts & Cultural Center	Nonie & Bill Brundage	Contributions Arts	R	-100 00
5/5/2009	3060	Media Research Center		Contributions	R	-5,000 00
2/2/2009	3033	Miami Valley Hospital Foun	InMem William Sharp	Contributions Health	R	-100 00
9/12/2008	2968	Multiple Sclerosis Assn		Contributions Health	R	-100 00
6/4/2009	3077	Multiple Sclerosis Assn		Contributions:Health	R	-100 00
6/5/2009	3073	Nat Guard Of U S		Contributions Civic	R	-100 00
2/1/2009	3025	Nat Space Society		Contributions:Ed	R	-400 00
2/17/2009	3039	Nat Space Society		Contributions Ed	R	-250 00
2/17/2009	3038	Nature Conservancy	for Abigail Alpaugh	Contributions Health	R	-100 00
2/1/2009	3029	Norwich Public Library	Ada & Herb Brown	Contributions Ed	R	-100.00
2/1/2009	2997	O' Bryonville Animal Rescue	From Vicki Alpaugh	Contributions Animals	R	-1,000 00
4/10/2009	3053	Ohio Cancer Research	InHonOf Patti&Buck .	Contributions Health	R	-500 00
11/1/2008	2981	Ohio National Guard Assn		Contributions Civic	R	-50 00
2/1/2009	3027	OhioPolice&FireRetirees		Contributions Civic	R	-100 00
3/19/2009	3047	PMK Young Aspiring Artisrt		Contributions.Arts	R	-600 00
2/1/2009	3010	Powel Crosley YMCA	InMem MikeLeonard	Contributions Civic	R	-250 00
1/26/2009	3019	Reason Foundation		Contributions Ed	R	-100 00
11/4/2008	2988	Salvation Army	InMem Clay Sikes	Contributions Civic	R	-250 00
10/17/2008	2982	Save The Children	From Amelia	Contributions Health	R	-240 00
3/2/2009	3043	SCPArts	InMem Phillip O Geier Jr	Contributions.Arts	R	-250 00
10/20/2008	2985	Sff Basketball		Contributions Civic	R	-100 00
9/12/2008	2967	Sinai Shrine Temple		Contributions Civic	R	-100 00
9/10/2008	2966	SPCA Cinti		Contributions Animals	R	-2,500 00
1/2/2009	2991	SPCA Cinti		Contributions Animals	R	-25,000 00
4/1/2009	3044	SPCA Cinti	Fur Ball	Contributions Animals	R	-1,500 00
4/1/2009	3045	SPCA Cinti	Fur Ball	Contributions Animals	R	-1,000 00
4/2/2009	3049	SPCA Cinti	Fur Ball	Contributions Animals	R	-5,000 00

Date	Num	Description	Memo	Category	Clr	Amount
6/4/2009	3074	Special Olympics Ohio		Contributions:Civic	R	-100 00
10/1/2008	2972	Spring Grove Heritage Fou	InMem Richard Huene	Contributions Civic	R	-250 00
6/5/2009	3083	St Aidan's Episcopal Church	In Honor Of Abby's an. .	Contributions Religious	R	-250 00
8/2/2008	2906	St Henry DHS	For BakerG	Contributions:Ed	R	-100 00
4/10/2009	3054	Stowe Land Trust	InMemOf George K St	Contributions Environ	R	-250 00
10/7/2008	2979	SusanGKomen forCancerC		Contributions Health	R	-100.00
9/1/2008	2960	SWOSHA	Acklens Party	Contributions.Health	R	-250 00
2/1/2009	3024	Talbert House		Contributions Civic	R	-300 00
6/1/2009	3066	Tax Foundation		Contributions Ed	R	-2,500 00
6/4/2009	3075	Teen Response		Contributions Civic	R	-200 00
11/4/2008	2987	United Way		Contributions Civic	R	-20,000 00
2/1/2009	3021	WCET-TV		Contributions Civic	R	-100 00
4/10/2009	3055	WCET-TV		Contributions:Civic	R	-100 00
6/5/2009	3087	West Chester Prebyterian	InMemoryOf June B H .	Contributions.Religious	R	-100 00
1/5/2009	2996	Weston Gallery	For Amelia Alpaugh	Contributions Arts	R	-3,000 00
1/16/2009	3016	World Furture Society		Contributions:Ed	R	-100 00
1/6/2009	3006	World Wildlife Fund		Contributions Animals	R	-400 00
3/1/2009	3037	XavierUniv AnnualFund		Contributions Ed	R	-250.00
3/18/2009	3046	Youth, Incorporated Inc		Contributions.Civic	R	-3,000 00
7/1/2008 - 6/30/2009						**-289,740.00**

TOTAL INFLOWS	**0.00**
TOTAL OUTFLOWS	**-289,740.00**
NET TOTAL	**-289,740.00**

Payee	Street	City	State	Zip	Web Site
Alley Cat Allies	1801 Belmont Road NW.	Washington	DC	20009-5164	
Alpha 2 Real Estate	p o box 3428	cincinnati	ohio	45201	
Am Cancer Society	2808 Reading Road	Cincinnati	Ohio	45206	
Am For Prosperity	1726 M street nw, 10th fl	washington	dc	20036	www americansfor
Am Red Cross	2610 Northbrooke Plaza	Naples	FL	34119	
Am Soc Prevent Cruelty A. .	po box 2041	tom river	NJ	08754-2041	
Amelia Island Chapel	P O Box 8014	Amelia Island	FL	32035	www ameliachapel .
Art Academy	1212 Jackson Street	Cincinnati	Ohio	45202	www artacedemy c
Ashbrook Center	401 College Avenue	Ashland	ohio	44805	www ashland org
Atwill Memorial Chapel	2220 n jacobsen rd	sutton bay	mi	49682	
BEAKS	12084 Houston Avenue	Jacksonville	Flordia	32226	ww4 choice net
Beech Acres	6881 Beechmont Avenue	Cincinnati	Ohio	45230-9989	
Betts House Research	416 Clark Street	Cincinnati	Ohio	45203	
Big Brothers Big Sisters	2400 Reading Road	Cincinnati	Ohio	45202	
Bishop Museum	1525 Bernice Street	Honolulu	Hi	96817	www bishopmuseu
BlueGrass Institute	400 E Main Ave #306	Bowling Green	KY	42102	www bipps org
Box 13	414 Walnut Street	cincinnati	ohio	45202	www box13 org
Boy Scouts,DanBeard	2331 Victory Parkway	Cincinnati	Ohio	45206-2854	
Buckeye Institute	41000 N High Street #200	Columbus	Ohio	43214	http·//www buckeye
Cato Institute	1000 Massachusetts Av	Washington	DC	20077-0172	http //www cato org
Children Wish Foundation	8615 Roswell Rd	Atlanta	GA	30350	
Cinti Antiques Festival	5729 dragon way #11a	cincinnati	ohio	45227	
Cinti Art Museum	953 Eden Park Drive	Cincinnati	Ohio	45202	www cincinnatiartm
Cinti Economic Education	P O Box 210223	Cincinnati	Ohio	45221	www economicsce
Cinti Fire Museum	315 West Court Street	Cincinnati	Ohio	45202	
Cinti Foundation For Mort	645 West North Bend Rd	Cincinnati	Ohio	45224	http //www ccms e
Cinti Gyro Foundation	401 East 4th Street	Cincinnati	Ohio	45202	
Cinti Museum Of Athletics	111 shillito place	cincinnati	ohio	45202	http //www cincinna
Cinti Nature Center	4949 Tealtown Road	Milford	Ohio	45150-9752	www cincynature org
Cinti Opera Guild	Music Hall//1241 Elm Str	cincinnati	Ohio	45210-2291	
Cinti Parks Foundation	950 eden park drive	cincinnati	ohio	45202	
Cinti PoliceAthleticAssn	4994 Glenway Avenue	Cincinnati	Ohio	45238	
Cinti PublicLibrary,Friendsof	800 Vine Street	Cincinnati	Ohio	45202	
Cinti Shakespeare's Co	719 Race Street	cincinnati	ohio	45202	http //www cincysh
Cinti Zoo	3400 vine street	cincinnati	ohio	45220	http.//www.cincyzo
Citizens Against Govt Wa .	1301 Connecticut Ave,	Washington	DC	20036	www cato org
Citizens United Foundation	PO Box 96667	Washington	DC	2009-6667	www citizensunited
City Cure	1947 Auburn Ave	Cincinnati	OH	45219	www citycure org
Colorado Cancer Coalition	4300 Cherry Creek Drive	Denver	CO	80246	
Crossroads Church	3500 Madison Road	Cincinnati	Ohio	45209	
CU Foundation	Uni Of Colorado Founda	Boulder	Colorado	80301	http //www cufund
Curry College	1071 Blue Hill Avenue	Milton	Massaschuetts	02186	http //www curry edu
Cystic Fibrosis	4420 Carver Woods Road	Blue Ash	ohio	45242	http //www cff org
Escondido Humane Soc	Palomar Bank//P O Box	Escondido	California	92033	
Evans Scholars Foundation	1 Brair Road	Golf	IL	60029	www evansscholar
Fine Arts Fund	2649 Erie Avenue	Cincinnati	Ohio	45208	www fineartsfund org
Fund For American Studies	1706 New Hampshire A. .	Washington	DC	20077-3609	
H Woodward Animal	6461 El Apajo Road//P .	Rancho Santa Fe	California	92067-0064	www animalcenter
Hana Cultural Center	P O Box 27//Hana	Maui	Hawaii	96713	www hookele com
Heritage Foundation	214 Massachuetts Aven	Washington	DC	20002-4999	http //www heritage
Hillsdale College	33 East College Street	Hillsdale	Michigan	49242	http //www hillsdale
Hospice Of Cinti	4310 Cooper Road	Cincinnati	Ohio	45242	
Hospice Of NE Florida	4266 Sunbeam Rd	Jacksonville	FL	32257	

Address Book . 2008/09 - Payee

7/22/2009 - QDATA

Payee	Street	City	State	Zip	Web Site
Humane Society of US	2100 L Street, NW	Washington	DC	20037	www hsus org
Independent Institute	100 Swan Way	Oakland	CA	94621-1428	www independent
Insuring The Children	4760 Red Bank Rd #218	Cincinnati	Ohio	45227-1549	
Jaycees Milford	Jaycees Cinti//p o box 1	cincinnati	ohio	45211	
Jesus Christ Church	P O Box 366	West Chester	Ohio	45071	
Judicial Watch	po box 96234	washington	dc	20090	
Junior League Of Cinti	3500 columbia parkway	cincinnati	ohio	45226	
Kentucky Horse Park Fou	4089 Iron Works Parkway	Lexington	KY	40511-8400	www.khpfoundatio
League Of Animal Welfare	4193 Taylor Road	Batavia	ohio	45103-9792	
Leelanau Conservancy	p o box 1007	leland	mi	49654	
MADD SW Ohio	511 E John Carpenter F	Irving	Texas	75062-8187	
Maple Knoll, SOSSI	11100 Springfield Pike	Cincinnati	Ohio	45246	
Maui Arts & Cultural Center	One Cameron Way	Kahului	HI	96732	www mauiarts org
Media Research Center	P O Box 96602	Washington	DC	20077-7612	http.//www mrc org
Miami Valley Hospital Fou	31 Wyoming Street	dayton	ohio	45409	
Multiple Scleroses Assn	p o box 1887	merrifield	va	22116-8087	
Nat Guard Of U S	p o box 131327	houston	tx	11219-1327	
Nat Space Society	600 Pennsylvania Avenu	Washington	DC	20077-7082	www nss org
Nature Conservancy	p o box 97157	washington	dc	20077-7345	www nature org
Norwich Public Library	p o box 290//368 Main S	Norwich	VT	05055	www norwichlibrary
O' Bryonville Animal Resc	P O Box 9206	Cincinnati	Ohio	45209	www theanimalresc.
Ohio Cancer Research	Ohio Cancer Research	Cincinnati	Ohio	45202	www ohiocancer org
Ohio National Guard Assn	Ohio Nat Guard Assn//p .	dayton	ohio	45405-0591	
Ohio Police & Fireman Re	P O Box 11290	Cincinnati	Ohio	45211-090	
Powel Crosley YMCA	9601 Winton Road	cincinnati	ohio	45231	
Reason Foundation	3415 s sepulveda blvd #	los angeles	ca	90034	www reason org
Salvation Army	P O Box 238	Cincinnati	Ohio	45201-0238	
Save The Children	54 Wilton Road	Westport	CT	06880	www savethechildr
SCPArts	1310 Sycamore Street	Cincinnati	Ohio	45202	http //scpa cps-k12
SFF Basketball	p o box 389169-9169	cincinnati	ohio	45238	
Sinai Shrine Temple	POB	Cincinnati	Ohio		
SPCA Cinti	11900 Conrey Rd	Cincinnati	Ohio	45249	www spcacincinnat
Special Olympics Ohio	p o box 713	columbus	ohio	43216-0713	
Spring Grove Heritage Fo	4521 Spring Grove Aven	Cincinnati	ohio	45232	www springgrove org
St Aidan's Episcopal Chur	2425 Colorado Avenue	Boulder	CO	80302	www saintaidans org
St Henry DHS	3755 scheben drive	erlanger	kentucky	41018	www shdhs org
Stowe Land Trust	PO Box 284	Stowe	VT	05672	
Susan G Komen Breast C	2880 Boudinot Avenue	Cincinnati	Ohio	45238	
Talbert House	2600 Victory Parkway	Cincinnati	Ohio	45206-1711	www talberthouse
Tax Foundation	1900 M St NW 550	washington	DC	20036	http //www taxfoun
Teen Response	2004 Worth Avenue	Cincinnati	Ohio	45212	
United Way	2400 Reading Road	Cincinnati	Ohio	45202-1478	www uwgc org
WCET-TV	p o box 640324	cincinnati	ohio	45264	www cetconnect org
West Chester Prebyterian	8930 Cincinnati-Dayton	West Chester	Ohio	45069	
Weston Art Gallery	Aronoff Center //650 Wa	Cincinnati	Ohio	45202	
World Furture Society	7910 woodmont ave, sui	bethesda	md	20814-3032	www wfs.org
World Wildlife Fund	1250 Twenty-four Street	Washington	DC	20077-7789	
Wyoming Presbyterian C	225 Burns Avenue	Wyoming	Ohio	45215	
XavierUniv AnnualFund	3800 victory parkway	cincinnati	ohio	45207-9987	www xu edu
Youth, Incorporated	2843 Melrose Ave	Cincinnati	ohio	45206	www cincinnatiyout

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REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Price	Cost Basis	Gain or (Loss)
1,023 7500	ING GLOBAL EQUITY DIVD A	02/15/07	09/08/08	12,039 29	16,502.85	(4,463 56) LT
594 0000	ING GLOBAL EQUITY DIVD A	07/12/07	09/08/08	6,985 45	9,997 02	(3,011.57) LT
571.2110	OPPNHMR INTL SML CO A	12/19/06	09/08/08	8,888.04	14,999 99	(6,111.95) LT
330.0000	DU PONT E I DE NEMOURS	04/09/08	12/11/08	8,560.32	16,344.04	(7,783.72) ST
150.0000	ALTRIA GROUP INC	02/15/07	06/08/09	2,586.00	3,013 58	(427.58) LT
49 0000	ALTRIA GROUP INC	04/23/07	06/08/09	844.77	1,040 17	(195.40) LT
75 0000	EXELON CORPORATION	06/01/05	06/08/09	3,584.15	3,606 75	(22.60) LT
7.0000	FAIRPOINT COMMUNICATIONS	02/15/07	06/08/09	8.46	71 57	(63.11) LT
200.0000	HEALTH CARE SELECT SPDR	09/08/08	06/08/09	5,124 04	6,449.48	(1,325.44) ST
225.0000	SECTOR SPDR CONSMRS STPL	09/08/08	06/08/09	5,346.06	6,480 00	(1,133.94) ST
1,744 8200	FIDELITY ADV DIV INTL I	12/09/04	06/08/09	22,159.21	31,999 99	(9,840.78) LT
866 5510	BLCKRCK TTL RTN INSTL CL	11/02/06	06/08/09	8,509.53	9,999 99	(1,490 46) LT
				19030	29273	ST (10,243)
				65605	91232	LT (25627)

UBS

Realized gains and losses

The estimated realized gains and losses shown below are not for tax purposes To calculate gains and losses, we liquidate the oldest security lot first This is known as the first-in, first-out or FIFO accounting method We use this method unless you specified which tax lot to close when you placed your order This is known as a versus purchases or VSP order See Important information about your statement on the last page of this statement for more information We may not adjust gains and losses for all capital changes We do not calculate gains and losses for zero coupon securities We automatically adjust cost basis for tax-exempt and AMT eligible coupon municipal securities for estimated amortization of bond premiums Estimates in the Unclassified section can not be classified as short term or long term because information is missing, or the product is one in which the gain/loss calculation is not provided

Short-term capital gains and losses

Security description	Method	Quantity or face value ($)	Purchase date	Sale date	Sale amount ($)	Purchase amount ($)	Loss ($)	Gain ($)	Net gain or loss ($)
ACE LTD	FIFO	5 000	Jan 07, 08	Aug 06, 08	265 84	308 99	-43 15		
	FIFO	110 000	Feb 05, 08	Aug 06, 08	5,848 44	6,464 70	-616 26		
	FIFO	50 000	Apr 08, 08	Aug 06, 08	2,658 38	2,873 50	-215 12		
	FIFO	100 000	May 28, 08	Aug 06, 08	5,316 76	5,876 50	-559 74		
HEINZ H J CO	FIFO	85 000	Jan 07, 08	Aug 13, 08	4,400.36	3,907 31		493 05	
Total					**$18,489.78**	**$19,431.00**	**-$1,434.27**	**$493.05**	**-$941.22**
Net capital gains/losses:									**-$941.22**

Account activity this month (continued)

	Date	Activity	Description	Amount ($)
Money balance activities (continued)	Nov 18	Bought	RMA MONEY MKT PORTFOLIO	5,616 01
	Nov 21	Bought	RMA MONEY MKT PORTFOLIO AS OF 11/20/08	22 95
	Nov 24	Bought	RMA MONEY MKT PORTFOLIO	56 95
	Nov 28	**Closing RMA Money Mkt. Portfolio**		**$24,981.03**

The RMA Money Market Portfolio is your primary sweep option

Realized gains and losses

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Short-term capital gains and losses

Security description	Method	Quantity or face value ($)	Purchase date	Sale date	Sale amount ($)	Purchase amount ($)	Loss ($)	Gain ($)	Net gain or loss ($)
CLOROX CO	FIFO	55 000	Nov 29, 07	Nov 12, 08	3,147 27	3,606 90	-459 63		
	FIFO	75 000	Jan 07, 08	Nov 12, 08	4,291 74	4,751 25	-459 51		
	FIFO	55 000	Feb 05, 08	Nov 12, 08	3,147 27	3,258 68	-111 41		
	FIFO	30 000	Apr 08, 08	Nov 12, 08	1,716 69	1,699 80		16 89	
	FIFO	60 000	May 28, 08	Nov 12, 08	3,433 39	3,395 80		37 59	
Total					**$15,736.36**	**$16,712.43**	**-$1,030.55**	**$54.48**	**-$976.07**
Net capital gains/losses:									**-$976.07**

Account activity this month (continued)

	Date	Activity	Description	Amount ($)
Money balance activities (continued)	Dec 30	Sold	RMA MONEY MKT PORTFOLIO AS OF 12/29/08	-245,415 00
	Dec 31	Bought	RMA MONEY MKT PORTFOLIO	221 80
	Dec 31	**Closing RMA Money Mkt. Portfolio**		**$27,870.29**

The RMA Money Market Portfolio is your primary sweep option

Unsettled transaction activity

The following transaction(s) are pending settlement

Trade date	Settlement date	Activity	Description	Quantity	Price / Value ($)	Amount ($)
Dec 30, 08	Jan 05, 09	Sold	ROHM HAAS CO DE	-285 000	57 135300	16,283 46
Total pending securities sold						**$16,283.46**

Realized gains and losses

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Short-term capital gains and losses

Security description	Method	Quantity or face value ($)	Purchase date	Sale date	Sale amount ($)	Purchase amount ($)	Loss ($)	Gain ($)	Net gain or loss ($)
PRINCIPAL FINANCIAL GROUP INC	FIFO	70 000	Jan 07, 08	Dec 09, 08	1,334 50	4,655 55	-3,321 05		
	FIFO	65 000	Feb 05, 08	Dec 09, 08	1,239 18	3,532 65	-2,293 47		
	FIFO	25 000	Apr 08, 08	Dec 09, 08	476 61	1,411 25	-934 64		
	FIFO	70 000	May 28, 08	Dec 09, 08	1,334 50	3,696 43	-2,361 93		
ROHM HAAS CO	FIFO	205 000	Feb 05, 08	Dec 30, 08	11,712 66	10,988 78		723 88	
	FIFO	10 000	Apr 08, 08	Dec 30, 08	571 35	574 60	-3 25		
	FIFO	70 000	May 28, 08	Dec 30, 08	3,999 45	3,754 81		244 64	
Total					**$20,668.25**	**$28,614.07**	**-$8,914.34**	**$968.52**	**-$7,945.82**

Account name: PA ALPAUGH TTEE
Friendly account name: Found Man
Account number: GB 08742 BE

Your Financial Advisor
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Realized gains and losses

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Short-term capital gains and losses

Security description	Method	Quantity or face value ($)	Purchase date	Sale date	Sale amount ($)	Purchase amount ($)	Loss ($)	Gain ($)	Net gain or loss ($)
ROHM HAAS CO	FIFO	205.000	Feb 05, 08	Dec 30, 08	11,712 66	10,988 78		723 88	
	FIFO	10 000	Apr 08, 08	Dec 30, 08	571 35	574 60	-3 25		
	FIFO	70 000	May 28, 08	Dec 30, 08	3,999 45	3,754 81		244 64	
Total					**$16,283.46**	**$15,318.19**	**-$3.25**	**$968.52**	**$965.27**
Net capital gains/losses:									**$965.27**

Account name: PA ALPAUGH TTEE
Friendly account name: Found Man
Account number: GB 08742 BE

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513-792-5240/800-793-5240

Realized gains and losses

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Short-term capital gains and losses

Security description	Method	Quantity or face value ($)	Purchase date	Sale date	Sale amount ($)	Purchase amount ($)	Loss ($)	Gain ($)	Net gain or loss ($)
APPLIED MATERIALS INC	FIFO	20.000	Apr 08, 08	Feb 10, 09	196.98	393 00	-196 02		
BANK OF AMER CORP	FIFO	25.000	Feb 05, 08	Feb 03, 09	137 61	1,067 11	-929.50		
	FIFO	60.000	Apr 08, 08	Feb 03, 09	330.26	2,340.00	-2,009 74		
	FIFO	130.000	May 28, 08	Feb 03, 09	715.57	4,364 10	-3,648.53		
SUNTRUST BANKS INC	FIFO	10 000	Feb 05, 08	Feb 03, 09	105 43	650 61	-545 18		
	FIFO	45.000	Apr 08, 08	Feb 03, 09	474 43	2,535 44	-2,061 01		
	FIFO	70 000	May 28, 08	Feb 03, 09	738 00	3,625 54	-2,887 54		
Total					**$2,698.28**	**$14,975.80**	**-$12,277.52**		**-$12,277.52**

Long-term capital gains and losses

Security description	Method	Quantity or face value ($)	Purchase date	Sale date	Sale amount ($)	Purchase amount ($)	Loss ($)	Gain ($)	Net gain or loss ($)
APPLIED MATERIALS INC	FIFO	190.000	Nov 29, 07	Feb 10, 09	1,871.36	3,566 28	-1,694 92		
	FIFO	325.000	Jan 07, 08	Feb 10, 09	3,201.00	5,440.50	-2,239.50		
	FIFO	95 000	Feb 05, 08	Feb 10, 09	935.68	1,729.95	-794.27		
BANK OF AMER CORP	FIFO	80.000	Nov 29, 07	Feb 03, 09	440.35	3,541.60	-3,101.25		
	FIFO	145.000	Jan 07, 08	Feb 03, 09	798 13	5,778.25	-4,980 12		
SUNTRUST BANKS INC	FIFO	50 000	Nov 29, 07	Feb 03, 09	527 14	3,444.50	-2,917 36		
	FIFO	110 000	Jan 07, 08	Feb 03, 09	1,159.71	6,543 79	-5,384.08		
Total					**$8,933.37**	**$30,044.87**	**-$21,111.50**		**-$21,111.50**
Net capital gains/losses:									**-$33,389.02**

Realized gains and losses

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Short-term capital gains and losses

Security description	Method	Quantity or face value ($)	Purchase date	Sale date	Sale amount ($)	Purchase amount ($)	Loss ($)	Gain ($)	Net gain or loss ($)
HARTFORD FINCL SERVICES GROUP INC	FIFO	200.000	Aug 06, 08	May 13, 09	2,633.31	13,466 54	-10,833.23		
INGERSOLL RAND CO CL A	FIFO	70.000	May 28, 08	May 13, 09	1,381 26	3,037 07	-1,655.81		
Total					**$4,014.57**	**$16,503.61**	**-$12,489.04**		**-$12,489.04**

Long-term capital gains and losses

Security description	Method	Quantity or face value ($)	Purchase date	Sale date	Sale amount ($)	Purchase amount ($)	Loss ($)	Gain ($)	Net gain or loss ($)
INGERSOLL RAND CO CL A	FIFO	70 000	Nov 29, 07	May 13, 09	1,381 26	3,595.20	-2,213 94		
	FIFO	140 000	Jan 07, 08	May 13, 09	2,762.52	5,884 90	-3,122 38		
	FIFO	80.000	Feb 05, 08	May 13, 09	1,578 58	3,058.32	-1,479 74		
Total					**$5,722.36**	**$12,538.42**	**-$6,816.06**		**-$6,816.06**
Net capital gains/losses:									**-$19,305.10**

Realized gains and losses

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Long-term capital gains and losses

Security description	Method	Quantity or face value ($)	Purchase date	Sale date	Sale amount ($)	Purchase amount ($)	Loss ($)	Gain ($)	Net gain or loss ($)
KROGER COMPANY	FIFO	75 000	Nov 29, 07	Jun 17, 09	1,590.56	2,130 00	-539 44		
PEPSI BOTTLING GROUP INC	FIFO	260 000	Jan 08, 08	Jun 17, 09	8,589.03	10,644 35	-2,055 32		
Total					**$10,179.59**	**$12,774.35**	**-$2,594.76**		**-$2,594.76**
Net capital gains/losses:									**-$2,594.76**

Account name: PA ALPAUGH TTEE
Friendly account name: Found Man
Account number: GB 08742 BE

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Realized gains and losses (continued)

Long-term capital gains and losses

Security description	Method	Quantity or face value ($)	Purchase date	Sale date	Sale amount ($)	Purchase amount ($)	Loss ($)	Gain ($)	Net gain or loss ($)
PRINCIPAL FINANCIAL GROUP INC	FIFO	55 000	Nov 29, 07	Dec 09, 08	1,048 54	3,526 05	-2,477 51		
Net capital gains/losses:									-2,477 51

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

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
NET SHORT TERM CAPITAL LOSSES PER ATTACHED STATEMENTS	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
96,920.	140,828.	0.	0.	<43,908.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
NET LONG TERM CAPITAL LOSSES PER ATTACHED STATEMENTS	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
91,489.	150,115.	0.	0.	<58,626.>

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	<102,534.>

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
MERRILL LYNCH ST NM ACCCT 536-07P24	16,956.	0.	16,956.
SCHWAB ONE TRUST ACCOUNT	14,371.	0.	14,371.
UBS ACCOUNT	65,741.	0.	65,741.
TOTAL TO FM 990-PF, PART I, LN 4	97,068.	0.	97,068.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	4,135.	4,135.		0.
TO FORM 990-PF, PG 1, LN 16B	4,135.	4,135.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISOR FEES	11,395.	11,395.		0.
TO FORM 990-PF, PG 1, LN 16C	11,395.	11,395.		0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE OF OHIO	200.	0.		200.
TO FORM 990-PF, PG 1, LN 18	200.	0.		200.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
SEMINAR	100.	0.		100.
TO FORM 990-PF, PG 1, LN 23	100.	0.		100.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 7

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
MERRILL LYNCH	X		7,380.	7,569.
TOTAL U.S. GOVERNMENT OBLIGATIONS			7,380.	7,569.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			7,380.	7,569.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MERRILL LYNCH	366,371.	335,130.
UBS	871,000.	1,249,544.
CHARLES SCHWAB	9,192.	205,441.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,246,563.	1,790,115.

FORM 990-PF CORPORATE BONDS STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MERRILL LYNCH	25,000.	18,200.
TOTAL TO FORM 990-PF, PART II, LINE 10C	25,000.	18,200.

FORM 990-PF OTHER INVESTMENTS STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MERRILL LYNCH MM	COST	7,681.	7,681.
UBS MM	COST	120,562.	120,562.
CHARLES SCHWAB MM	COST	51,945.	51,945.
TOTAL TO FORM 990-PF, PART II, LINE 13		180,188.	180,188.

Form **8868** (Rev April 2009) Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box . . . . ▶ ☑
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

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

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only . . . . ▶ ☐

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

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

Type or print File by the due date for filing your return See instructions	Name of Exempt Organization The Alpaugh Foundation	Employer identification number 31 6314074
	Number, street, and room or suite no If a P.O. box, see instructions 525 Vine Street, Suite 1925	
	City, town or post office, state, and ZIP code For a foreign address, see instructions. Cincinnati, OH 45202	

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

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

- The books are in the care of ▶ Peter A. Alpaugh

Telephone No ▶ (513) 621-1826 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 February 15 , 20 10 , to file the exempt organization return for the organization named above The extension is for the organization's return for:

▶ ☐ calendar year 20____ or

▶ ☑ tax year beginning July 1 , 20 08 , and ending June 30 , 20 09 .

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	$ none
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	$ n/a
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	$ none

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.

• If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box . ▶ ☐

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	Name of Exempt Organization	**Employer identification number**
File by the extended due date for filing the return See instructions	Number, street, and room or suite no If a P O box, see instructions	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	

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

☐ Form 990	☐ 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 ▶ ....

Telephone No. ▶ ( ) .... 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 ...., 20.....

5 For calendar year ...., or other tax year beginning ...., 20....., and ending ...., 20.....

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 ....

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	$
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	$
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 ▶ Title ▶ Atty Date ▶ 11-16-09