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

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

**2008**

Department of the Treasury  
Internal Revenue Service

For calendar year 2008, or tax year beginning Jul 1, 2008, and ending Jun 30, 2009

<b>G</b> 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 <b>The Mental Wellness Foundation, Inc.</b>				<b>A</b> Employer identification number <b>52-2287352</b>	
	Number and street (or P.O. box number if mail is not delivered to street address)		Room/suite		<b>B</b> Telephone number (see the instructions) <b>(240) 295-1600</b>	
	City or town <b>Fulton</b>		State <b>MD</b>	ZIP code <b>20759</b>		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>H</b> Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation				<b>D</b> 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>		
<b>I</b> Fair market value of all assets at end of year (from Part II, column (c), line 16) <b>\$ 3,527,850.</b>		<b>J</b> Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> <b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>		

<b>Part I Analysis of Revenue and Expenses</b> (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)
1	Contributions, gifts, grants, etc. received (att sch)				
2	CK <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
3	Interest on savings and temporary cash investments	7,536.	7,536.		
4	Dividends and interest from securities	114,005.	114,005.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain/(loss) from sale of assets not on line 10	-945,617.	L-6a+Stmt		
b	Gross sales price for all assets on line 6a	2,076,584.			
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/(loss) (att sch)				
11	Other income (attach schedule)				
12	<b>Total.</b> Add lines 1 through 11	-824,076.	121,541.		
13	Compensation of officers, directors, trustees, etc				
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)	11,554.	1,325.		8,091.
c	Other prof fees (attach sch)				
17	Interest				
18	Taxes (attach schedule) See 2008 Form 990-B	32,880.	880.		
19	Depreciation (attach sch) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	59.			59.
22	Printing and publications				
23	Other expenses (attach schedule) See Line 23 Stmt	25,520.	24,462.		
24	<b>Total operating and administrative expenses.</b> Add lines 13 through 23	70,013.	26,667.		8,150.
25	Contributions, gifts, grants paid	250,836.			250,836.
26	<b>Total expenses and disbursements.</b> Add lines 24 and 25	320,849.	26,667.		258,986.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-1,144,925.			
b	Net investment income (if negative, enter -0-)		94,874.		
c	Adjusted net income (if negative, enter -0-)				

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ADMINISTRATIVE EXPENSES

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>ASSETS</b>	1 Cash – non-interest-bearing			
	2 Savings and temporary cash investments	22,600.	31,320.	31,320.
	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)			
	b Investments – corporate stock (attach schedule) L-10b Stmt	5,370,929.	3,496,530.	3,496,530.
	c Investments – corporate bonds (attach schedule)			
	11 Investments – land, buildings, and equipment: basis			
Less: accumulated depreciation (attach schedule)				
12 Investments – mortgage loans				
13 Investments – other (attach schedule)				
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)	5,393,529.	3,527,850.	3,527,850.	
<b>LIABILITIES</b>	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)			
<b>NET ASSETS OR FUND BALANCES</b>	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>			
	24 Unrestricted	5,393,529.	3,527,850.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>			
	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			
	30 Total net assets or fund balances (see the instructions)	5,393,529.	3,527,850.	
31 Total liabilities and net assets/fund balances (see the instructions)	5,393,529.	3,527,850.		

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	5,393,529.
2 Enter amount from Part I, line 27a	2	-1,144,925.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	4,248,604.
5 Decreases not included in line 2 (itemize) See Other Decreases Stmt	5	720,754.
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	3,527,850.

**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)

<b>1a See Attached Bernstein Schedule</b>	P	various	various
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 2,076,584.		3,022,201.	-945,617.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(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	
a			-945,617.
b			
c			
d			
e			

2 Capital gain net income or (net capital loss). [ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 ]	2	-945,617.
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	

**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	213,106.	5,856,999.	0.036385
2006	213,163.	4,564,617.	0.046699
2005	180,274.	4,241,938.	0.042498
2004	156,552.	3,767,316.	0.041555
2003	101,695.	3,266,459.	0.031133

2 Total of line 1, column (d)	2	0.198270
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	0.039654
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	3,950,997.
5 Multiply line 4 by line 3	5	156,673.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	949.
7 Add lines 5 and 6	7	157,622.
8 Enter qualifying distributions from Part XII, line 4	8	258,986.

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 <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	949.
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	949.
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	949.
6 Credits/Payments:			
a 2008 estimated tax pmts and 2007 overpayment credited to 2008	6a	19,028.	
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	19,028.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	18,079.	
11 Enter the amount of line 10 to be credited to 2009 estimated tax	11	18,079.	Refunded

**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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>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.</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation (2) On foundation managers		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities.</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) <u>MD - Maryland</u>		
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? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses.</i>		X

**Part VII-A Statements Regarding Activities Continued**

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(3)? If 'Yes', attach schedule (see 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 ► <u>Realty Investment Co, Inc.</u> Telephone no. ► <u>(240) 295-1600</u>			
Located at ► <u>8171 Maple Lawn Blvd #375, Fulton MD</u> ZIP + 4 ► <u>20759</u>				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here .....	► <input type="checkbox"/>		
and enter the amount of tax-exempt interest received or accrued during the year .....				
► 15				

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

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

		Yes	No
<b>1 a</b>	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? .....	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? .....	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? .....	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? .....	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> 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)? .....	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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.) .....	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<b>b</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)? .....		
	Organizations relying on a current notice regarding disaster assistance check here .....	► <input type="checkbox"/>	
<b>c</b>	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? .....		
<b>2</b>	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)).		
<b>a</b>	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? .....	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__ .			
<b>b</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.) .....		
<b>c</b>	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__ .		
<b>3 a</b>	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? .....	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<b>b</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) .....		
<b>4 a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? .....		X
<b>b</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? .....		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)?

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

Yes  No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes  No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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?

**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
Barbara Bainum 8171 Maple Lawn Blvd, #375, Fulton MD 20759	President/Chairman 1.00	0.	0.	0.
Christine A. Shreve 8171 Maple Lawn Blvd, #375, Fulton MD 20759	Sec/Treas 1.00	0.	0.	0.
Wilfried Busse 8171 Maple Lawn Blvd, #375, Fulton MD 20759	Director 0.50	0.	0.	0.
See information about Officers, Directors, Trustees, Etc.		0.	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				
0				
0				
0				
0				

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

None

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

3 Five highest-paid independent contractors for professional services – (see 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 ..... ▶ **None**

**Part IX-A** Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 None	0.
-----	
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 None	0.
-----	
2	
-----	
All other program-related investments. See instructions.	
3	
-----	
Total. Add lines 1 through 3 ..... ▶	<b>None</b>

BAA

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

<b>1</b> 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 .....	<b>1a</b>	3,951,681.
b Average of monthly cash balances .....	<b>1b</b>	59,483.
c Fair market value of all other assets (see instructions) .....	<b>1c</b>	
d Total (add lines 1a, b, and c) .....	<b>1d</b>	4,011,164.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) .....	<b>1e</b>	
<b>2</b> Acquisition indebtedness applicable to line 1 assets .....	<b>2</b>	
<b>3</b> Subtract line 2 from line 1d .....	<b>3</b>	4,011,164.
<b>4</b> Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions) .....	<b>4</b>	60,167.
<b>5</b> Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 .....	<b>5</b>	3,950,997.
<b>6</b> Minimum investment return. Enter 5% of line 5 .....	<b>6</b>	197,550.

**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.)

<b>1</b> Minimum investment return from Part X, line 6 .....	<b>1</b>	197,550.
<b>2a</b> Tax on investment income for 2008 from Part VI, line 5 .....	<b>2a</b>	949.
<b>b</b> Income tax for 2008. (This does not include the tax from Part VI) .....	<b>2b</b>	
<b>c</b> Add lines 2a and 2b .....	<b>2c</b>	949.
<b>3</b> Distributable amount before adjustments. Subtract line 2c from line 1 .....	<b>3</b>	196,601.
<b>4</b> Recoveries of amounts treated as qualifying distributions .....	<b>4</b>	
<b>5</b> Add lines 3 and 4 .....	<b>5</b>	196,601.
<b>6</b> Deduction from distributable amount (see instructions) .....	<b>6</b>	
<b>7</b> Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 .....	<b>7</b>	196,601.

**Part XIII** Qualifying Distributions (see instructions)

<b>1</b> Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26 .....	<b>1a</b>	258,986.
b Program-related investments - total from Part IX-B .....	<b>1b</b>	0.
<b>2</b> Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes .....	<b>2</b>	
<b>3</b> Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required) .....	<b>3a</b>	
b Cash distribution test (attach the required schedule) .....	<b>3b</b>	
<b>4</b> Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 .....	<b>4</b>	258,986.
<b>5</b> 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) .....	<b>5</b>	949.
<b>6</b> Adjusted qualifying distributions. Subtract line 5 from line 4 .....	<b>6</b>	258,037.

**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
<b>1</b> Distributable amount for 2008 from Part XI, line 7				196,601.
<b>2</b> Undistributed income, if any, as of the end of 2007:				
<b>a</b> Enter amount for 2007 only			257,625.	
<b>b</b> Total for prior years: 20__, 20__, 20__				
<b>3</b> Excess distributions carryover, if any, to 2008:				
<b>a</b> From 2003	0.			
<b>b</b> From 2004	0.			
<b>c</b> From 2005	0.			
<b>d</b> From 2006	0.			
<b>e</b> From 2007	0.			
<b>f</b> Total of lines 3a through e	0.			
<b>4</b> Qualifying distributions for 2008 from Part XII, line 4: \$ 258,986.				
<b>a</b> Applied to 2007, but not more than line 2a			257,625.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)				
<b>d</b> Applied to 2008 distributable amount				1,361.
<b>e</b> Remaining amount distributed out of corpus	0.			
<b>5</b> Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a).)				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2007. Subtract line 4a from line 2a. Taxable amount - see instructions			0.	
<b>f</b> Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009				195,240.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
<b>8</b> Excess distributions carryover from 2003 not applied on line 5 or line 7 (see instructions)	0.			
<b>9</b> Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	0.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2004	0.			
<b>b</b> Excess from 2005	0.			
<b>c</b> Excess from 2006	0.			
<b>d</b> Excess from 2007	0.			
<b>e</b> Excess from 2008	0.			

**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			(e) Total
	(a) 2008	(b) 2007	(c) 2006	(d) 2005	
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) )

Barbara Bainum; Wilfried Busse

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:

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

c Any submission deadlines:

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

**Part XV Supplementary Information (continued)**

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a Paid during the year</i>				
Seattle University College of Education 901 12th Ave. Seattle WA 98122		501(c)(3)	Scholarship Funding	32,030.
Tides Center 245 11th St. San Francisco CA 94103		501(c)(3)	Lifetime Skills program for at-risk girls	15,000.
Learning Circus, Inc. 1234 West 36th Street Baltimore MD 21211		501(c)(3)	Education services for at-risk youth	24,000.
Positive Resource Center 785 Market St, 10th Floor San Francisco CA 94103		501(c)(3)	HIV Outreach	15,000.
Tipping Point Community 703 Market Street San Francisco CA 94103		501(c)(3)	Grants to poverty-fighting agencies	25,000.
EMDR Humanitarian Assistance 64 Hall Street Hamden CT 06517		501(c)(3)	Fund Volunteer Coordinator for HAP program	31,806.
The STARR Center, Inc. 9810 Patuxent Woods Dr, Suite C Columbia, MD 21046		501(c)(3)	Trauma Treatment Program	20,000.
Homeless Prenatal Program 2500 18th Street San Francisco CA 94111		501(c)(3)	Homeless Prenatal Outreach	18,000.
Life Long AIDS Alliance 1002 East Seneca St Seattle WA 98122		501(c)(3)	Mental Health Access Project	50,000.
Young Women's Project 1328 Florida Avenue, NW Washington DC 20009		501(c)(3)	Mental and Physical health programs	20,000.
<b>Total</b>			<b>3a</b>	<b>250,836.</b>
<i>b Approved for future payment</i>				
<b>Total</b>			<b>3b</b>	





Form 990-PF, Page 1, Part I, Line 18  
Line 18 Stmt

Taxes (see the instructions)	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
<b>Excise Tax</b>	32,000.			
<b>Foreign Tax Withheld</b>	880.	880.		
<b>Total</b>	<u>32,880.</u>	<u>880.</u>		

Form 990-PF, Page 1, Part I, Line 23  
Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
<b>Investment Fees</b>	24,462.	24,462.		
<b>Delivery/Supplies</b>	473.			
<b>Domain name</b>	85.			
<b>Subscriptions/Publications</b>	500.			
<b>Total</b>	<u>25,520.</u>	<u>24,462.</u>		

Form 990-PF, Page 2, Part III, Line 5  
Other Decreases Stmt

<b>Change in unrealized gain on investment</b>	<u>720,754.</u>
<b>Total</b>	<u>720,754.</u>

Form 990-PF, Page 6, Part VIII, Line 1  
Information about Officers, Directors, Trustees, Etc.

(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
Person <input checked="" type="checkbox"/> Business <input type="checkbox"/> <b>Scott Renschler</b> 8171 Maple Lawn Bldv, #375, Fulton MD 20759	Director 0.50	0.	0.	0.
Person <input checked="" type="checkbox"/> Business <input type="checkbox"/> <b>Katherine Renschler</b> 8171 Maple Lawn Bldv, #375, Fulton MD 20759	Director 0.50	0.	0.	0.
Person <input checked="" type="checkbox"/> Business <input type="checkbox"/> <b>Todd Renschler</b> 8171 Maple Lawn Bldv, #375, Fulton MD 20759	Director 0.50	0.	0.	0.
Person <input checked="" type="checkbox"/> Business <input type="checkbox"/> <b>Amanda Renschler</b> 8171 Maple Lawn Blvd #375 Fulton MD 20759	Director 0.50	0.	0.	0.

Form 990-PF, Page 6, Part VIII, Line 1

Continued

Information about Officers, Directors, Trustees, Etc.

(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
-------------------------	--	--	--	--

Total

0.      0.      0.

Form 990-PF, Page 1, Part I, Line 16b  
L-16b Stmt

Line 16b - Accounting Fees:		Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Name of Provider	Type of Service Provided				
GJN LLC	Accounting Services	1,170.			
Realty Investment Co	Accounting Services	10,384.	1,325.		8,091.
Total		<u>11,554.</u>	<u>1,325.</u>		<u>8,091.</u>

Form 990-PF, Page 2, Part II, Line 10b  
L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
Alliance Bernstein - See Attached Details	3,496,530.	3,496,530.
Total	<u>3,496,530.</u>	<u>3,496,530.</u>

**Supporting Statement of:**

Form 990-PF, p12/Line 3 Column (d)

Description	Amount
Wachovia Bank	81.
Alliance Bernstein	3,349.
Enron Corp. Securities Litigation	3,296.
Freddie Mac Securities Litigation	810.
Total	<u>7,536.</u>

**Supporting Statement of:**

Form 990-PF, p12/Line 4 Column (d)

Description	Amount
Alliance Bernstein	114,005.
Total	<u>114,005.</u>

**MENTAL WELLNESS FOUNDATION, INC (888-84260)**  
**Portfolio Valuation**

As of June 30, 2009  
 Reporting Currency: US dollars

Quantity	Ticker/Cusip	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio	% of Asset Class
<b>CASH</b>										
24,925	CASH	---	\$1.00	\$1.00	\$24,924.90	\$24,924.90	\$67	0.27%	0.7%	100.0%
<b>TOTAL CASH</b>					<b>\$24,924.90</b>	<b>\$24,924.90</b>	<b>\$67</b>	<b>0.27%</b>	<b>0.7%</b>	<b>100%</b>
<b>FIXED INCOME</b>										
<b>MUTUAL FUNDS</b>										
		SNIDX								
17,901	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	07/25/07	\$12.97	\$12.46	\$232,175.70	\$223,046.16	\$11,027	5.21% **	6.3%	60.5%
9,273	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	11/28/07	\$13.20	\$12.46	\$122,400.00	\$115,538.18	\$5,712	5.21% **	3.3%	31.3%
157	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	04/22/08	\$13.08	\$12.46	\$2,048.66	\$1,951.55	\$96	5.21% **	0.1%	0.5%
183	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	05/22/08	\$13.07	\$12.46	\$2,392.72	\$2,281.05	\$113	5.21% **	0.1%	0.6%
152	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	07/22/08	\$12.70	\$12.46	\$1,929.81	\$1,893.35	\$94	5.21% **	0.1%	0.5%
172	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	08/22/08	\$12.72	\$12.46	\$2,189.23	\$2,144.48	\$106	5.21% **	0.1%	0.6%
182	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	09/23/08	\$12.48	\$12.46	\$2,275.20	\$2,271.56	\$112	5.21% **	0.1%	0.6%
173	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	10/22/08	\$11.83	\$12.46	\$2,048.52	\$2,157.61	\$107	5.21% **	0.1%	0.6%
384	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	12/09/08	\$11.46	\$12.46	\$4,397.68	\$4,781.43	\$236	5.21% **	0.1%	1.3%
168	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	12/19/08	\$11.78	\$12.46	\$1,979.24	\$2,093.49	\$103	5.21% **	0.1%	0.6%
55	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	12/31/08	\$11.85	\$12.46	\$653.34	\$686.97	\$34	5.21% **	0.0%	0.2%
98	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	01/20/09	\$11.93	\$12.46	\$1,165.58	\$1,217.37	\$60	5.21% **	0.0%	0.3%
147	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	02/20/09	\$11.81	\$12.46	\$1,736.17	\$1,831.72	\$91	5.21% **	0.1%	0.5%
133	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	03/20/09	\$11.63	\$12.46	\$1,544.33	\$1,654.54	\$82	5.21% **	0.0%	0.4%

Bernstein Global Wealth Management

MENTAL WELLNESS FOUNDATION, INC (888-84260)  
Portfolio Valuation

As of June 30, 2009  
Reporting Currency: US dollars

Quantity	Ticker/Cusip	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio	% of Asset Class	
131	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	04/20/09	\$12.07	\$12.46	\$1,575.50	\$1,626.40	\$80	5.21% **	0.0%	0.4%	
126	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	05/20/09	\$12.47	\$12.46	\$1,577.29	\$1,576.03	\$78	5.21% **	0.0%	0.4%	
137	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	06/19/09	\$12.36	\$12.46	\$1,689.41	\$1,703.08	\$84	5.21% **	0.0%	0.5%	
29,571					\$383,778.38	\$368,454.96 \$462.61 AI	\$18,216	5.21%	10.5%	99.9%	
<b>TOTAL FIXED INCOME</b>					<b>\$383,778.38</b>	<b>\$368,917.57</b>	<b>\$18,216</b>	<b>5.21%</b>	<b>10.5%</b>	<b>100%</b>	
<b>EQUITIES</b>											
<b>DOMESTIC</b>											
<b>NON-FINANCIAL</b>											
BUILDING MATERIAL - HEAT/PLUMB/AIR											
500	MASCO CORP	MAS	06/03/09	\$10.79	\$9.58	\$5,395.60	\$4,790.00	\$150	3.13%	0.1%	0.2%
HOME BUILDING											
500	D R HORTON INC	DHI	06/22/09	\$9.27	\$9.36	\$4,633.40	\$4,680.00	\$75	1.60%	0.1%	0.1%
<b>TOTAL NON-FINANCIAL</b>					<b>\$10,029.00</b>	<b>\$9,470.00</b>	<b>\$225</b>	<b>2.38%</b>	<b>0.3%</b>	<b>0.3%</b>	
<b>FINANCIAL</b>											
PROPERTY - CASUALTY INSURANCE											
120	ACE LTD	ACE	03/12/09	\$33.28	\$44.23	\$3,993.00	\$5,307.60	\$132	2.49%	0.2%	0.2%
80	ACE LTD		04/17/09	\$45.50	\$44.23	\$3,639.70	\$3,538.40	\$88	2.49%	0.1%	0.1%
200						\$7,632.70	\$8,846.00	\$220	2.49%	0.3%	0.3%
190	ALLSTATE CORP	ALL	11/28/07	\$51.66	\$24.40	\$9,815.16	\$4,636.00	\$152	3.28%	0.1%	0.1%
200	ALLSTATE CORP		03/07/08	\$47.02	\$24.40	\$9,404.02	\$4,880.00	\$160	3.28%	0.1%	0.2%
390						\$19,219.18	\$9,516.00	\$312	3.28%	0.3%	0.3%
225	TRAVELERS COS INC/THE	TRV	11/28/07	\$51.49	\$41.04	\$11,584.71	\$9,234.00	\$270	2.92%	0.3%	0.3%
125	XL CAPITAL LTD -CLASS A	XL	04/13/05	\$69.32	\$11.46	\$8,664.98	\$1,432.50	\$72	5.06%	0.0%	0.0%
250	XL CAPITAL LTD -CLASS A		08/28/08	\$20.05	\$11.46	\$5,013.28	\$2,865.00	\$145	5.06%	0.1%	0.1%
225	XL CAPITAL LTD -CLASS A		09/16/08	\$16.55	\$11.46	\$3,722.96	\$2,578.50	\$130	5.06%	0.1%	0.1%
600						\$17,401.22	\$6,876.00	\$348	5.06%	0.2%	0.2%

Bernstein Global Wealth Management

**MENTAL WELLNESS FOUNDATION, INC (888-84260)**  
**Portfolio Valuation**

As of June 30, 2009  
 Reporting Currency: US dollars

Quantity	Ticker/Cusip	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio	% of Asset Class
<b>Total</b>					<b>\$55,837.81</b>	<b>\$34,472.00</b>	<b>\$1,150</b>	<b>3.34%</b>	<b>1.0%</b>	<b>1.1%</b>
<b>MISC FINANCIAL</b>										
9	CME GROUP INC	CME	06/05/08	\$389.22	\$3,502.98	\$2,800.08	\$41	1.48%	0.1%	0.1%
24	CME GROUP INC		10/03/08	\$395.31	\$9,487.48	\$7,466.88	\$110	1.48%	0.2%	0.2%
22	CME GROUP INC		11/13/08	\$223.76	\$4,922.76	\$6,844.64	\$101	1.48%	0.2%	0.2%
10	CME GROUP INC		06/26/09	\$316.90	\$3,168.97	\$3,111.20	\$46	1.48%	0.1%	0.1%
65					\$21,082.19	\$20,222.80	\$299	1.48%	0.6%	0.6%
250	CREDIT SUISSE GROUP-SPON AD	CS	05/11/09	\$41.04	\$10,259.38	\$11,432.50	\$15	0.13%	0.3%	0.4%
20	DEUTSCHE BANK AG-REGISTERED	DB	02/14/08	\$111.22	\$2,224.40	\$1,220.00	\$14	1.14%	0.0%	0.0%
100	DEUTSCHE BANK AG-REGISTERED		06/03/08	\$103.39	\$10,339.09	\$6,100.00	\$70	1.14%	0.2%	0.2%
130	DEUTSCHE BANK AG-REGISTERED		05/06/09	\$55.99	\$7,278.92	\$7,930.00	\$91	1.14%	0.2%	0.3%
250					\$19,842.41	\$15,250.00	\$174	1.14%	0.4%	0.5%
85	FRANKLIN RESOURCES INC	BEN	12/06/07	\$120.79	\$10,267.32	\$6,120.85	\$71	1.17%	0.2%	0.2%
25	GOLDMAN SACHS GROUP INC	GS	07/09/02	\$72.89	\$1,822.34	\$3,686.00	\$35	0.95%	0.1%	0.1%
27	GOLDMAN SACHS GROUP INC		05/05/05	\$106.60	\$2,878.28	\$3,980.88	\$38	0.95%	0.1%	0.1%
24	GOLDMAN SACHS GROUP INC		08/29/07	\$171.49	\$4,115.78	\$3,538.56	\$34	0.95%	0.1%	0.1%
11	GOLDMAN SACHS GROUP INC		08/29/07	\$171.49	\$1,886.40	\$1,621.84	\$15	0.95%	0.0%	0.1%
38	GOLDMAN SACHS GROUP INC		09/09/08	\$162.35	\$6,169.18	\$5,602.72	\$53	0.95%	0.2%	0.2%
50	GOLDMAN SACHS GROUP INC		09/12/08	\$157.36	\$7,868.02	\$7,372.00	\$70	0.95%	0.2%	0.2%
50	GOLDMAN SACHS GROUP INC		09/16/08	\$130.10	\$6,504.77	\$7,372.00	\$70	0.95%	0.2%	0.2%
125	GOLDMAN SACHS GROUP INC		11/03/08	\$92.94	\$11,617.34	\$18,430.00	\$175	0.95%	0.5%	0.6%
25	GOLDMAN SACHS GROUP INC		02/10/09	\$96.90	\$2,422.39	\$3,686.00	\$35	0.95%	0.1%	0.1%
35	GOLDMAN SACHS GROUP INC		04/17/09	\$121.20	\$4,241.88	\$5,160.40	\$49	0.95%	0.1%	0.2%
165	GOLDMAN SACHS GROUP INC		05/14/09	\$131.42	\$21,684.83	\$24,327.60	\$231	0.95%	0.7%	0.8%
575					\$71,211.21	\$84,778.00	\$805	0.95%	2.4%	2.7%
150	MORGAN STANLEY	MS	12/21/07	\$53.90	\$8,085.48	\$4,276.50	\$40	0.94%	0.1%	0.1%
100	MORGAN STANLEY		06/05/08	\$44.00	\$4,399.60	\$1,851.00	\$27	0.94%	0.1%	0.1%
100	MORGAN STANLEY		07/28/08	\$37.01	\$3,701.47	\$2,851.00	\$27	0.94%	0.1%	0.1%
350					\$16,186.55	\$9,978.50	\$93	0.94%	0.3%	0.3%

Bernstein Global Wealth Management

**MENTAL WELLNESS FOUNDATION, INC (888-84260)**  
**Portfolio Valuation**

As of June 30, 2009  
 Reporting Currency: US dollars

Quantity	Ticker/Cusip	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio	% of Asset Class
60	VISA INC - CLASS A SHRS	V	04/30/09	\$67.09	\$62.26	\$4,025.23	\$3,735.60	\$25	0.67%	0.1%
160	VISA INC - CLASS A SHRS		05/06/09	\$66.91	\$62.26	\$10,705.15	\$9,961.60	\$67	0.67%	0.3%
220						\$14,730.38	\$13,697.20	\$92	0.67%	0.4%
Total						\$163,579.44	\$161,479.85	\$1,550	0.96%	4.6%
FINANCE - PERSONAL LOANS										
600	CAPITAL ONE FINANCIAL CORP	COF	01/20/09	\$23.53	\$21.88	\$14,117.34	\$13,128.00	\$120	0.91%	0.4%
LIFE INSURANCE										
270	METLIFE INC	MET	12/05/08	\$26.46	\$30.01	\$7,145.21	\$8,102.70	\$200	2.47%	0.2%
175	METLIFE INC		01/14/09	\$27.56	\$30.01	\$4,823.46	\$5,251.75	\$130	2.47%	0.1%
100	METLIFE INC		01/22/09	\$24.89	\$30.01	\$2,489.19	\$3,001.00	\$74	2.47%	0.1%
545						\$14,457.86	\$16,355.45	\$403	2.47%	0.5%
325	UNUM GROUP	UNM	05/04/09	\$16.87	\$15.86	\$5,483.82	\$5,154.50	\$98	1.89%	0.1%
Total						\$19,941.68	\$21,509.95	\$501	2.33%	0.6%
MULTI-LINE INSURANCE										
350	FIDELITY NATIONAL CL A	FNF	05/22/07	\$25.77	\$13.53	\$9,020.20	\$4,735.50	\$210	4.43%	0.1%
25	HARTFORD FINANCIAL SVCS GRP	HFG	06/10/08	\$71.91	\$11.87	\$1,797.84	\$296.75	\$5	1.68%	0.0%
75	HARTFORD FINANCIAL SVCS GRP		07/08/08	\$64.36	\$11.87	\$4,826.83	\$890.25	\$15	1.68%	0.0%
200	HARTFORD FINANCIAL SVCS GRP		07/10/08	\$62.47	\$11.87	\$12,494.28	\$2,374.00	\$40	1.68%	0.1%
300						\$19,118.95	\$3,561.00	\$60	1.68%	0.1%
Total						\$28,139.15	\$8,296.50	\$270	3.25%	0.2%
BANKS - NYC										
145	BANK OF NEW YORK MELLON CORP	BK	04/17/09	\$30.57	\$29.31	\$4,433.13	\$4,249.95	\$52	1.23%	0.1%
330	JPMORGAN CHASE & CO	JPM	11/28/07	\$43.74	\$34.11	\$14,433.59	\$11,256.30	\$66	0.59%	0.3%
189	JPMORGAN CHASE & CO		09/26/08	\$40.50	\$34.11	\$7,654.50	\$6,446.79	\$38	0.59%	0.2%
606	JPMORGAN CHASE & CO		09/26/08	\$40.50	\$34.11	\$24,543.00	\$20,670.66	\$121	0.59%	0.6%
270	JPMORGAN CHASE & CO		03/31/09	\$25.75	\$34.11	\$6,952.88	\$9,209.70	\$54	0.59%	0.3%
99	JPMORGAN CHASE & CO		04/24/09	\$33.81	\$34.11	\$3,347.47	\$3,376.89	\$20	0.59%	0.1%
425	JPMORGAN CHASE & CO		05/01/09	\$32.93	\$34.11	\$13,995.93	\$14,496.75	\$85	0.59%	0.4%
200	JPMORGAN CHASE & CO		05/14/09	\$35.06	\$34.11	\$7,011.56	\$6,822.00	\$40	0.59%	0.2%
231	JPMORGAN CHASE & CO		05/27/09	\$36.29	\$34.11	\$8,382.57	\$7,879.41	\$46	0.59%	0.2%

Bernstein Global Wealth Management

**MENTAL WELLNESS FOUNDATION, INC (888-84260)**

**Portfolio Valuation**

As of June 30, 2009  
Reporting Currency: US dollars

Quantity	Ticker/Cusip	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio	% of Asset Class	
100	JPMORGAN CHASE & CO	06/02/09	\$35.05	\$34.11	\$3,505.29	\$3,411.00	\$20	0.59%	0.1%	0.1%	
2,450					\$89,826.79	\$83,549.50	\$490	0.59%	2.4%	2.7%	
Total					\$94,259.92	\$87,819.45	\$542	0.62%	2.5%	2.8%	
<b>MAJOR REGIONAL BANKS</b>											
1,200	REGIONS FINANCIAL CORP	RF	05/20/09	\$4.00	\$4.04	\$4,800.00	\$4,848.00	\$48	0.99%	0.1%	0.2%
700	US BANCORP	USB	05/13/09	\$17.54	\$17.92	\$12,275.13	\$12,544.00	\$140	1.12%	0.4%	0.4%
150	US BANCORP		05/17/09	\$18.62	\$17.92	\$2,792.72	\$2,688.00	\$30	1.12%	0.1%	0.1%
850					\$15,067.85	\$15,232.00	\$170	1.12%	0.4%	0.5%	
400	WELLS FARGO & COMPANY	WFC	05/08/09	\$22.00	\$24.26	\$8,800.00	\$9,704.00	\$80	0.92%	0.3%	0.3%
Total					\$28,667.85	\$29,784.00	\$298	1.00%	0.8%	1.0%	
<b>TOTAL FINANCIAL</b>					\$404,543.19	\$356,489.75	\$4,431	1.24%	10.1%	11.4%	
<b>UTILITIES</b>											
<b>TELEPHONE</b>											
400	AT&T INC	T	09/17/07	\$40.36	\$24.84	\$16,143.24	\$9,936.00	\$656	6.60%	0.3%	0.3%
200	AT&T INC		09/28/07	\$42.38	\$24.84	\$8,476.26	\$4,968.00	\$328	6.60%	0.1%	0.2%
200	AT&T INC		10/22/07	\$41.09	\$24.84	\$8,218.56	\$4,968.00	\$328	6.60%	0.1%	0.2%
100	AT&T INC		10/24/07	\$41.17	\$24.84	\$4,116.54	\$2,484.00	\$164	6.60%	0.1%	0.1%
800	AT&T INC		11/28/07	\$37.58	\$24.84	\$30,061.92	\$19,872.00	\$1,312	6.60%	0.6%	0.6%
200	AT&T INC		06/05/09	\$24.60	\$24.84	\$4,920.42	\$4,968.00	\$328	6.60%	0.1%	0.2%
1,900					\$71,936.94	\$47,196.00	\$3,116	6.60%	1.3%	1.5%	
500	SPRINT NEXTEL CORP	S	12/03/07	\$15.67	\$4.81	\$7,835.00	\$2,405.00	\$0	0.00%	0.1%	0.1%
400	SPRINT NEXTEL CORP		01/07/08	\$12.90	\$4.81	\$5,160.52	\$1,924.00	\$0	0.00%	0.1%	0.1%
1,600	SPRINT NEXTEL CORP		04/08/08	\$6.68	\$4.81	\$10,680.48	\$7,696.00	\$0	0.00%	0.2%	0.2%
700	SPRINT NEXTEL CORP		09/22/08	\$6.89	\$4.81	\$4,823.00	\$3,367.00	\$0	0.00%	0.1%	0.1%
3,200					\$28,499.00	\$15,392.00	\$0	0.00%	0.4%	0.5%	
350	VODAFONE GROUP PLC-SP ADR	VOD	04/28/09	\$18.08	\$19.49	\$6,326.71	\$6,821.50	\$399	5.85%	0.2%	0.2%
200	VODAFONE GROUP PLC-SP ADR		05/01/09	\$18.83	\$19.49	\$3,765.36	\$3,898.00	\$228	5.85%	0.1%	0.1%
550					\$10,092.07	\$10,719.50	\$628	5.85%	0.3%	0.3%	
Total					\$110,528.01	\$73,307.50	\$3,744	5.11%	2.1%	2.3%	

Bernstein Global Wealth Management

**MENTAL WELLNESS FOUNDATION, INC (888-84260)**  
**Portfolio Valuation**

As of June 30, 2009  
 Reporting Currency: US dollars

Quantity	Ticker/Cusip	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio	% of Asset Class	
<b>CONSUMER GROWTH</b>											
<b>ENTERTAINMENT</b>											
25	CBS CORP-CLASS B	CBS	03/23/06	\$24.92	\$6.92	\$622.98	\$173.00	\$5	2.89%	0.0%	0.0%
500	CBS CORP-CLASS B		04/19/06	\$24.60	\$6.92	\$12,297.95	\$3,460.00	\$100	2.89%	0.1%	0.1%
175	CBS CORP-CLASS B		05/12/06	\$25.87	\$6.92	\$4,526.92	\$1,211.00	\$35	2.89%	0.0%	0.0%
400	CBS CORP-CLASS B		11/06/08	\$8.38	\$6.92	\$3,352.56	\$2,768.00	\$80	2.89%	0.1%	0.1%
400	CBS CORP-CLASS B		01/30/09	\$5.80	\$6.92	\$2,321.24	\$2,768.00	\$80	2.89%	0.1%	0.1%
1,500						\$23,121.65	\$10,380.00	\$300	2.89%	0.3%	0.3%
50	THE WALT DISNEY CO	DIS	10/27/08	\$22.01	\$23.33	\$1,100.64	\$1,166.50	\$18	1.50%	0.0%	0.0%
375	THE WALT DISNEY CO		12/23/08	\$22.20	\$23.33	\$8,325.04	\$8,748.75	\$131	1.50%	0.2%	0.3%
250	THE WALT DISNEY CO		03/05/09	\$16.43	\$23.33	\$4,107.18	\$5,832.50	\$88	1.50%	0.2%	0.2%
675						\$13,532.86	\$15,747.75	\$236	1.50%	0.4%	0.5%
87	TIME WARNER INC	TWX	03/19/04	\$37.38	\$25.19	\$3,251.91	\$2,191.53	\$65	2.98%	0.1%	0.1%
125	TIME WARNER INC		06/23/08	\$32.40	\$25.19	\$4,049.60	\$3,148.75	\$94	2.98%	0.1%	0.1%
200	TIME WARNER INC		10/23/08	\$20.78	\$25.19	\$4,156.50	\$5,038.00	\$150	2.98%	0.1%	0.2%
100	TIME WARNER INC		11/06/08	\$21.55	\$25.19	\$2,154.53	\$2,519.00	\$75	2.98%	0.1%	0.1%
100	TIME WARNER INC		12/08/08	\$20.78	\$25.19	\$2,077.94	\$2,519.00	\$75	2.98%	0.1%	0.1%
133	TIME WARNER INC		01/15/09	\$20.81	\$25.19	\$2,768.10	\$3,350.27	\$100	2.98%	0.1%	0.1%
133	TIME WARNER INC		02/18/09	\$17.68	\$25.19	\$2,351.88	\$3,350.27	\$100	2.98%	0.1%	0.1%
100	TIME WARNER INC		03/20/09	\$17.49	\$25.19	\$1,748.99	\$2,519.00	\$75	2.98%	0.1%	0.1%
167	TIME WARNER INC		04/17/09	\$23.27	\$25.19	\$3,886.04	\$4,206.73	\$125	2.98%	0.1%	0.1%
1,145						\$26,445.49	\$28,842.55	\$859	2.98%	0.8%	0.9%
425	VIACOM INC-CLASS B	VIA/B	01/07/09	\$19.67	\$22.70	\$8,361.62	\$9,647.50	\$0	0.00%	0.3%	0.3%
<b>Total</b>						\$71,461.62	\$64,617.80	\$1,395	2.16%	1.8%	2.1%
<b>RADIO - TV BROADCASTING</b>											
225	LIBERTY ENTERTAINMENT-CL A	LMDIA	04/24/09	\$24.12	\$26.70	\$5,426.44	\$6,007.50	\$0	0.00%	0.2%	0.2%
62	TIME WARNER CABLE	TWC	03/19/04	\$51.59	\$31.67	\$3,198.57	\$1,963.54	\$0	0.00%	0.1%	0.1%
31	TIME WARNER CABLE		06/23/08	\$46.19	\$31.67	\$1,431.96	\$981.77	\$0	0.00%	0.0%	0.0%
50	TIME WARNER CABLE		10/23/08	\$29.40	\$31.67	\$1,469.76	\$1,583.50	\$0	0.00%	0.0%	0.1%
25	TIME WARNER CABLE		11/06/08	\$30.47	\$31.67	\$761.86	\$791.75	\$0	0.00%	0.0%	0.0%

Bernstein Global Wealth Management

**MENTAL WELLNESS FOUNDATION, INC (888-84260)**  
**Portfolio Valuation**

As of June 30, 2009  
 Reporting Currency: US dollars

Quantity	Ticker/Cusip	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio	% of Asset Class	
25	TIME WARNER CABLE	12/08/08	\$29.39	\$31.67	\$734.77	\$791.75	\$0	0.00%	0.0%	0.0%	
33	TIME WARNER CABLE	01/15/09	\$29.66	\$31.67	\$978.82	\$1,045.11	\$0	0.00%	0.0%	0.0%	
83	TIME WARNER CABLE	02/10/09	\$55.69	\$31.67	\$4,622.23	\$2,628.61	\$0	0.00%	0.1%	0.1%	
33	TIME WARNER CABLE	02/18/09	\$25.20	\$31.67	\$831.64	\$1,045.11	\$0	0.00%	0.0%	0.0%	
25	TIME WARNER CABLE	03/20/09	\$24.74	\$31.67	\$618.46	\$791.75	\$0	0.00%	0.0%	0.0%	
87	TIME WARNER CABLE	04/24/09	\$27.47	\$31.67	\$2,390.05	\$2,735.29	\$0	0.00%	0.1%	0.1%	
454					\$17,038.12	\$14,378.18	\$0	0.00%	0.4%	0.5%	
Total					\$22,464.56	\$20,385.68	\$0	0.00%	0.6%	0.7%	
PUBLISHING - NEWSPAPERS											
1,960	NEWS CORP	NWSA	01/20/09	\$7.53	\$9.11	\$14,764.29	\$17,855.60	\$235	1.32%	0.5%	0.6%
400	NEWS CORP		02/10/09	\$6.55	\$9.11	\$2,620.48	\$3,644.00	\$48	1.32%	0.1%	0.1%
500	NEWS CORP		04/20/09	\$7.81	\$9.11	\$3,904.75	\$4,555.00	\$60	1.32%	0.1%	0.1%
2,860					\$21,289.52	\$26,054.60	\$343	1.32%	0.7%	0.8%	
PUBLISHING											
26	GOOGLE INC-CL A	GOOG	02/22/06	\$366.53	\$421.59	\$9,529.67	\$10,961.34	\$0	0.00%	0.3%	0.4%
11	GOOGLE INC-CL A		07/14/06	\$408.14	\$421.59	\$4,489.55	\$4,637.49	\$0	0.00%	0.1%	0.1%
12	GOOGLE INC-CL A		08/15/06	\$375.65	\$421.59	\$4,507.81	\$5,059.08	\$0	0.00%	0.1%	0.2%
21	GOOGLE INC-CL A		01/03/07	\$464.87	\$421.59	\$9,762.29	\$8,853.39	\$0	0.00%	0.3%	0.3%
25	GOOGLE INC-CL A		06/12/07	\$508.70	\$421.59	\$12,717.61	\$10,539.75	\$0	0.00%	0.3%	0.3%
30	GOOGLE INC-CL A		02/06/08	\$508.18	\$421.59	\$15,245.27	\$12,647.70	\$0	0.00%	0.4%	0.4%
25	GOOGLE INC-CL A		07/23/08	\$482.65	\$421.59	\$12,066.13	\$10,539.75	\$0	0.00%	0.3%	0.3%
150					\$68,318.33	\$63,238.50	\$0	0.00%	1.8%	2.0%	
DRUGS											
95	AMGEN INC	AMGN	04/02/09	\$48.70	\$52.94	\$4,626.23	\$5,029.30	\$0	0.00%	0.1%	0.2%
200	CELGENE CORP	CELG	11/16/07	\$64.95	\$47.84	\$12,990.06	\$9,568.00	\$0	0.00%	0.3%	0.3%
175	CELGENE CORP		12/06/07	\$59.84	\$47.84	\$10,471.27	\$8,372.00	\$0	0.00%	0.2%	0.3%
100	CELGENE CORP		03/17/08	\$54.68	\$47.84	\$5,468.02	\$4,784.00	\$0	0.00%	0.1%	0.2%
475					\$28,929.35	\$22,724.00	\$0	0.00%	0.6%	0.7%	
550	ELI LILLY & CO	LLY	03/27/09	\$33.85	\$34.64	\$18,615.52	\$19,052.00	\$1,078	5.66%	0.5%	0.6%
270	GILEAD SCIENCES INC	GILD	02/22/06	\$30.47	\$46.84	\$8,227.53	\$12,646.80	\$0	0.00%	0.4%	0.4%

Bernstein Global Wealth Management

**MENTAL WELLNESS FOUNDATION, INC (888-84260)**  
**Portfolio Valuation**

As of June 30, 2009  
 Reporting Currency: US dollars

Quantity	Ticker/Cusip	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio	% of Asset Class	
230	GILEAD SCIENCES INC	08/15/06	\$30.98	\$46.84	\$7,125.16	\$10,773.20	\$0	0.00%	0.3%	0.3%	
170	GILEAD SCIENCES INC	03/14/07	\$34.47	\$46.84	\$5,860.71	\$7,962.80	\$0	0.00%	0.2%	0.3%	
300	GILEAD SCIENCES INC	11/28/07	\$45.32	\$46.84	\$13,595.22	\$14,052.00	\$0	0.00%	0.4%	0.4%	
125	GILEAD SCIENCES INC	03/31/09	\$46.13	\$46.84	\$5,766.33	\$5,855.00	\$0	0.00%	0.2%	0.2%	
<b>1,095</b>					<b>\$40,574.95</b>	<b>\$51,289.80</b>	<b>\$0</b>	<b>0.00%</b>	<b>1.5%</b>	<b>1.6%</b>	
250	GLAXOSMITHKLINE PLC-SPON AD	GSK	02/10/09	\$37.11	\$35.34	\$9,276.55	\$8,835.00	\$475	5.37%	0.3%	0.3%
50	MERCK & CO INC.	MRK 99	03/13/08	\$42.12	\$27.96	\$2,106.02	\$1,398.00	\$76	5.44%	0.0%	0.0%
150	MERCK & CO INC.		04/17/08	\$40.10	\$27.96	\$6,014.40	\$4,194.00	\$228	5.44%	0.1%	0.1%
50	MERCK & CO INC.		04/18/08	\$39.59	\$27.96	\$1,979.62	\$1,398.00	\$76	5.44%	0.0%	0.0%
600	MERCK & CO INC.		06/19/08	\$35.65	\$27.96	\$21,389.16	\$16,776.00	\$912	5.44%	0.5%	0.5%
100	MERCK & CO INC.		07/02/08	\$38.45	\$27.96	\$3,845.13	\$2,796.00	\$152	5.44%	0.1%	0.1%
200	MERCK & CO. INC.		07/25/08	\$32.69	\$27.96	\$6,538.44	\$5,592.00	\$304	5.44%	0.2%	0.2%
450	MERCK & CO INC.		06/15/09	\$25.59	\$27.96	\$11,515.19	\$12,582.00	\$684	5.44%	0.4%	0.4%
<b>1,600</b>					<b>\$53,387.96</b>	<b>\$44,736.00</b>	<b>\$2,432</b>	<b>5.44%</b>	<b>1.3%</b>	<b>1.4%</b>	
200	PFIZER INC	PFE	03/09/07	\$25.44	\$15.00	\$5,087.56	\$3,000.00	\$128	4.27%	0.1%	0.1%
200	PFIZER INC		03/26/07	\$25.50	\$15.00	\$5,100.00	\$3,000.00	\$128	4.27%	0.1%	0.1%
200	PFIZER INC		05/15/07	\$27.17	\$15.00	\$5,433.90	\$3,000.00	\$128	4.27%	0.1%	0.1%
400	PFIZER INC		05/18/07	\$27.40	\$15.00	\$10,960.56	\$6,000.00	\$256	4.27%	0.2%	0.2%
200	PFIZER INC		07/13/07	\$25.97	\$15.00	\$5,194.20	\$3,000.00	\$128	4.27%	0.1%	0.1%
1,200	PFIZER INC		11/28/07	\$23.10	\$15.00	\$27,718.32	\$18,000.00	\$768	4.27%	0.5%	0.6%
300	PFIZER INC		06/05/09	\$14.70	\$15.00	\$4,410.72	\$4,500.00	\$192	4.27%	0.1%	0.1%
300	PFIZER INC		06/26/09	\$15.28	\$15.00	\$4,583.76	\$4,500.00	\$192	4.27%	0.1%	0.1%
<b>3,000</b>					<b>\$68,489.02</b>	<b>\$45,000.00</b>	<b>\$1,920</b>	<b>4.27%</b>	<b>1.3%</b>	<b>1.4%</b>	
200	SCHERING-PLOUGH CORP	SGP	04/21/08	\$17.16	\$25.12	\$3,431.56	\$5,024.00	\$52	1.04%	0.1%	0.2%
500	SCHERING-PLOUGH CORP		07/03/08	\$19.82	\$25.12	\$9,911.55	\$12,560.00	\$130	1.04%	0.4%	0.4%
300	SCHERING-PLOUGH CORP		03/23/09	\$24.00	\$25.12	\$7,201.35	\$7,536.00	\$78	1.04%	0.2%	0.2%
<b>1,000</b>					<b>\$20,544.46</b>	<b>\$25,120.00</b>	<b>\$260</b>	<b>1.04%</b>	<b>0.7%</b>	<b>0.8%</b>	
50	TEVA PHARMACEUTICAL-SP ADR	TEVA	11/28/07	\$44.19	\$49.34	\$2,209.58	\$2,467.00	\$22	0.87%	0.1%	0.1%
200	TEVA PHARMACEUTICAL-SP ADR		03/05/08	\$49.31	\$49.34	\$9,862.32	\$9,868.00	\$86	0.87%	0.3%	0.3%

Bernstein Global Wealth Management

**MENTAL WELLNESS FOUNDATION, INC (888-84260)**  
**Portfolio Valuation**

As of June 30, 2009  
 Reporting Currency US dollars

Quantity	Ticker/Cusip	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio	% of Asset Class	
100	TEVA PHARMACEUTICAL-SP ADR	04/24/08	\$46.17	\$49.34	\$4,617.10	\$4,934.00	\$43	0.87%	0.1%	0.2%	
300	TEVA PHARMACEUTICAL-SP ADR	07/25/08	\$45.75	\$49.34	\$13,726.38	\$14,802.00	\$129	0.87%	0.4%	0.5%	
650					\$30,415.38	\$32,071.00	\$280	0.87%	0.9%	1.0%	
Total					\$274,859.42	\$253,857.10	\$6,444	2.54%	7.2%	8.1%	
<b>HOSPITAL SUPPLIES</b>											
175	BAXTER INTERNATIONAL INC	BAX	10/08/08	\$62.01	\$52.96	\$10,852.19	\$9,268.00	\$182	1.96%	0.3%	0.3%
50	BAXTER INTERNATIONAL INC		11/11/08	\$60.84	\$52.96	\$3,041.98	\$2,648.00	\$52	1.96%	0.1%	0.1%
50	BAXTER INTERNATIONAL INC		03/31/09	\$51.06	\$52.96	\$2,553.10	\$2,648.00	\$52	1.96%	0.1%	0.1%
275					\$16,447.27	\$14,564.00	\$286	1.96%	0.4%	0.5%	
25	MEDCO HEALTH SOLUTIONS INC	MHS	05/10/07	\$37.10	\$45.61	\$927.48	\$1,140.25	\$0	0.00%	0.0%	0.0%
100	MEDCO HEALTH SOLUTIONS INC		11/13/07	\$49.39	\$45.61	\$4,938.65	\$4,561.00	\$0	0.00%	0.1%	0.1%
150	MEDCO HEALTH SOLUTIONS INC		11/28/07	\$49.39	\$45.61	\$7,407.92	\$6,841.50	\$0	0.00%	0.2%	0.2%
150	MEDCO HEALTH SOLUTIONS INC		03/05/08	\$42.81	\$45.61	\$6,421.08	\$6,841.50	\$0	0.00%	0.2%	0.2%
425					\$19,695.13	\$19,384.25	\$0	0.00%	0.6%	0.6%	
Total					\$36,142.40	\$33,948.25	\$286	0.84%	1.0%	1.1%	
<b>MEDICAL PRODUCTS</b>											
50	ALCON INC	ACL	11/28/07	\$134.64	\$116.12	\$6,731.98	\$5,806.00	\$182	3.14%	0.2%	0.2%
<b>OTHER MEDICAL</b>											
225	CARDINAL HEALTH INC	CAH	04/29/08	\$52.95	\$30.55	\$11,914.74	\$6,873.75	\$158	2.29%	0.2%	0.2%
125	CARDINAL HEALTH INC		06/02/08	\$55.70	\$30.55	\$6,962.18	\$3,818.75	\$88	2.29%	0.1%	0.1%
125	CARDINAL HEALTH INC		04/09/09	\$32.79	\$30.55	\$4,098.90	\$3,818.75	\$88	2.29%	0.1%	0.1%
475					\$22,975.82	\$14,511.25	\$333	2.29%	0.4%	0.5%	
<b>TOTAL CONSUMER GROWTH</b>					\$524,243.65	\$482,419.18	\$8,983	1.86%	13.7%	15.4%	
<b>CONSUMER STAPLES</b>											
<b>SOAPS</b>											
45	COLGATE-PALMOLIVE CO	CL	09/29/08	\$77.01	\$70.74	\$3,465.58	\$3,183.30	\$79	2.49%	0.1%	0.1%
50	COLGATE-PALMOLIVE CO		01/23/09	\$61.81	\$70.74	\$3,090.60	\$3,537.00	\$88	2.49%	0.1%	0.1%
95					\$6,556.18	\$6,720.30	\$167	2.49%	0.2%	0.2%	
91	PROCTER & GAMBLE CO	PG	09/15/08	\$73.15	\$51.10	\$6,656.50	\$4,650.10	\$160	3.44%	0.1%	0.1%
59	PROCTER & GAMBLE CO		09/15/08	\$73.15	\$51.10	\$4,315.75	\$3,014.90	\$104	3.44%	0.1%	0.1%

Bernstein Global Wealth Management

**MENTAL WELLNESS FOUNDATION, INC (888-84260)**  
**Portfolio Valuation**

As of June 30, 2009  
 Reporting Currency: US dollars

Quantity	Ticker/Cusip	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio	% of Asset Class	
75	PROCTER & GAMBLE CO	10/03/08	\$71.11	\$51.10	\$5,333.52	\$3,832.50	\$132	3.44%	0.1%	0.1%	
50	PROCTER & GAMBLE CO	11/05/08	\$65.10	\$51.10	\$3,254.97	\$2,555.00	\$88	3.44%	0.1%	0.1%	
303	PROCTER & GAMBLE CO	04/15/09	\$48.30	\$51.10	\$14,635.66	\$15,483.30	\$533	3.44%	0.4%	0.5%	
578					\$34,196.40	\$29,535.80	\$1,017	3.44%	0.6%	0.9%	
Total					\$40,752.58	\$36,256.10	\$1,184	3.27%	1.0%	1.2%	
<b>FOODS</b>											
95	BUNGE LTD	BG	01/20/09	\$43.60	\$60.25	\$4,141.71	\$5,723.75	\$80	1.39%	0.2%	0.2%
130	BUNGE LTD		04/27/09	\$46.79	\$60.25	\$6,082.31	\$7,832.50	\$109	1.39%	0.2%	0.3%
225					\$10,224.02	\$13,556.25	\$189	1.39%	0.4%	0.4%	
75	GENERAL MILLS INC	GIS	10/27/08	\$64.25	\$56.02	\$4,818.48	\$4,201.50	\$129	3.07%	0.1%	0.1%
400	SMITHFIELD FOODS INC	SFD	06/19/09	\$12.80	\$13.97	\$5,120.16	\$5,588.00	\$0	0.00%	0.2%	0.2%
375	TYSON FOODS INC-CL A	TSN	01/05/09	\$8.35	\$12.61	\$3,129.45	\$4,728.75	\$60	1.27%	0.1%	0.2%
Total					\$23,292.11	\$28,074.50	\$378	1.35%	0.6%	0.9%	
<b>SUGAR REFINERS</b>											
165	ARCHER-DANIELS-MIDLAND CO	ADM	01/14/09	\$24.28	\$26.77	\$4,005.51	\$4,417.05	\$92	2.09%	0.1%	0.1%
350	ARCHER-DANIELS-MIDLAND CO		02/04/09	\$25.44	\$26.77	\$8,904.67	\$9,369.50	\$196	2.09%	0.3%	0.3%
515					\$12,910.18	\$13,786.55	\$288	2.09%	0.4%	0.4%	
<b>BEVERAGES - SOFT, LITE &amp; HARD</b>											
75	COCA-COLA CO/THE	KO	06/19/08	\$53.41	\$47.99	\$4,006.09	\$3,599.25	\$123	3.42%	0.1%	0.1%
20	PEPSICO INC	PEP	04/30/07	\$66.37	\$54.96	\$1,327.35	\$1,099.20	\$36	3.28%	0.0%	0.0%
160	PEPSICO INC		11/28/07	\$76.78	\$54.96	\$12,284.00	\$8,793.60	\$288	3.28%	0.2%	0.3%
75	PEPSICO INC		09/22/08	\$72.64	\$54.96	\$5,447.75	\$4,122.00	\$135	3.28%	0.1%	0.1%
75	PEPSICO INC		11/11/08	\$54.40	\$54.96	\$4,080.27	\$4,122.00	\$135	3.28%	0.1%	0.1%
70	PEPSICO INC		03/05/09	\$46.86	\$54.96	\$3,280.03	\$3,847.20	\$126	3.28%	0.1%	0.1%
400					\$26,419.40	\$21,984.00	\$720	3.28%	0.6%	0.7%	
Total					\$30,425.49	\$25,583.25	\$843	3.30%	0.7%	0.6%	
<b>RESTAURANTS</b>											
250	MCDONALD'S CORP	MCD	10/01/08	\$62.41	\$57.49	\$15,602.38	\$14,372.50	\$500	3.48%	0.4%	0.5%
50	MCDONALD'S CORP		10/28/08	\$53.05	\$57.49	\$2,652.66	\$2,874.50	\$100	3.48%	0.1%	0.1%

Barnstein Global Wealth Management

**MENTAL WELLNESS FOUNDATION, INC (888-84260)**  
**Portfolio Valuation**

As of June 30, 2009  
 Reporting Currency: US dollars

Quantity	Ticker/Cusp	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio	% of Asset Class	
50	MCDONALD'S CORP	11/13/08	\$53.63	\$57.49	\$2,681.73	\$2,874.50	\$100	3.48%	0.1%	0.1%	
50	MCDONALD'S CORP	03/05/09	\$52.02	\$57.49	\$2,600.76	\$2,874.50	\$100	3.48%	0.1%	0.1%	
400					\$23,537.53	\$22,996.00	\$800	3.48%	0.7%	0.7%	
<b>TOTAL CONSUMER STAPLES</b>					\$130,917.89	\$126,696.40	\$3,494	2.76%	3.6%	4.1%	
<b>CONSUMER CYCLICALS</b>											
TEXTILES/SHOES - APPAREL MFG.											
125	NKE INC -CL B	NKE	05/01/08	\$67.69	\$51.78	\$8,461.04	\$6,472.50	\$125	1.93%	0.2%	0.2%
AUTOS & AUTO PARTS OEMS											
65	TOYOTA MOTOR CORP -SPON ADR	TM	05/01/09	\$79.01	\$75.53	\$5,135.35	\$4,909.45	\$125	2.55%	0.1%	0.2%
RETAILERS											
65	AMAZON.COM INC	AMZN	05/19/09	\$75.98	\$83.66	\$4,938.54	\$5,437.90	\$0	0.00%	0.2%	0.2%
100	COSTCO WHOLESALE CORP	COST	05/30/08	\$72.47	\$45.78	\$7,247.23	\$4,578.00	\$72	1.57%	0.1%	0.1%
75	COSTCO WHOLESALE CORP		06/09/08	\$71.59	\$45.78	\$5,369.37	\$3,433.50	\$54	1.57%	0.1%	0.1%
75	COSTCO WHOLESALE CORP		11/11/08	\$51.95	\$45.78	\$3,896.15	\$3,433.50	\$54	1.57%	0.1%	0.1%
125	COSTCO WHOLESALE CORP		12/23/08	\$52.56	\$45.78	\$6,570.10	\$5,722.50	\$90	1.57%	0.2%	0.2%
75	COSTCO WHOLESALE CORP		02/10/09	\$44.45	\$45.78	\$3,333.86	\$3,433.50	\$54	1.57%	0.1%	0.1%
450					\$26,416.71	\$20,601.00	\$324	1.57%	0.6%	0.7%	
75	HOME DEPOT INC	HD	10/17/08	\$19.53	\$23.63	\$1,464.52	\$1,772.25	\$68	3.81%	0.1%	0.1%
175	HOME DEPOT INC		02/10/09	\$22.46	\$23.63	\$3,930.92	\$4,135.25	\$158	3.81%	0.1%	0.1%
175	HOME DEPOT INC		02/25/09	\$20.35	\$23.63	\$3,560.94	\$4,135.25	\$158	3.81%	0.1%	0.1%
425					\$8,956.38	\$10,042.75	\$382	3.81%	0.3%	0.3%	
285	J.C. PENNEY CO INC	JCP	11/10/08	\$20.26	\$28.71	\$5,775.23	\$8,182.35	\$228	2.79%	0.2%	0.3%
25	KOHL'S CORP	KSS	12/26/06	\$69.06	\$42.75	\$1,726.45	\$1,068.75	\$0	0.00%	0.0%	0.0%
75	KOHL'S CORP		01/08/07	\$66.24	\$42.75	\$4,967.98	\$3,206.25	\$0	0.00%	0.1%	0.1%
125	KOHL'S CORP		04/22/08	\$45.79	\$42.75	\$5,723.65	\$5,343.75	\$0	0.00%	0.2%	0.2%
75	KOHL'S CORP		09/05/08	\$50.28	\$42.75	\$3,771.37	\$3,206.25	\$0	0.00%	0.1%	0.1%
100	KOHL'S CORP		11/06/08	\$33.28	\$42.75	\$3,328.30	\$4,275.00	\$0	0.00%	0.1%	0.1%
100	KOHL'S CORP		01/23/09	\$37.63	\$42.75	\$3,763.10	\$4,275.00	\$0	0.00%	0.1%	0.1%
100	KOHL'S CORP		05/08/09	\$43.97	\$42.75	\$4,397.05	\$4,275.00	\$0	0.00%	0.1%	0.1%

Bernstein Global Wealth Management

**MENTAL WELLNESS FOUNDATION, INC (888-84260)**  
**Portfolio Valuation**

As of June 30, 2009  
 Reporting Currency: US dollars

Quantity	Ticker/Cusip	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio	% of Asset Class
600					\$27,677.90	\$25,650.00	\$0	0.00%	0.7%	0.8%
375	KROGER CO	KR 01/07/08	\$25.63	\$22.05	\$9,611.63	\$8,268.75	\$135	1.63%	0.2%	0.3%
600	LIMITED BRANDS INC	LTD 01/12/09	\$9.98	\$11.97	\$5,390.82	\$7,182.00	\$360	5.01%	0.2%	0.2%
300	LOWES COS INC	LOW 02/11/09	\$18.06	\$19.41	\$5,416.74	\$5,823.00	\$108	1.85%	0.2%	0.2%
225	LOWES COS INC	04/22/09	\$20.80	\$19.41	\$4,679.87	\$4,367.25	\$81	1.85%	0.1%	0.1%
225	LOWES COS INC	04/27/09	\$20.77	\$19.41	\$4,674.31	\$4,367.25	\$81	1.85%	0.1%	0.1%
750					\$14,770.92	\$14,557.50	\$270	1.85%	0.4%	0.5%
170	MACYS INC	M 06/04/07	\$40.33	\$11.76	\$6,855.76	\$1,999.20	\$34	1.70%	0.1%	0.1%
330	MACYS INC	05/30/08	\$23.81	\$11.76	\$7,855.82	\$3,880.80	\$66	1.70%	0.1%	0.1%
100	MACYS INC	06/02/08	\$22.93	\$11.76	\$2,293.07	\$1,176.00	\$20	1.70%	0.0%	0.0%
300	MACYS INC	07/17/08	\$17.42	\$11.76	\$5,226.78	\$3,528.00	\$60	1.70%	0.1%	0.1%
900					\$22,231.43	\$10,584.00	\$180	1.70%	0.3%	0.3%
400	SAFEWAY INC	SWY 11/24/08	\$19.28	\$20.37	\$7,710.88	\$8,148.00	\$160	1.96%	0.2%	0.3%
120	TARGET CORP	TGT 04/22/09	\$39.79	\$39.47	\$4,775.23	\$4,736.40	\$82	1.72%	0.1%	0.2%
65	TARGET CORP	05/14/09	\$41.14	\$39.47	\$2,674.37	\$2,565.55	\$44	1.72%	0.1%	0.1%
65	TARGET CORP	05/29/09	\$39.15	\$39.47	\$2,544.54	\$2,565.55	\$44	1.72%	0.1%	0.1%
75	TARGET CORP	06/26/09	\$40.13	\$39.47	\$3,010.02	\$2,960.25	\$51	1.72%	0.1%	0.1%
325					\$13,004.16	\$12,827.75	\$221	1.72%	0.4%	0.4%
95	WAL-MART STORES INC	WMT 10/01/08	\$59.77	\$48.44	\$5,678.04	\$4,601.80	\$104	2.25%	0.1%	0.1%
100	WAL-MART STORES INC	10/09/08	\$54.58	\$48.44	\$5,458.19	\$4,844.00	\$109	2.25%	0.1%	0.2%
55	WAL-MART STORES INC	01/23/09	\$48.11	\$48.44	\$2,646.25	\$2,664.20	\$60	2.25%	0.1%	0.1%
250					\$13,782.48	\$12,110.00	\$272	2.25%	0.3%	0.4%
Total					\$160,267.08	\$143,592.00	\$2,533	1.76%	4.1%	4.6%
<b>TOTAL CONSUMER CYCLICALS</b>					\$173,863.47	\$154,973.95	\$2,783	1.80%	4.4%	5.0%
<b>INDUSTRIAL RESOURCES</b>										
<b>MISC METALS</b>										
250	FREEMONT-MCMORAN COPPER	FCX 05/06/09	\$52.29	\$50.11	\$13,072.13	\$12,527.50	\$0	0.00%	0.4%	0.4%
50	FREEMONT-MCMORAN COPPER	06/05/09	\$57.49	\$50.11	\$2,874.74	\$2,505.50	\$0	0.00%	0.1%	0.1%
50	FREEMONT-MCMORAN COPPER	06/26/09	\$50.67	\$50.11	\$2,533.55	\$2,505.50	\$0	0.00%	0.1%	0.1%

Bernstein Global Wealth Management

**MENTAL WELLNESS FOUNDATION, INC (888-84260)**  
**Portfolio Valuation**

As of June 30, 2009  
 Reporting Currency: US dollars

Quantity	Ticker/Cusip	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio	% of Asset Class
350					\$18,480.42	\$17,538.50	\$0	0.00%	0.5%	0.6%
<b>STEEL</b>										
105	ARCELORMITTAL-NY REGISTERED	MT	05/27/09	\$31.51	\$33.08	\$3,308.64	\$3,473.40	\$67	1.93%	0.1%
80	NUCOR CORP	NUE	05/06/09	\$45.01	\$44.43	\$3,600.67	\$3,554.40	\$112	3.15%	0.1%
Total						\$6,909.31	\$7,027.80	\$179	2.55%	0.2%
<b>CHEMICALS</b>										
60	AIR PRODUCTS & CHEMICALS INC	APD	11/28/07	\$96.07	\$64.59	\$5,764.01	\$3,875.40	\$108	2.79%	0.1%
40	AIR PRODUCTS & CHEMICALS INC		06/05/09	\$68.11	\$64.59	\$2,724.40	\$2,583.60	\$72	2.79%	0.1%
100						\$8,488.41	\$6,459.00	\$180	2.79%	0.2%
175	DU PONT (E.I.) DE NEMOURS	DD	04/20/09	\$27.05	\$25.62	\$4,734.54	\$4,483.50	\$287	6.40%	0.1%
100	DU PONT (E.I.) DE NEMOURS		04/30/09	\$27.92	\$25.62	\$2,791.98	\$2,562.00	\$164	6.40%	0.1%
100	DU PONT (E.I.) DE NEMOURS		05/18/09	\$28.01	\$25.62	\$2,800.94	\$2,562.00	\$164	6.40%	0.1%
175	DU PONT (E.I.) DE NEMOURS		05/29/09	\$28.05	\$25.62	\$4,908.54	\$4,483.50	\$287	6.40%	0.1%
250	DU PONT (E.I.) DE NEMOURS		06/23/09	\$24.39	\$25.62	\$6,096.88	\$6,405.00	\$410	6.40%	0.2%
175	DU PONT (E.I.) DE NEMOURS		06/24/09	\$24.89	\$25.62	\$4,355.21	\$4,483.50	\$287	6.40%	0.1%
975						\$25,688.09	\$24,979.50	\$1,599	6.40%	0.7%
165	EASTMAN CHEMICAL COMPANY	EMN	11/06/08	\$39.84	\$37.90	\$6,573.79	\$6,253.50	\$290	4.64%	0.2%
Total						\$40,750.29	\$37,692.00	\$2,069	5.49%	1.1%
<b>FERTILIZERS</b>										
80	MONSANTO CO	MON	12/06/07	\$105.35	\$74.34	\$8,428.15	\$5,947.20	\$85	1.43%	0.2%
75	MONSANTO CO		08/15/08	\$112.36	\$74.34	\$8,427.33	\$5,575.50	\$80	1.43%	0.2%
155						\$16,855.48	\$11,522.70	\$164	1.43%	0.4%
<b>TOTAL INDUSTRIAL RESOURCES</b>						\$82,995.50	\$73,781.00	\$2,413	3.27%	2.1%
<b>CAPITAL EQUIPMENT</b>										
<b>ELECTRICAL EQUIPMENT</b>										
275	COOPER INDUSTRIES PLC-CL A	CBE	03/12/09	\$23.27	\$31.05	\$6,397.91	\$8,538.75	\$275	3.22%	0.2%
75	EMERSON ELECTRIC CO	EMR	10/27/08	\$30.83	\$32.40	\$2,312.22	\$2,430.00	\$99	4.07%	0.1%
250	EMERSON ELECTRIC CO		01/30/09	\$33.40	\$32.40	\$8,351.20	\$8,100.00	\$330	4.07%	0.2%
150	EMERSON ELECTRIC CO		03/06/09	\$25.37	\$32.40	\$3,805.98	\$4,860.00	\$198	4.07%	0.1%

Bernstein Global Wealth Management

**MENTAL WELLNESS FOUNDATION, INC (888-84260)**  
**Portfolio Valuation**

As of June 30, 2009  
 Reporting Currency: US dollars

Quantity	Ticker/Cusip	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio	% of Asset Class
475					\$14,469.40	\$15,390.00	\$627	4.07%	0.4%	0.5%
<b>Total</b>					<b>\$20,867.31</b>	<b>\$23,928.75</b>	<b>\$902</b>	<b>3.77%</b>	<b>0.7%</b>	<b>0.8%</b>
<b>MISC CAPITAL GOODS</b>										
80	DANAHER CORP	DHR	02/18/09	\$54.00	\$61.74	\$4,320.00	\$4,939.20	\$10	0.19%	0.1%
45	DANAHER CORP		03/06/09	\$49.96	\$61.74	\$2,248.36	\$2,778.30	\$5	0.19%	0.1%
45	DANAHER CORP		06/22/09	\$60.18	\$61.74	\$2,708.18	\$2,778.30	\$5	0.19%	0.1%
170						\$9,276.54	\$10,495.80	\$20	0.19%	0.3%
150	ILLINOIS TOOL WORKS	ITW	05/27/09	\$33.57	\$37.34	\$5,035.35	\$5,601.00	\$186	3.32%	0.2%
195	ILLINOIS TOOL WORKS		06/29/09	\$37.97	\$37.34	\$7,403.37	\$7,281.30	\$242	3.32%	0.2%
345						\$12,438.72	\$12,882.30	\$428	3.32%	0.4%
425	INGERSOLL-RAND CO LTD-CL A	IR.99	06/26/09	\$21.57	\$20.90	\$9,169.12	\$8,882.50	\$306	3.44%	0.3%
<b>Total</b>					<b>\$30,884.38</b>	<b>\$32,260.60</b>	<b>\$754</b>	<b>2.34%</b>	<b>0.9%</b>	<b>1.0%</b>
<b>DEFENSE</b>										
165	NORTHROP GRUMMAN CORP	NOC	03/26/09	\$44.54	\$45.68	\$7,348.46	\$7,537.20	\$284	3.77%	0.2%
<b>MACHINERY AGRICULTURAL</b>										
150	CATERPILLAR INC	CAT	05/27/09	\$35.24	\$33.04	\$5,285.49	\$4,956.00	\$252	5.08%	0.1%
<b>TOTAL CAPITAL EQUIPMENT</b>					<b>\$64,385.64</b>	<b>\$68,682.55</b>	<b>\$2,192</b>	<b>3.19%</b>	<b>2.0%</b>	<b>2.2%</b>
<b>TECHNOLOGY</b>										
<b>COMMUNICATION - EQUIP MFRS.</b>										
200	CISCO SYSTEMS INC	CSCO	01/22/07	\$26.51	\$18.65	\$5,301.20	\$3,730.00	\$0	0.00%	0.1%
200	CISCO SYSTEMS INC		03/14/07	\$25.62	\$18.65	\$5,123.64	\$3,730.00	\$0	0.00%	0.1%
185	CISCO SYSTEMS INC		10/18/07	\$32.58	\$18.65	\$6,027.30	\$3,450.25	\$0	0.00%	0.1%
300	CISCO SYSTEMS INC		11/26/07	\$27.83	\$18.65	\$8,347.83	\$5,595.00	\$0	0.00%	0.2%
600	CISCO SYSTEMS INC		11/28/07	\$28.23	\$18.65	\$16,938.42	\$11,190.00	\$0	0.00%	0.3%
1,485						\$41,738.41	\$27,695.25	\$0	0.00%	0.8%
350	CORNING INC	GLW	01/26/09	\$9.88	\$16.06	\$3,459.68	\$5,621.00	\$70	1.25%	0.2%
300	CORNING INC		01/27/09	\$9.61	\$16.06	\$2,883.30	\$4,818.00	\$60	1.25%	0.1%
650						\$6,342.98	\$10,439.00	\$130	1.25%	0.3%
300	NOKIA CORP-SPON ADR	NOK	10/06/08	\$16.26	\$14.58	\$4,877.22	\$4,374.00	\$118	2.70%	0.1%

Bernstein Global Wealth Management

**MENTAL WELLNESS FOUNDATION, INC (888-84260)**  
**Portfolio Valuation**

As of June 30, 2009  
 Reporting Currency: US dollars

Quantity	Ticker/Cusip	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio	% of Asset Class	
300	NOKIA CORP-SPON ADR	11/24/08	\$13.74	\$14.58	\$4,121.04	\$4,374.00	\$118	2.70%	0.1%	0.1%	
500	NOKIA CORP-SPON ADR	02/05/09	\$13.00	\$14.58	\$6,500.65	\$7,290.00	\$196	2.70%	0.2%	0.2%	
300	NOKIA CORP-SPON ADR	02/06/09	\$13.38	\$14.58	\$4,015.08	\$4,374.00	\$118	2.70%	0.1%	0.1%	
200	NOKIA CORP-SPON ADR	02/20/09	\$10.19	\$14.58	\$2,037.52	\$2,916.00	\$79	2.70%	0.1%	0.1%	
1,600					\$21,551.51	\$23,328.00	\$629	2.70%	0.7%	0.7%	
150	QUALCOMM INC	QCOM	06/24/08	\$47.58	\$45.20	\$7,136.67	\$6,780.00	\$102	1.50%	0.2%	0.2%
275	QUALCOMM INC		07/28/08	\$54.42	\$45.20	\$14,965.39	\$12,430.00	\$187	1.50%	0.4%	0.4%
100	QUALCOMM INC		09/15/08	\$47.21	\$45.20	\$4,720.99	\$4,520.00	\$68	1.50%	0.1%	0.1%
100	QUALCOMM INC		10/09/08	\$40.97	\$45.20	\$4,096.93	\$4,520.00	\$68	1.50%	0.1%	0.1%
100	QUALCOMM INC		10/27/08	\$34.88	\$45.20	\$3,487.59	\$4,520.00	\$68	1.50%	0.1%	0.1%
75	QUALCOMM INC		01/23/09	\$36.01	\$45.20	\$2,700.52	\$3,390.00	\$51	1.50%	0.1%	0.1%
100	QUALCOMM INC		03/19/09	\$37.82	\$45.20	\$3,782.31	\$4,520.00	\$68	1.50%	0.1%	0.1%
100	QUALCOMM INC		03/31/09	\$39.14	\$45.20	\$3,913.60	\$4,520.00	\$68	1.50%	0.1%	0.1%
1,000					\$44,804.00	\$45,200.00	\$680	1.50%	1.3%	1.4%	
Total					\$114,436.90	\$106,662.25	\$1,439	1.35%	3.0%	3.4%	
<b>SEMICONDUCTORS</b>											
75	ERICSSON (LM) TEL-SP ADR	ERIC	10/20/08	\$7.93	\$9.78	\$595.05	\$733.50	\$12	1.64%	0.0%	0.0%
500	ERICSSON (LM) TEL-SP ADR		12/22/08	\$7.62	\$9.78	\$3,809.05	\$4,890.00	\$80	1.64%	0.1%	0.2%
575					\$4,404.10	\$5,623.50	\$92	1.64%	0.2%	0.2%	
325	INTEL CORP	INTC	09/05/08	\$20.37	\$16.55	\$6,620.51	\$5,378.75	\$182	3.38%	0.2%	0.2%
150	INTEL CORP		03/31/09	\$15.14	\$16.55	\$2,271.26	\$2,482.50	\$84	3.38%	0.1%	0.1%
300	INTEL CORP		05/14/09	\$15.46	\$16.55	\$4,638.30	\$4,965.00	\$168	3.38%	0.1%	0.2%
425	INTEL CORP		05/29/09	\$15.50	\$16.55	\$6,585.63	\$7,033.75	\$238	3.38%	0.2%	0.2%
1,200					\$20,115.70	\$19,860.00	\$672	3.38%	0.6%	0.6%	
2,250	MOTOROLA INC	MOT	01/02/09	\$4.64	\$6.63	\$10,438.20	\$14,917.50	\$0	0.00%	0.4%	0.5%
275	TAIWAN SEMICONDUCTOR-SP ADR	TSM	05/06/09	\$11.01	\$9.41	\$3,027.89	\$2,587.75	\$108	4.16%	0.1%	0.1%
450	TAIWAN SEMICONDUCTOR-SP ADR		05/07/09	\$10.35	\$9.41	\$4,659.35	\$4,234.50	\$176	4.16%	0.1%	0.1%
725					\$7,687.24	\$6,822.25	\$283	4.16%	0.2%	0.2%	
Total					\$42,645.24	\$47,223.25	\$1,047	2.22%	1.3%	1.5%	
<b>COMPUTERS</b>											

Bernstein Global Wealth Management

**MENTAL WELLNESS FOUNDATION, INC (888-84260)**  
**Portfolio Valuation**

As of June 30, 2009  
 Reporting Currency: US dollars

Quantity	Ticker/Cusip	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio	% of Asset Class	
30	APPLE INC	06/07/06	\$59.94	\$142.43	\$1,798.26	\$4,272.90	\$0	0.00%	0.1%	0.1%	
95	APPLE INC	07/14/06	\$51.21	\$142.43	\$4,864.95	\$13,530.85	\$0	0.00%	0.4%	0.4%	
25	APPLE INC	12/11/07	\$195.97	\$142.43	\$4,899.36	\$3,560.75	\$0	0.00%	0.1%	0.1%	
80	APPLE INC	02/19/08	\$124.91	\$142.43	\$9,992.79	\$11,394.40	\$0	0.00%	0.3%	0.4%	
100	APPLE INC	04/10/08	\$152.67	\$142.43	\$15,267.10	\$14,243.00	\$0	0.00%	0.4%	0.5%	
95	APPLE INC	10/09/08	\$91.34	\$142.43	\$8,677.64	\$13,530.85	\$0	0.00%	0.4%	0.4%	
25	APPLE INC	05/14/09	\$120.88	\$142.43	\$3,021.93	\$3,560.75	\$0	0.00%	0.1%	0.1%	
450					\$48,522.03	\$64,093.50	\$0	0.00%	1.8%	2.0%	
200	HEWLETT-PACKARD CO	03/23/07	\$40.34	\$38.65	\$8,068.50	\$7,730.00	\$64	0.83%	0.2%	0.2%	
200	HEWLETT-PACKARD CO	12/06/07	\$51.71	\$38.65	\$10,341.04	\$7,730.00	\$64	0.83%	0.2%	0.2%	
100	HEWLETT-PACKARD CO	01/10/08	\$45.08	\$38.65	\$4,508.11	\$3,865.00	\$32	0.83%	0.1%	0.1%	
100	HEWLETT-PACKARD CO	03/17/08	\$45.95	\$38.65	\$4,595.44	\$3,865.00	\$32	0.83%	0.1%	0.1%	
200	HEWLETT-PACKARD CO	04/22/08	\$48.15	\$38.65	\$9,629.06	\$7,730.00	\$64	0.83%	0.2%	0.2%	
200	HEWLETT-PACKARD CO	06/03/08	\$46.58	\$38.65	\$9,316.66	\$7,730.00	\$64	0.83%	0.2%	0.2%	
100	HEWLETT-PACKARD CO	06/24/08	\$45.08	\$38.65	\$4,508.16	\$3,865.00	\$32	0.83%	0.1%	0.1%	
100	HEWLETT-PACKARD CO	07/14/08	\$41.42	\$38.65	\$4,141.69	\$3,865.00	\$32	0.83%	0.1%	0.1%	
100	HEWLETT-PACKARD CO	10/08/08	\$39.57	\$38.65	\$3,957.28	\$3,865.00	\$32	0.83%	0.1%	0.1%	
1,300					\$59,065.94	\$50,245.00	\$416	0.83%	1.4%	1.6%	
	Total				\$107,587.97	\$114,338.50	\$416	0.36%	3.2%	3.7%	
<b>COMPUTER SERVICES/SOFTWARE</b>											
125	MICROSOFT CORP	MSFT	03/31/09	\$18.46	\$23.77	\$2,306.88	\$2,971.25	\$65	2.19%	0.1%	0.1%
450	SYMANTEC CORP	SYMC	02/24/09	\$14.14	\$15.58	\$6,360.89	\$7,011.00	\$0	0.00%	0.2%	0.2%
250	SYMANTEC CORP		03/17/09	\$13.43	\$15.58	\$3,358.43	\$3,895.00	\$0	0.00%	0.1%	0.1%
200	SYMANTEC CORP		04/15/09	\$16.38	\$15.58	\$3,276.60	\$3,116.00	\$0	0.00%	0.1%	0.1%
900					\$12,995.92	\$14,022.00	\$0	0.00%	0.4%	0.4%	
	Total				\$15,302.80	\$16,993.25	\$65	0.38%	0.5%	0.5%	
<b>COMPUTER/INSTRUMENTATION</b>											
625	TYCO ELECTRONICS LTD	TEL	04/28/09	\$16.83	\$18.59	\$10,516.25	\$11,618.75	\$388	3.34%	0.3%	0.4%
225	WESTERN DIGITAL CORP	WDC	08/15/08	\$29.41	\$26.50	\$6,616.16	\$5,962.50	\$0	0.00%	0.2%	0.2%
200	WESTERN DIGITAL CORP		08/29/08	\$27.45	\$26.50	\$5,490.84	\$5,300.00	\$0	0.00%	0.2%	0.2%

Bernstein Global Wealth Management

**MENTAL WELLNESS FOUNDATION, INC (888-84260)**

Portfolio Valuation

As of June 30, 2009  
Reporting Currency: US dollars

Quantity	Ticker/Cusp	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio	% of Asset Class	
425					\$12,107.00	\$11,262.50	\$0	0.00%	0.3%	0.4%	
Total					\$22,623.25	\$22,881.25	\$388	1.69%	0.6%	0.7%	
<b>TOTAL TECHNOLOGY SERVICES</b>					\$302,596.16	\$308,098.50	\$3,355	1.09%	8.7%	9.9%	
<b>RAILROADS</b>											
100	UNION PACIFIC CORP	UNP	04/24/09	\$49.60	\$52.06	\$4,960.13	\$5,206.00	\$108	2.07%	0.1%	0.2%
<b>ENERGY</b>											
<b>ENERGY SOURCES</b>											
75	PETROLEO BRASILEIRO S.A.-AD	PBR	05/29/09	\$44.11	\$40.98	\$3,308.54	\$3,073.50	\$22	0.70%	0.1%	0.1%
<b>OFFSHORE DRILLING</b>											
150	ENSCO INTERNATIONAL INC	ESV	05/28/09	\$37.51	\$34.87	\$5,627.24	\$5,230.50	\$15	0.29%	0.1%	0.2%
<b>OIL WELL EQUIPMENT &amp; SERVICES</b>											
200	CAMERON INTERNATIONAL CORP	CAM	11/23/07	\$46.70	\$28.30	\$9,340.16	\$5,660.00	\$0	0.00%	0.2%	0.2%
275	CAMERON INTERNATIONAL CORP		03/31/09	\$22.30	\$28.30	\$6,131.65	\$7,782.50	\$0	0.00%	0.2%	0.2%
475						\$15,471.81	\$13,442.50	\$0	0.00%	0.4%	0.4%
150	NATIONAL - OILWELL INC	NOV	05/19/09	\$34.91	\$32.66	\$5,236.40	\$4,899.00	\$0	0.00%	0.1%	0.2%
75	SCHLUMBERGER LTD	SLB	04/24/06	\$68.33	\$54.11	\$5,124.90	\$4,058.25	\$63	1.55%	0.1%	0.1%
100	SCHLUMBERGER LTD		01/30/07	\$62.75	\$54.11	\$6,274.91	\$5,411.00	\$84	1.55%	0.2%	0.2%
100	SCHLUMBERGER LTD		06/12/07	\$79.95	\$54.11	\$7,995.40	\$5,411.00	\$84	1.55%	0.2%	0.2%
100	SCHLUMBERGER LTD		11/26/07	\$92.83	\$54.11	\$9,283.44	\$5,411.00	\$84	1.55%	0.2%	0.2%
200	SCHLUMBERGER LTD		11/28/07	\$90.51	\$54.11	\$18,102.88	\$10,822.00	\$168	1.55%	0.3%	0.3%
100	SCHLUMBERGER LTD		10/27/08	\$46.15	\$54.11	\$4,615.34	\$5,411.00	\$84	1.55%	0.2%	0.2%
100	SCHLUMBERGER LTD		11/13/08	\$46.23	\$54.11	\$4,623.46	\$5,411.00	\$84	1.55%	0.2%	0.2%
50	SCHLUMBERGER LTD		05/08/09	\$56.38	\$54.11	\$2,819.06	\$2,705.50	\$42	1.55%	0.1%	0.1%
825						\$58,839.39	\$44,640.75	\$693	1.55%	1.3%	1.4%
Total					\$79,547.60	\$62,982.25	\$693	1.10%	1.8%	2.0%	
<b>OIL - CRUDE PRODUCTS</b>											
50	APACHE CORP	APA	07/18/08	\$111.25	\$72.15	\$5,562.41	\$3,607.50	\$30	0.83%	0.1%	0.1%
2	APACHE CORP		07/25/08	\$109.41	\$72.15	\$218.82	\$144.30	\$1	0.83%	0.0%	0.0%
173	APACHE CORP		07/25/08	\$109.41	\$72.15	\$18,927.52	\$12,481.95	\$104	0.83%	0.4%	0.4%

Bernstein Global Wealth Management

**MENTAL WELLNESS FOUNDATION, INC (888-84260)**  
**Portfolio Valuation**

As of June 30, 2009  
 Reporting Currency: US dollars

Quantity	Ticker/Cusip	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio	% of Asset Class
50	APACHE CORP	10/10/08	\$66.28	\$72.15	\$3,314.20	\$3,607.50	\$30	0.83%	0.1%	0.1%
109	APACHE CORP	03/31/09	\$64.73	\$72.15	\$7,055.47	\$7,864.35	\$65	0.83%	0.2%	0.3%
384					\$35,078.42	\$27,705.60	\$230	0.83%	0.8%	0.9%
60	EOG RESOURCES INC	EOG 07/25/08	\$103.79	\$67.92	\$6,227.22	\$4,075.20	\$35	0.85%	0.1%	0.1%
90	EOG RESOURCES INC	01/23/09	\$63.32	\$67.92	\$5,698.74	\$6,112.80	\$52	0.85%	0.2%	0.2%
135	EOG RESOURCES INC	02/04/09	\$68.85	\$67.92	\$9,294.21	\$9,169.20	\$78	0.85%	0.3%	0.3%
75	EOG RESOURCES INC	03/31/09	\$56.93	\$67.92	\$4,269.73	\$5,094.00	\$44	0.85%	0.1%	0.2%
360					\$25,489.90	\$24,451.20	\$209	0.85%	0.7%	0.8%
<b>Total</b>					\$60,568.32	\$52,156.80	\$439	0.84%	1.5%	1.7%
<b>OILS - INTEGRATED INTERNATIONAL</b>										
60	BP PLC-SPONS ADR	BP 11/05/07	\$78.66	\$47.68	\$4,719.72	\$2,860.80	\$202	7.05%	0.1%	0.1%
160	BP PLC-SPONS ADR	01/23/08	\$61.19	\$47.68	\$9,790.02	\$7,628.80	\$538	7.05%	0.2%	0.2%
220					\$14,509.74	\$10,489.60	\$739	7.05%	0.3%	0.3%
20	CHEVRON CORP	CVX 08/18/06	\$66.52	\$66.25	\$1,330.33	\$1,325.00	\$52	3.92%	0.0%	0.0%
70	CHEVRON CORP	05/29/07	\$80.44	\$66.25	\$5,630.58	\$4,637.50	\$182	3.92%	0.1%	0.1%
100	CHEVRON CORP	06/29/07	\$84.70	\$66.25	\$8,469.66	\$6,625.00	\$260	3.92%	0.2%	0.2%
175	CHEVRON CORP	11/28/07	\$85.78	\$66.25	\$15,010.71	\$11,593.75	\$455	3.92%	0.3%	0.4%
85	CHEVRON CORP	03/24/09	\$69.70	\$66.25	\$5,924.91	\$5,631.25	\$221	3.92%	0.2%	0.2%
50	CHEVRON CORP	04/17/09	\$66.45	\$66.25	\$3,322.40	\$3,312.50	\$130	3.92%	0.1%	0.1%
500					\$39,688.59	\$33,125.00	\$1,300	3.92%	0.9%	1.1%
30	EXXON MOBIL CORP	XOM 02/22/06	\$60.49	\$69.91	\$1,814.72	\$2,097.30	\$50	2.40%	0.1%	0.1%
200	EXXON MOBIL CORP	03/22/07	\$73.90	\$69.91	\$14,780.14	\$13,982.00	\$336	2.40%	0.4%	0.4%
100	EXXON MOBIL CORP	03/26/07	\$75.20	\$69.91	\$7,520.21	\$6,991.00	\$168	2.40%	0.2%	0.2%
200	EXXON MOBIL CORP	02/22/08	\$86.60	\$69.91	\$17,319.58	\$13,982.00	\$336	2.40%	0.4%	0.4%
530					\$41,434.65	\$37,052.30	\$890	2.40%	1.1%	1.2%
40	ROYAL DUTCH SHELL PLC-ADR	RDSA 11/28/07	\$81.31	\$50.19	\$3,252.22	\$2,007.60	\$114	5.69%	0.1%	0.1%
175	ROYAL DUTCH SHELL PLC-ADR	04/08/08	\$72.59	\$50.19	\$12,702.80	\$8,783.25	\$500	5.69%	0.2%	0.3%
215					\$15,955.02	\$10,790.85	\$614	5.69%	0.3%	0.3%
<b>Total</b>					\$111,588.00	\$91,457.75	\$3,544	3.87%	2.6%	2.9%
<b>OILS - INTEGRATED DOMESTIC</b>										

Bernstein Global Wealth Management

**MENTAL WELLNESS FOUNDATION, INC (888-84260)**  
**Portfolio Valuation**

As of June 30, 2009  
 Reporting Currency US dollars

Quantity	Ticker/Cusp	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio	% of Asset Class	
75	CONOCOPHILLIPS	COP	08/29/07	\$81.05	\$42.06	\$6,078.95	\$3,154.50	\$141	4.47%	0.1%	0.1%
100	CONOCOPHILLIPS		10/29/07	\$84.81	\$42.06	\$8,480.76	\$4,206.00	\$188	4.47%	0.1%	0.1%
200	CONOCOPHILLIPS		11/28/07	\$77.40	\$42.06	\$15,480.14	\$8,412.00	\$376	4.47%	0.2%	0.3%
100	CONOCOPHILLIPS		01/23/08	\$71.21	\$42.06	\$7,120.72	\$4,206.00	\$188	4.47%	0.1%	0.1%
475						\$37,160.57	\$19,978.50	\$893	4.47%	0.6%	0.6%
45	DEVON ENERGY CORPORATION	DVN	09/15/08	\$89.72	\$54.50	\$4,037.49	\$2,452.50	\$29	1.17%	0.1%	0.1%
55	DEVON ENERGY CORPORATION		09/16/08	\$90.80	\$54.50	\$4,994.24	\$2,997.50	\$35	1.17%	0.1%	0.1%
50	DEVON ENERGY CORPORATION		10/01/08	\$89.39	\$54.50	\$4,469.32	\$2,725.00	\$32	1.17%	0.1%	0.1%
75	DEVON ENERGY CORPORATION		01/29/09	\$63.22	\$54.50	\$4,741.40	\$4,087.50	\$48	1.17%	0.1%	0.1%
50	DEVON ENERGY CORPORATION		02/17/09	\$49.19	\$54.50	\$2,459.33	\$2,725.00	\$32	1.17%	0.1%	0.1%
50	DEVON ENERGY CORPORATION		03/11/09	\$41.91	\$54.50	\$2,095.61	\$2,725.00	\$32	1.17%	0.1%	0.1%
50	DEVON ENERGY CORPORATION		03/31/09	\$45.40	\$54.50	\$2,269.91	\$2,725.00	\$32	1.17%	0.1%	0.1%
375						\$25,067.30	\$20,437.50	\$240	1.17%	0.6%	0.7%
400	NEXEN INC	NXY	05/29/09	\$24.81	\$21.65	\$9,922.16	\$8,660.00	\$66	0.76%	0.2%	0.3%
140	OCCIDENTAL PETROLEUM CORP	OXY	02/03/09	\$55.26	\$65.81	\$7,735.84	\$9,213.40	\$185	2.01%	0.3%	0.3%
85	OCCIDENTAL PETROLEUM CORP		06/24/09	\$63.99	\$65.81	\$5,439.18	\$5,593.85	\$112	2.01%	0.2%	0.2%
140	OCCIDENTAL PETROLEUM CORP		06/29/09	\$66.16	\$65.81	\$9,263.07	\$9,213.40	\$185	2.01%	0.3%	0.3%
365						\$22,438.09	\$24,020.65	\$482	2.01%	0.7%	0.8%
Total						\$94,588.12	\$73,096.65	\$1,680	2.30%	2.1%	2.3%
<b>TOTAL ENERGY</b>						\$355,227.82	\$287,997.45	\$6,393	2.22%	8.2%	9.2%
<b>MUTUAL FUNDS</b>											
		ARIIX									
9,058	ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVY FD II CL I		06/29/05	\$14.03	\$6.34	\$127,087.91	\$57,429.60	\$2,065	3.60%	1.6%	1.8%
3,040	ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVY FD II CL I		07/25/07	\$16.45	\$6.34	\$50,000.00	\$19,270.52	\$693	3.60%	0.5%	0.6%
5,224	ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVY FD II CL I		11/28/07	\$16.55	\$6.34	\$86,450.00	\$33,117.40	\$1,191	3.60%	0.9%	1.1%
5,912	ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVY FD II CL I		12/27/07	\$11.57	\$6.34	\$68,401.04	\$37,481.64	\$1,348	3.60%	1.1%	1.2%

Bernstein Global Wealth Management

**MENTAL WELLNESS FOUNDATION, INC (888-84260)**  
**Portfolio Valuation**

As of June 30, 2009  
 Reporting Currency: US dollars

Quantity	Ticker/Cusip	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio	% of Asset Class
1,447	ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVY FD II CL I	01/04/08	\$11.16	\$6.34	\$16,150.00	\$9,174.82	\$330	3.60%	0.3%	0.3%
201	ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVY FD II CL I	06/23/08	\$10.47	\$6.34	\$2,104.39	\$1,274.19	\$46	3.60%	0.0%	0.0%
201	ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVY FD II CL I	09/22/08	\$9.39	\$6.34	\$1,890.99	\$1,276.77	\$46	3.60%	0.0%	0.0%
202	ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVY FD II CL I	12/26/08	\$5.96	\$6.34	\$1,203.98	\$1,280.74	\$46	3.60%	0.0%	0.0%
248	ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVY FD II CL I	03/23/09	\$4.89	\$6.34	\$1,213.67	\$1,573.55	\$57	3.60%	0.0%	0.1%
232	ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVY FD II CL I	06/22/09	\$6.16	\$6.34	\$1,429.85	\$1,471.63	\$53	3.60%	0.0%	0.0%
25,765					\$355,931.83	\$163,350.97	\$5,874	3.60%	4.6%	5.2%
						\$2,341.15 AI				

**TOTAL DOMESTIC EQUITIES**

\$2,520,222.29    \$2,112,814.40    \$43,995    1.09%    60.0%    67.6%

**INTERNATIONAL**

**INTERNATIONAL EQUITY MUTUAL FUNDS**

Quantity	Ticker/Cusip	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio	% of Asset Class
11,939	BERNSTEIN INTERNATIONAL PORTFOLIO	02/13/01	\$17.25	\$12.51	\$205,946.81	\$149,356.18	\$4,919	3.29% ***	4.2%	4.8%
859	BERNSTEIN INTERNATIONAL PORTFOLIO	03/09/01	\$17.06	\$12.51	\$14,650.00	\$10,742.76	\$354	3.29% ***	0.3%	0.3%
2,215	BERNSTEIN INTERNATIONAL PORTFOLIO	11/15/01	\$14.76	\$12.51	\$32,700.00	\$27,715.24	\$913	3.29% ***	0.8%	0.9%
1,207	BERNSTEIN INTERNATIONAL PORTFOLIO	12/06/01	\$14.61	\$12.51	\$17,632.36	\$15,097.93	\$497	3.29% ***	0.4%	0.5%
756	BERNSTEIN INTERNATIONAL PORTFOLIO	09/12/02	\$13.23	\$12.51	\$10,000.00	\$9,455.78	\$311	3.29% ***	0.3%	0.3%
438	BERNSTEIN INTERNATIONAL PORTFOLIO	12/06/02	\$12.99	\$12.51	\$5,684.28	\$5,474.24	\$180	3.29% ***	0.2%	0.2%
334	BERNSTEIN INTERNATIONAL PORTFOLIO	12/05/03	\$17.39	\$12.51	\$5,799.68	\$4,172.17	\$137	3.29% ***	0.1%	0.1%
5,640	BERNSTEIN INTERNATIONAL PORTFOLIO	02/09/04	\$18.44	\$12.51	\$104,000.00	\$70,555.31	\$2,324	3.29% ***	2.0%	2.3%
334	BERNSTEIN INTERNATIONAL PORTFOLIO	12/10/04	\$20.17	\$12.51	\$6,746.72	\$4,184.51	\$138	3.29% ***	0.1%	0.1%

Bernstein Global Wealth Management

**MENTAL WELLNESS FOUNDATION, INC (888-84260)**  
**Portfolio Valuation**

As of June 30, 2009  
 Reporting Currency: US dollars

Quantity	Ticker/Cusip	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio	% of Asset Class
5,828	BERNSTEIN INTERNATIONAL PORTFOLIO	06/29/05	\$20.89	\$12.51	\$121,750.00	\$72,910.12	\$2,401	3.29% ***	2.1%	2.3%
597	BERNSTEIN INTERNATIONAL PORTFOLIO	12/07/05	\$23.55	\$12.51	\$14,050.08	\$7,463.54	\$246	3.29% ***	0.2%	0.2%
6,164	BERNSTEIN INTERNATIONAL PORTFOLIO	12/12/06	\$25.65	\$12.51	\$158,099.07	\$77,107.96	\$2,539	3.29% ***	2.2%	2.5%
11,980	BERNSTEIN INTERNATIONAL PORTFOLIO	11/28/07	\$28.99	\$12.51	\$347,300.00	\$149,869.71	\$4,936	3.29% ***	4.3%	4.8%
7,240	BERNSTEIN INTERNATIONAL PORTFOLIO	12/11/07	\$25.26	\$12.51	\$182,871.04	\$90,566.78	\$2,983	3.29% ***	2.6%	2.9%
7,098	BERNSTEIN INTERNATIONAL PORTFOLIO	11/24/08	\$11.68	\$12.51	\$82,900.00	\$88,791.01	\$2,924	3.29% ***	2.5%	2.8%
2,562	BERNSTEIN INTERNATIONAL PORTFOLIO	12/09/08	\$11.55	\$12.51	\$29,588.17	\$32,047.44	\$1,055	3.29% ***	0.9%	1.0%
1,952	BERNSTEIN INTERNATIONAL PORTFOLIO	01/15/09	\$11.32	\$12.51	\$22,100.00	\$24,423.24	\$804	3.29% ***	0.7%	0.8%
67,141					\$1,361,818.21	\$839,933.94	\$27,662	3.29%	23.9%	26.9%
<b>EMERGING MARKETS</b>										
<b>EMERGING MARKETS MUTUAL FUNDS</b>										
	SCBMFZ									
862	BERNSTEIN EMERGING MARKETS PORTFOLIO	12/12/06	\$36.69	\$21.61	\$31,645.07	\$18,638.58	\$437	2.35% ***	0.5%	0.6%
839	BERNSTEIN EMERGING MARKETS PORTFOLIO	11/28/07	\$51.59	\$21.61	\$43,300.00	\$18,138.94	\$426	2.35% ***	0.5%	0.6%
1,679	BERNSTEIN EMERGING MARKETS PORTFOLIO	12/11/07	\$40.96	\$21.61	\$68,784.49	\$36,289.85	\$851	2.35% ***	1.0%	1.2%
824	BERNSTEIN EMERGING MARKETS PORTFOLIO	12/09/08	\$14.72	\$21.61	\$12,122.30	\$17,796.38	\$418	2.35% ***	0.5%	0.6%
3,887	BERNSTEIN EMERGING MARKETS PORTFOLIO	01/15/09	\$14.82	\$21.61	\$57,600.00	\$84,000.58	\$1,971	2.35% ***	2.4%	2.7%
8,092					\$213,451.86	\$174,864.32	\$4,103	2.35%	5.0%	5.6%
<b>TOTAL EQUITIES</b>					<b>\$4,095,492.36</b>	<b>\$3,127,612.66</b>	<b>\$75,759</b>	<b>2.42%</b>	<b>88.8%</b>	<b>100%</b>

Bernstein Global Wealth Management

**MENTAL WELLNESS FOUNDATION, INC (888-84260)**  
**Portfolio Valuation**

As of June 30, 2009  
 Reporting Currency: US dollars

Quantity	Ticker/Cusip	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio	% of Asset Class
<b>NET PORTFOLIO VALUE</b>					<b>\$4,504,195.64</b>	<b>\$3,521,455.13</b>	<b>\$94,042</b>	<b>2.70%</b>	<b>100.0%</b>	

AI = Accrued Income (interest and dividends)

Total portfolio cost includes the reinvestment of interest, dividends and capital gains distributions as well as sale proceeds and therefore is not equivalent to the capital you have invested in this account.

The above quantity rounds your fund shares to the nearest whole share. For the fractional shares held, see your monthly brokerage statement.

\*\* Fixed Income fund yields are calculated using the 30 day S.E.C. yield. Municipal yields may include a portion of taxable income. Estimated annual income for the fixed income portfolios is based on the monthly income dividends and does not include capital gains distributions. Therefore yield will differ from estimated annual income.

\*\*\* International and Emerging Market Fund yields are estimated based on the current dividends of the foreign stocks in the fund, net of estimated fund expenses. The actual fund dividend can vary significantly due to gains and losses on foreign currency transactions. The S.E.C. yield calculation is not available.

The Mental Wellness Foundation, Inc.  
 EIN 52-2287352  
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**MENTAL WELLNESS FOUNDATION, INC (888-84260)**  
**Capital Gains**

July 01, 2008 to June 30, 2009  
 Reporting Currency: US dollars

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain Or Loss
<b>Short Term</b>								
11/09/2007	07/01/2008	75	NOKIA CORP-SPON ADR	23.77	38.18	1,782.49	2,863.25	-1,080.76
11/28/2007	07/01/2008	275	NOKIA CORP-SPON ADR	23.77	39.27	6,535.79	10,798.45	-4,262.66
08/10/2007	07/01/2008	135	PARKER HANNIFIN CORP	70.48	62.10	9,514.71	8,383.82	1,130.89
08/09/2007	07/03/2008	50	NORTHROP GRUMMAN CORP	66.12	75.65	3,306.12	3,782.35	-476.23
08/14/2007	07/03/2008	25	NORTHROP GRUMMAN CORP	66.12	77.65	1,653.06	1,941.23	-288.17
11/02/2007	07/07/2008	95	CATERPILLAR INC	71.16	74.05	6,760.49	7,034.43	-273.94
11/29/2007	07/07/2008	105	CATERPILLAR INC	71.16	71.71	7,472.13	7,529.07	-56.94
09/25/2007	07/08/2008	150	VODAFONE GROUP PLC-SP ADR	30.65	34.95	4,597.77	5,242.09	-644.32
02/22/2008	07/08/2008	75	VODAFONE GROUP PLC-SP ADR	30.65	32.15	2,298.89	2,411.07	-112.18
09/25/2007	07/08/2008	50	VODAFONE GROUP PLC-SP ADR	30.65	34.95	1,532.59	1,747.37	-214.78
02/19/2008	07/09/2008	125	VMWARE INC-CLASS A	38.89	59.83	4,860.90	7,478.73	-2,617.83
10/16/2007	07/10/2008	363	NVIDIA CORP	11.83	36.81	4,294.40	13,360.47	-9,066.07
11/23/2007	07/10/2008	200	NVIDIA CORP	11.83	29.84	2,366.06	5,968.00	-3,601.94
12/07/2007	07/10/2008	100	NVIDIA CORP	11.83	33.85	1,183.03	3,384.62	-2,201.59
03/25/2008	07/11/2008	400	FANNIE MAE	9.97	31.00	3,986.40	12,399.84	-8,413.44
04/21/2008	07/11/2008	200	SCHERING-PLOUGH CORP	21.38	17.16	4,276.00	3,431.56	844.44
04/22/2008	07/14/2008	300	NVIDIA CORP	11.20	19.40	3,359.88	5,821.35	-2,461.47
03/05/2008	07/14/2008	200	NVIDIA CORP	11.20	21.21	2,239.92	4,242.58	-2,002.66
12/07/2007	07/14/2008	100	NVIDIA CORP	11.20	33.85	1,119.96	3,384.62	-2,264.66
02/22/2008	07/16/2008	125	VODAFONE GROUP PLC-SP ADR	29.21	32.15	3,651.61	4,018.45	-366.84
02/28/2008	07/18/2008	50	NOKIA CORP-SPON ADR	27.53	37.91	1,376.71	1,895.34	-518.63
11/28/2007	07/18/2008	150	NOKIA CORP-SPON ADR	27.53	39.27	4,130.11	5,890.07	-1,759.96
11/28/2007	07/21/2008	55	BAKER HUGHES INC	83.09	79.83	4,569.78	4,390.38	179.40
11/28/2007	07/22/2008	45	BAKER HUGHES INC	86.78	79.83	3,905.23	3,592.14	313.09
12/06/2007	07/22/2008	150	YUM! BRANDS INC	35.07	38.23	5,260.76	5,734.98	-474.22
12/19/2007	07/23/2008	350	ALCOA INC	33.41	34.55	11,691.89	12,091.45	-399.56
05/30/2008	07/23/2008	25	COSTCO WHOLESALE CORP	63.31	72.47	1,582.81	1,811.80	-228.99
01/30/2008	07/23/2008	150	COSTCO WHOLESALE CORP	63.31	66.42	9,496.83	9,963.65	-466.82
01/07/2008	07/23/2008	175	KROGER CO	28.50	25.63	4,987.24	4,485.42	501.82
08/23/2007	07/23/2008	5	METLIFE INC	53.88	66.38	269.42	331.92	-62.50
12/06/2007	08/05/2008	50	RESEARCH IN MOTION	120.56	102.54	6,027.82	5,126.79	901.03

Bernstein Global Wealth Management

MENTAL WELLNESS FOUNDATION, INC (888-84260)

July 01, 2008 to June 30, 2009  
Reporting Currency: US dollars

Capital Gains

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain Or Loss
11/28/2007	08/07/2008	90	NORTHROP GRUMMAN CORP	68.12	78.75	6,130.69	7,087.54	-956.85
08/14/2007	08/07/2008	25	NORTHROP GRUMMAN CORP	68.12	77.65	1,702.97	1,941.23	-238.26
05/27/2008	08/08/2008	22	RIO TINTO PLC-SPON ADR	356.96	490.97	7,853.06	10,801.28	-2,948.22
11/06/2007	08/08/2008	75	TEXTRON INC	43.42	69.53	3,256.63	5,214.62	-1,957.99
11/28/2007	08/08/2008	75	TEXTRON INC	43.42	67.03	3,256.63	5,026.98	-1,770.35
02/06/2008	08/08/2008	25	TEXTRON INC	43.42	55.04	1,085.54	1,376.06	-290.52
02/28/2008	08/15/2008	150	NOKIA CORP-SPON ADR	25.43	37.91	3,814.28	5,686.04	-1,871.76
07/08/2008	08/28/2008	65	AMGEN INC	63.92	50.09	4,154.68	3,256.12	898.56
04/17/2008	09/05/2008	50	TRANSOCEAN INC	121.58	152.00	6,078.83	7,600.09	-1,521.26
04/24/2008	09/05/2008	25	TRANSOCEAN INC	121.58	152.41	3,039.42	3,810.17	-770.75
04/24/2008	09/08/2008	120	FOSTER WHEELER LTD	39.81	67.73	4,776.92	8,127.59	-3,350.67
02/06/2008	09/08/2008	50	TEXTRON INC	39.20	55.04	1,960.07	2,752.12	-792.05
03/05/2008	09/08/2008	150	TEXTRON INC	39.20	55.98	5,880.23	8,396.76	-2,516.53
06/09/2008	09/11/2008	200	LEHMAN BROTHERS HOLDINGS INC	4.04	28.00	807.34	5,600.00	-4,792.66
03/17/2008	09/12/2008	75	MEMC ELECTRONIC MATERIALS	32.85	80.30	2,463.63	6,022.79	-3,559.16
01/30/2008	09/12/2008	100	MEMC ELECTRONIC MATERIALS	32.85	74.77	3,284.84	7,476.83	-4,191.99
05/27/2008	09/12/2008	75	SALESFORCE COM INC	57.37	67.68	4,302.69	5,076.29	-773.60
05/13/2008	09/15/2008	175	MERRILL LYNCH & CO	21.15	48.75	3,701.06	8,532.04	-4,830.98
11/28/2007	09/15/2008	450	VERIZON COMMUNICATIONS INC	33.83	42.19	15,221.48	18,987.37	-3,765.89
05/28/2008	09/16/2008	300	STARBUCKS CORP	15.75	17.64	4,725.54	5,291.37	-565.83
03/14/2008	09/17/2008	350	FREDDIE MAC	0.28	21.11	96.25	7,387.00	-7,290.75
04/22/2008	09/17/2008	90	GOLDMAN SACHS GROUP INC	107.30	179.28	9,656.62	16,135.32	-6,478.70
03/14/2008	09/18/2008	225	FANNIE MAE	0.45	22.52	102.06	5,066.10	-4,964.04
09/25/2007	09/25/2008	200	MOTORS LIQUIDATION CO	10.10	34.46	2,020.40	6,892.54	-4,872.14
11/07/2007	09/25/2008	200	MOTORS LIQUIDATION CO	10.10	34.63	2,020.40	6,925.94	-4,905.54
09/28/2007	09/25/2008	100	MOTORS LIQUIDATION CO	10.10	36.60	1,010.20	3,659.55	-2,649.35
10/30/2007	09/25/2008	100	MOTORS LIQUIDATION CO	10.10	38.44	1,010.20	3,844.03	-2,833.83
03/17/2008	09/25/2008	75	MEMC ELECTRONIC MATERIALS	31.28	80.30	2,345.90	6,022.80	-3,676.90
06/06/2008	09/25/2008	125	MEMC ELECTRONIC MATERIALS	31.28	65.56	3,909.82	8,194.79	-4,284.97
04/22/2008	09/25/2008	100	MEMC ELECTRONIC MATERIALS	31.28	73.85	3,127.86	7,385.42	-4,257.56
01/30/2008	09/26/2008	25	RESEARCH IN MOTION	71.08	92.29	1,777.02	2,307.23	-530.21
12/06/2007	09/26/2008	175	RESEARCH IN MOTION	71.08	102.54	12,439.10	17,943.77	-5,504.67

Bernstein Global Wealth Management

**MENTAL WELLNESS FOUNDATION, INC (888-84260)**

July 01, 2008 to June 30, 2009

**Capital Gains**

Reporting Currency: US dollars

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain Or Loss
04/22/2008	09/26/2008	300	WACHOVIA CORP	8.78	26.07	2,632.80	7,820.22	-5,187.42
04/22/2008	09/29/2008	500	WACHOVIA CORP	1.86	26.07	928.85	13,033.70	-12,104.85
06/02/2008	09/29/2008	300	WACHOVIA CORP	1.86	22.96	557.31	6,888.60	-6,331.29
11/28/2007	09/30/2008	105	WRIGLEY WM JR CO	79.50	63.42	8,347.66	6,659.56	1,688.10
10/16/2007	10/02/2008	50	EOG RESOURCES INC	81.54	81.79	4,076.87	4,089.33	-12.46
07/11/2008	10/06/2008	150	ELECTRONIC ARTS INC	29.85	44.46	4,478.19	6,669.17	-2,190.98
11/28/2007	10/07/2008	95	WRIGLEY WM JR CO	80.00	63.42	7,600.00	6,025.32	1,574.68
02/28/2008	10/07/2008	175	WRIGLEY WM JR CO	80.00	60.76	14,000.00	10,632.28	3,367.72
11/28/2007	10/08/2008	400	BROADCOM CORP-CL A	15.20	27.59	6,078.84	11,036.20	-4,957.36
11/30/2007	10/08/2008	200	DOW CHEMICAL	28.51	41.78	5,701.48	8,356.94	-2,655.46
10/17/2007	10/10/2008	300	DEERE & CO	36.90	75.74	11,069.52	22,722.74	-11,653.22
12/06/2007	10/10/2008	25	DEERE & CO	36.90	89.74	922.46	2,243.43	-1,320.97
11/28/2007	10/14/2008	135	JPMORGAN CHASE & CO	41.02	43.74	5,537.84	5,904.64	-366.80
11/28/2007	10/16/2008	200	HONEYWELL INTERNATIONAL INC	29.28	55.55	5,855.16	11,109.18	-5,254.02
06/09/2008	10/17/2008	30	TRANSOCEAN INC	69.17	145.87	2,075.25	4,376.18	-2,300.93
04/24/2008	10/17/2008	20	TRANSOCEAN INC	69.17	152.41	1,383.50	3,048.15	-1,664.65
12/19/2007	10/31/2008	350	ALCOA INC	11.45	34.55	4,006.28	12,091.45	-8,085.17
01/30/2008	10/31/2008	75	RESEARCH IN MOTION	50.75	92.29	3,805.91	6,921.69	-3,115.78
03/13/2008	10/31/2008	50	RESEARCH IN MOTION	50.75	102.93	2,537.27	5,146.40	-2,609.13
04/10/2008	10/31/2008	50	RESEARCH IN MOTION	50.75	119.23	2,537.27	5,961.73	-3,424.46
11/28/2007	11/04/2008	110	NORTHROP GRUMMAN CORP	48.03	78.75	5,283.69	8,662.56	-3,378.87
11/13/2007	11/06/2008	125	AIR PRODUCTS & CHEMICALS INC	55.98	95.86	6,997.55	11,982.55	-4,985.00
11/28/2007	11/10/2008	165	FLUOR CORP	39.94	71.63	6,589.29	11,819.30	-5,230.01
06/19/2008	11/11/2008	75	AMERICA MOVIL-ADR SERIES L	31.01	54.04	2,325.77	4,053.12	-1,727.35
06/17/2008	11/11/2008	150	AMERICA MOVIL-ADR SERIES L	31.01	55.54	4,651.53	8,331.68	-3,680.15
04/10/2008	11/11/2008	50	RESEARCH IN MOTION	46.27	119.23	2,313.49	5,961.74	-3,648.25
04/24/2008	11/14/2008	65	NATIONAL - OILWELL INC	26.55	72.25	1,725.88	4,696.05	-2,970.17
04/25/2008	11/14/2008	60	NATIONAL - OILWELL INC	26.55	73.36	1,593.13	4,401.41	-2,808.28
07/08/2008	11/14/2008	50	NATIONAL - OILWELL INC	26.55	80.73	1,327.61	4,036.41	-2,708.80
11/29/2007	11/19/2008	100	DU PONT (E.I.) DE NEMOURS	26.28	45.98	2,627.60	4,598.10	-1,970.50
06/19/2008	11/21/2008	100	AMERICA MOVIL-ADR SERIES L	28.42	54.04	2,842.06	5,404.16	-2,562.10
03/13/2008	11/21/2008	175	ASHLAND INC	10.76	46.58	1,882.69	8,150.73	-6,268.04

Bernstein Global Wealth Management

The Mental Wellness Foundation, Inc.

EIN 52-2287352

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Part IV Capital Gains and Losses

**MENTAL WELLNESS FOUNDATION, INC (888-84260)**

July 01, 2008 to June 30, 2009  
Reporting Currency: US dollars

**Capital Gains**

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain Or Loss
11/28/2007	11/21/2008	15	AIR PRODUCTS & CHEMICALS INC	42.71	96.07	640.70	1,441.00	-800.30
05/02/2008	11/21/2008	50	BAXTER INTERNATIONAL INC	48.74	62.79	2,437.11	3,139.71	-702.60
04/17/2008	11/21/2008	50	BECTON DICKINSON & CO	60.18	82.78	3,009.17	4,138.82	-1,129.65
05/30/2008	11/21/2008	50	COSTCO WHOLESALE CORP	45.41	72.47	2,270.36	3,623.61	-1,353.25
11/28/2007	11/21/2008	15	EOG RESOURCES INC	66.05	82.89	990.69	1,243.30	-252.61
11/28/2007	11/21/2008	100	HONEYWELL INTERNATIONAL INC	23.68	55.55	2,367.98	5,554.59	-3,186.61
09/26/2008	11/21/2008	165	JPMORGAN CHASE & CO	23.64	40.50	3,900.68	6,682.50	-2,781.82
11/28/2007	11/21/2008	75	MICROSOFT CORP	18.01	33.42	1,350.56	2,506.27	-1,155.71
11/28/2007	11/21/2008	60	PROCTER & GAMBLE CO	59.46	73.43	3,567.34	4,405.95	-838.61
06/19/2008	11/21/2008	75	QUALCOMM INC	29.76	49.32	2,231.74	3,699.23	-1,467.49
02/11/2008	11/21/2008	80	WAL-MART STORES INC	50.91	48.67	4,072.72	3,893.99	178.73
05/05/2008	12/15/2008	125	RYDER SYSTEM INC	32.94	71.03	4,117.49	8,878.14	-4,760.65
06/02/2008	12/16/2008	450	CENTEX CORP	11.88	18.73	5,346.18	8,430.53	-3,084.35
05/07/2008	12/17/2008	50	BAXTER INTERNATIONAL INC	53.50	62.05	2,674.97	3,102.72	-427.75
05/02/2008	12/17/2008	25	BAXTER INTERNATIONAL INC	53.50	62.79	1,337.48	1,569.86	-232.38
10/27/2008	12/30/2008	70	KELLOGG CO	42.67	48.22	2,986.55	3,375.10	-388.55
09/15/2008	12/30/2008	105	KELLOGG CO	42.67	55.77	4,479.83	5,855.96	-1,376.13
04/22/2008	01/05/2009	100	UNION PACIFIC CORP	51.12	68.37	5,112.09	6,837.13	-1,725.04
04/17/2008	01/09/2009	50	BECTON DICKINSON & CO	71.74	82.78	3,587.11	4,138.83	-551.72
07/15/2008	01/09/2009	25	BECTON DICKINSON & CO	71.74	79.83	1,793.56	1,995.64	-202.08
10/23/2008	01/09/2009	150	DOMINION RESOURCES INC/VA	35.23	35.00	5,284.56	5,250.42	34.14
11/24/2008	01/09/2009	725	GENERAL ELECTRIC CO	16.01	15.06	11,607.54	10,915.75	691.79
04/30/2008	01/09/2009	150	GENERAL ELECTRIC CO	16.01	33.02	2,401.56	4,953.47	-2,551.91
04/11/2008	01/09/2009	360	REPUBLIC SERVICES INC	25.57	24.89	9,206.32	8,959.36	246.96
04/21/2008	01/09/2009	600	SCHERING-PLOUGH CORP	18.21	17.16	10,925.52	10,294.68	630.84
02/01/2008	01/15/2009	700	CITIGROUP INC	3.81	29.00	2,666.65	20,299.02	-17,632.37
02/07/2008	01/15/2009	150	CITIGROUP INC	3.81	26.73	571.43	4,009.98	-3,438.55
12/30/2008	01/30/2009	375	TEXTRON INC	8.94	12.76	3,352.46	4,785.86	-1,433.40
12/23/2008	02/02/2009	100	AFLAC INC	23.15	44.87	2,315.41	4,487.29	-2,171.88
01/16/2009	02/03/2009	175	JUNIPER NETWORKS INC	14.30	16.53	2,502.08	2,891.95	-389.87
06/10/2008	02/04/2009	50	HARTFORD FINANCIAL SVCS GRP	15.19	71.91	759.26	3,595.67	-2,836.41
02/27/2008	02/06/2009	400	CITIGROUP INC	3.93	25.46	1,570.08	10,184.80	-8,614.72

Bernstein Global Wealth Management

**MENTAL WELLNESS FOUNDATION, INC (888-84260)**

July 01, 2008 to June 30, 2009

**Capital Gains**

Reporting Currency: US dollars

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain Or Loss
09/22/2008	02/06/2009	250	CITIGROUP INC	3.93	20.01	981.30	5,001.30	-4,020.00
02/12/2008	02/06/2009	200	CITIGROUP INC	3.93	26.47	785.04	5,293.82	-4,508.78
02/07/2008	02/06/2009	150	CITIGROUP INC	3.93	26.73	588.78	4,009.98	-3,421.20
02/19/2008	02/06/2009	20	CME GROUP INC	189.25	528.94	3,785.08	10,578.72	-6,793.64
02/28/2008	02/06/2009	1	CME GROUP INC	189.25	516.73	189.25	516.73	-327.48
09/15/2008	02/11/2009	50	PROCTER & GAMBLE CO	51.02	73.15	2,551.20	3,657.42	-1,106.22
10/20/2008	02/13/2009	900	ERICSSON (LM) TEL-SP ADR	8.63	7.93	7,769.16	7,140.51	628.65
10/20/2008	02/13/2009	15	ERICSSON (LM) TEL-SP ADR	8.63	7.93	129.49	119.00	10.49
09/29/2008	02/17/2009	450	ACTIVISION BLIZZARD INC	9.53	16.19	4,286.79	7,286.27	-2,999.48
12/23/2008	02/17/2009	250	ACTIVISION BLIZZARD INC	9.53	9.15	2,381.55	2,287.80	93.75
01/20/2009	02/23/2009	800	WELLS FARGO & COMPANY	11.49	15.89	9,190.08	12,711.12	-3,521.04
07/09/2008	02/24/2009	200	BANK OF AMERICA CORP	4.53	23.86	905.92	4,771.36	-3,865.44
04/21/2008	03/05/2009	5	SUPERVALU INC	15.43	30.46	77.13	152.28	-75.15
04/21/2008	03/05/2009	5	SUPERVALU INC	15.43	30.46	77.13	152.28	-75.15
04/21/2008	03/05/2009	25	SUPERVALU INC	15.43	30.46	385.63	761.40	-375.77
04/21/2008	03/05/2009	5	SUPERVALU INC	15.43	30.46	77.13	152.28	-75.15
04/21/2008	03/05/2009	5	SUPERVALU INC	15.43	30.46	77.13	152.28	-75.15
12/26/2008	03/18/2009	900	FIFTH THIRD BANCORP	2.16	7.71	1,942.74	6,939.27	-4,996.53
11/10/2008	03/18/2009	45	J.C. PENNEY CO INC	17.89	20.26	805.10	911.87	-106.77
11/10/2008	03/18/2009	5	J.C. PENNEY CO INC	17.89	20.26	89.46	101.31	-11.85
05/12/2008	03/20/2009	400	AMERICAN INTERNATIONAL GROUP	1.22	38.00	487.88	15,200.00	-14,712.12
04/21/2008	03/20/2009	100	AMERICAN INTERNATIONAL GROUP	1.22	47.78	121.97	4,778.13	-4,656.16
01/07/2009	03/23/2009	200	BANK OF AMERICA CORP	7.37	13.98	1,474.44	2,796.52	-1,322.08
12/31/2008	03/23/2009	125	BANK OF AMERICA CORP	7.37	13.30	921.53	1,662.74	-741.21
12/31/2008	03/23/2009	475	BANK OF AMERICA CORP	7.37	13.30	3,501.80	6,318.40	-2,816.60
09/05/2008	03/24/2009	555	NVIDIA CORP	9.91	11.60	5,502.27	6,438.88	-936.61
09/05/2008	03/24/2009	5	NVIDIA CORP	9.91	11.60	49.57	58.00	-8.43
10/01/2008	03/26/2009	75	GENENTECH INC	95.00	87.00	7,125.00	6,524.71	600.29
10/09/2008	03/26/2009	75	GENENTECH INC	95.00	80.82	7,125.00	6,061.71	1,063.29
02/10/2009	03/26/2009	110	GENENTECH INC	95.00	83.30	10,450.00	9,163.31	1,286.69
11/13/2008	03/26/2009	100	GENENTECH INC	95.00	80.85	9,500.00	8,084.66	1,415.34
04/21/2008	04/02/2009	230	SUPERVALU INC	14.88	30.46	3,421.48	7,004.91	-3,583.43

Bernstein Global Wealth Management

**MENTAL WELLNESS FOUNDATION, INC (888-84260)**

July 01, 2008 to June 30, 2009

**Capital Gains**

Reporting Currency: US dollars

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain Or Loss
11/07/2008	04/06/2009	85	BUNGE LTD	58.10	43.36	4,938.16	3,685.90	1,252.26
05/16/2008	04/07/2009	600	GANNETT CO	2.75	29.86	1,652.46	17,913.54	-16,261.08
07/09/2008	04/07/2009	200	GANNETT CO	2.75	19.50	550.82	3,900.62	-3,349.80
01/26/2009	04/09/2009	450	CORNING INC	15.21	9.88	6,844.41	4,448.16	2,396.25
10/06/2008	04/09/2009	200	NOKIA CORP-SPON ADR	13.65	16.26	2,729.58	3,251.48	-521.90
08/28/2008	04/09/2009	250	WYETH	42.30	43.10	10,574.38	10,774.63	-200.25
11/07/2008	04/13/2009	40	BUNGE LTD	57.30	43.36	2,291.83	1,734.55	557.28
12/05/2008	04/13/2009	30	BUNGE LTD	57.30	34.54	1,718.87	1,036.11	682.76
11/10/2008	04/13/2009	90	JC PENNEY CO INC	26.41	20.26	2,377.23	1,823.75	553.48
12/29/2008	04/14/2009	200	TJX COMPANIES INC	27.09	19.71	5,417.78	3,942.82	1,474.96
12/29/2008	04/14/2009	5	TJX COMPANIES INC	27.09	19.71	135.44	98.57	36.87
12/29/2008	04/14/2009	5	TJX COMPANIES INC	27.09	19.71	135.44	98.57	36.87
09/15/2008	04/21/2009	40	LOCKHEED MARTIN CORP	76.07	116.24	3,042.87	4,649.75	-1,606.88
10/28/2008	04/21/2009	15	LOCKHEED MARTIN CORP	76.07	73.98	1,141.07	1,109.65	31.42
10/06/2008	04/22/2009	200	NOKIA CORP-SPON ADR	14.86	16.26	2,972.20	3,251.48	-279.28
02/10/2009	04/24/2009	125	MICROSOFT CORP	19.70	18.98	2,462.80	2,371.95	90.85
11/24/2008	04/24/2009	70	TOYOTA MOTOR CORP -SPON ADR	80.40	66.09	5,628.08	4,626.47	1,001.61
11/24/2008	04/24/2009	60	TOYOTA MOTOR CORP -SPON ADR	80.40	66.09	4,824.07	3,965.56	858.51
08/08/2008	04/24/2009	65	WAL-MART STORES INC	49.17	57.47	3,196.36	3,735.24	-538.88
10/01/2008	04/24/2009	55	WAL-MART STORES INC	49.17	59.77	2,704.61	3,287.27	-582.66
03/31/2009	04/28/2009	30	MICROSOFT CORP	20.08	18.46	602.37	553.65	48.72
03/06/2009	04/28/2009	150	MICROSOFT CORP	20.08	15.32	3,011.85	2,298.33	713.52
12/29/2008	04/29/2009	95	TJX COMPANIES INC	28.20	19.71	2,678.90	1,872.84	806.06
03/31/2009	04/30/2009	100	PACCAR INC	35.31	25.57	3,531.44	2,556.78	974.66
07/28/2008	05/01/2009	50	BECTON DICKINSON & CO	61.06	85.09	3,052.76	4,254.70	-1,201.94
07/15/2008	05/01/2009	50	BECTON DICKINSON & CO	61.06	79.83	3,052.76	3,991.28	-938.52
08/15/2008	05/01/2009	10	BECTON DICKINSON & CO	61.06	87.29	610.55	872.87	-262.32
05/06/2008	05/01/2009	45	COCA-COLA CO/THE	42.34	58.30	1,905.38	2,623.64	-718.26
10/20/2008	05/01/2009	510	ERICSSON (LM) TEL-SP ADR	8.33	7.93	4,246.67	4,046.29	200.38
03/31/2009	05/01/2009	185	MICROSOFT CORP	20.00	18.45	3,700.46	3,414.17	286.29
09/16/2008	05/01/2009	400	NVIDIA CORP	11.73	9.43	4,691.40	3,772.40	919.00
09/05/2008	05/01/2009	40	NVIDIA CORP	11.73	11.60	469.14	464.08	5.06

Bernstein Global Wealth Management

**MENTAL WELLNESS FOUNDATION, INC (888-84260)**

July 01, 2008 to June 30, 2009  
Reporting Currency: US dollars

**Capital Gains**

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain Or Loss
10/01/2008	05/04/2009	75	WAL-MART STORES INC	50.78	59.77	3,808.66	4,482.65	-673.99
08/15/2008	05/05/2009	65	BECTON DICKINSON & CO	61.17	87.29	3,976.34	5,673.67	-1,697.33
09/29/2008	05/05/2009	5	COLGATE-PALMOLIVE CO	61.70	77.01	308.52	385.06	-76.54
01/16/2009	05/06/2009	95	HONEYWELL INTERNATIONAL INC	32.84	32.86	3,120.17	3,121.94	-1.77
10/28/2008	05/07/2009	45	LOCKHEED MARTIN CORP	79.35	73.98	3,570.53	3,328.98	241.55
03/31/2009	05/07/2009	160	MICROSOFT CORP	19.32	18.46	3,090.94	2,952.80	138.14
03/31/2009	05/07/2009	70	PACCAR INC	32.90	25.57	2,302.96	1,789.75	513.21
06/19/2008	05/07/2009	100	QUALCOMM INC	41.91	49.32	4,190.98	4,932.31	-741.33
03/31/2009	05/08/2009	55	JACOBS ENGINEERING GROUP INC	42.41	38.67	2,332.61	2,126.66	205.95
01/09/2009	05/08/2009	100	JACOBS ENGINEERING GROUP INC	42.41	51.89	4,241.11	5,189.47	-948.36
06/19/2008	05/11/2009	25	COCA-COLA CO/THE	42.83	53.41	1,070.73	1,335.36	-264.63
10/08/2008	05/12/2009	50	BAXTER INTERNATIONAL INC	50.83	62.01	2,541.49	3,100.62	-559.13
11/06/2008	05/12/2009	300	BRISTOL-MYERS SQUIBB CO	20.43	20.41	6,128.82	6,121.86	6.96
11/24/2008	05/12/2009	125	BRISTOL-MYERS SQUIBB CO	20.43	19.45	2,553.68	2,431.25	122.43
10/17/2008	05/12/2009	175	HOME DEPOT INC	24.54	19.53	4,294.80	3,417.21	877.59
10/27/2008	05/15/2009	125	THE WALT DISNEY CO	24.08	22.01	3,010.14	2,751.57	258.57
12/29/2008	05/18/2009	170	TJX COMPANIES INC	27.60	19.71	4,691.98	3,351.40	1,340.58
03/31/2009	05/19/2009	70	JACOBS ENGINEERING GROUP INC	40.00	38.67	2,800.25	2,706.67	93.58
06/19/2008	05/19/2009	900	MOTOROLA INC	6.13	8.12	5,518.35	7,307.91	-1,789.56
08/08/2008	05/20/2009	75	ABBOTT LABORATORIES	43.57	58.65	3,267.48	4,398.79	-1,131.31
10/27/2008	05/21/2009	200	SCHWAB (CHARLES) CORP	16.79	16.26	3,357.28	3,251.52	105.76
01/09/2009	05/21/2009	10	SCHWAB (CHARLES) CORP	16.79	15.92	167.86	159.21	8.65
10/08/2008	05/26/2009	125	METLIFE INC	30.29	26.50	3,786.14	3,312.50	473.64
11/24/2008	05/27/2009	325	SAFEWAY INC	19.97	19.28	6,489.24	6,265.09	224.15
09/15/2008	05/28/2009	75	DEVON ENERGY CORPORATION	62.77	89.72	4,708.04	6,729.14	-2,021.10
04/23/2009	05/28/2009	250	NETAPP INC	18.70	18.40	4,674.33	4,600.38	73.95
01/07/2009	05/29/2009	325	SANOI-AVENTIS ADR	31.68	32.22	10,295.35	10,471.11	-175.76
11/24/2008	05/29/2009	125	WYETH	44.63	34.07	5,578.76	4,258.31	1,320.45
01/09/2009	06/01/2009	140	SCHWAB (CHARLES) CORP	18.19	15.92	2,546.42	2,228.97	317.45
08/15/2008	06/01/2009	25	WESTERN DIGITAL CORP	25.64	29.40	641.12	735.12	-94.00
06/11/2008	06/01/2009	325	WESTERN DIGITAL CORP	25.64	38.13	8,334.53	12,392.77	-4,058.24
08/15/2008	06/01/2009	25	WESTERN DIGITAL CORP	25.64	29.40	641.12	735.12	-94.00

Bernstein Global Wealth Management

MENTAL WELLNESS FOUNDATION, INC (888-84260)

July 01, 2008 to June 30, 2009  
Reporting Currency: US dollars

Capital Gains

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain Or Loss
03/12/2009	06/05/2009	100	COOPER INDUSTRIES PLC-CL A	36.09	23.27	3,609.20	2,326.50	1,282.70
01/20/2009	06/05/2009	400	UNCOLN NATIONAL CORP	19.33	16.88	7,731.28	6,751.36	979.92
07/25/2008	06/11/2009	50	APACHE CORP	86.51	109.41	4,325.47	5,470.37	-1,144.90
01/14/2009	06/11/2009	185	ARCHER-DANIELS-MIDLAND CO	29.24	24.28	5,409.27	4,491.02	918.25
12/05/2008	06/11/2009	45	BUNGE LTD	66.64	34.54	2,998.69	1,554.18	1,444.51
01/20/2009	06/11/2009	30	BUNGE LTD	66.64	43.60	1,999.12	1,307.90	691.22
05/29/2009	06/11/2009	100	FEDEX CORP	56.67	54.76	5,667.00	5,476.39	190.61
12/05/2008	06/11/2009	5	METLIFE INC	32.47	26.46	162.34	132.31	30.03
10/08/2008	06/11/2009	125	METLIFE INC	32.47	26.50	4,058.55	3,312.50	746.05
01/02/2009	06/11/2009	650	MOTOROLA INC	6.88	4.64	4,473.82	3,015.48	1,458.34
01/20/2009	06/11/2009	340	NEWS CORP	10.67	7.53	3,629.33	2,561.15	1,068.18
03/12/2009	06/19/2009	160	AUTOLIV INC	27.36	14.50	4,377.02	2,319.84	2,057.18
11/06/2008	06/22/2009	65	AMGEN INC	51.18	59.51	3,326.41	3,868.09	-541.68
04/02/2009	06/22/2009	5	AMGEN INC	51.18	48.70	255.88	243.48	12.40
07/08/2008	06/22/2009	110	AMGEN INC	51.18	50.09	5,629.30	5,510.38	118.92
01/05/2009	06/23/2009	150	TYSON FOODS INC-CL A	12.09	8.35	1,813.33	1,251.78	561.55
07/25/2008	06/25/2009	15	EOG RESOURCES INC	68.50	103.79	1,027.48	1,556.80	-529.32
11/06/2008	06/26/2009	85	EASTMAN CHEMICAL COMPANY	37.47	39.84	3,185.04	3,386.49	-201.45
10/27/2008	06/26/2009	25	EMERSON ELECTRIC CO	33.04	30.83	826.07	770.73	55.34
*** Subtotal For Short Term						869,026.59	1,246,908.91	-377,882.32

Long Term

07/28/2005	07/08/2008	60	GENENTECH INC	77.57	89.59	4,654.41	5,375.41	-721.00
01/19/2006	07/08/2008	15	GENENTECH INC	77.57	89.69	1,163.60	1,345.35	-181.75
06/14/2007	07/08/2008	150	VODAFONE GROUP PLC-SP ADR	30.65	31.84	4,597.77	4,775.25	-177.48
01/22/2007	07/10/2008	337	NVIDIA CORP	11.83	21.38	3,986.81	7,204.26	-3,217.45
04/30/2007	07/23/2008	100	HONEYWELL INTERNATIONAL INC	52.30	54.58	5,230.37	5,458.07	-227.70
11/08/2004	07/23/2008	50	KROGER CO	28.50	16.11	1,424.92	805.65	619.27
09/12/2002	07/23/2008	195	METLIFE INC	53.88	24.95	10,507.20	4,866.00	5,641.20
10/02/2006	07/23/2008	50	VERIZON COMMUNICATIONS INC	34.86	35.86	1,743.00	1,792.78	-49.78
12/18/2006	07/23/2008	150	VERIZON COMMUNICATIONS INC	34.86	36.43	5,229.00	5,464.05	-235.05
02/09/2004	07/24/2008	50	ALCON INC	165.04	63.94	8,252.25	3,196.84	5,055.41

Bernstein Global Wealth Management

**MENTAL WELLNESS FOUNDATION, INC (888-84260)**

July 01, 2008 to June 30, 2009

**Capital Gains**

Reporting Currency: US dollars

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain Or Loss
01/13/2005	07/24/2008	75	FRANKLIN RESOURCES INC	97.62	68.93	7,321.82	5,169.97	2,151.85
02/22/2006	08/13/2008	125	EXXON MOBIL CORP	78.00	60.49	9,750.39	7,561.31	2,189.08
08/10/2006	08/26/2008	25	GENERAL ELECTRIC CO	28.30	32.49	707.41	812.29	-104.88
02/17/2004	08/26/2008	100	GENERAL ELECTRIC CO	28.30	33.11	2,829.63	3,310.60	-480.97
04/13/2006	08/26/2008	400	PFIZER INC	19.35	24.56	7,738.00	9,825.48	-2,087.48
05/16/2006	08/26/2008	300	PFIZER INC	19.35	24.92	5,803.50	7,476.18	-1,672.68
10/31/2003	08/28/2008	758	FLEXTRONICS INTL LTD	9.18	14.05	6,954.95	10,653.23	-3,698.28
10/29/2003	08/28/2008	215	FLEXTRONICS INTL LTD	9.18	17.31	1,972.71	3,722.16	-1,749.45
02/22/2006	08/29/2008	100	EXXON MOBIL CORP	81.18	60.49	8,117.79	6,049.05	2,068.74
10/27/2006	09/11/2008	125	WRIGLEY WM JR CO	79.58	52.07	9,947.68	6,508.15	3,439.53
09/15/2006	09/15/2008	46	MERRILL LYNCH & CO	21.15	77.24	972.85	3,552.92	-2,580.07
05/11/2006	09/15/2008	24	MERRILL LYNCH & CO	21.15	76.20	507.57	1,828.70	-1,321.13
12/18/2006	09/15/2008	150	VERIZON COMMUNICATIONS INC	33.83	36.43	5,073.82	5,464.05	-390.23
05/11/2006	09/17/2008	300	FREDDIE MAC	0.28	62.74	82.50	18,820.71	-18,738.21
01/06/2005	09/17/2008	150	FREDDIE MAC	0.28	71.69	41.25	10,753.49	-10,712.24
05/05/2005	09/17/2008	58	GOLDMAN SACHS GROUP INC	107.30	106.60	6,223.16	6,182.99	40.17
11/02/2006	09/17/2008	65	NYSE EURONEXT	37.37	73.71	2,428.96	4,791.41	-2,362.45
06/23/2006	09/17/2008	125	NYSE EURONEXT	37.37	60.62	4,671.09	7,577.58	-2,906.49
02/22/2006	09/18/2008	145	EXXON MOBIL CORP	76.21	60.49	11,050.84	8,771.12	2,279.72
03/23/2005	09/18/2008	200	FANNIE MAE	0.45	54.18	90.72	10,836.03	-10,745.31
01/13/2005	09/18/2008	75	FRANKLIN RESOURCES INC	90.13	68.93	6,759.88	5,169.98	1,589.90
01/25/2006	09/18/2008	35	FRANKLIN RESOURCES INC	90.13	97.84	3,154.61	3,424.53	-269.92
09/12/2006	09/19/2008	95	JPMORGAN CHASE & CO	45.21	45.65	4,295.05	4,336.52	-41.47
01/19/2006	09/19/2008	50	JPMORGAN CHASE & CO	45.21	39.21	2,260.55	1,960.66	299.89
04/12/2006	09/19/2008	5	JPMORGAN CHASE & CO	45.21	41.84	226.06	209.20	16.86
05/11/2006	09/19/2008	125	JPMORGAN CHASE & CO	45.21	45.73	5,651.39	5,716.86	-65.47
02/12/2007	09/25/2008	70	WRIGLEY WM JR CO	79.58	50.80	5,570.84	3,555.96	2,014.88
10/27/2006	09/25/2008	5	WRIGLEY WM JR CO	79.58	52.07	397.92	260.33	137.59
02/12/2007	09/30/2008	25	WRIGLEY WM JR CO	79.50	50.80	1,987.54	1,269.99	717.55
06/20/2007	10/01/2008	75	HONEYWELL INTERNATIONAL INC	39.99	57.39	2,999.18	4,304.42	-1,305.24
07/18/2007	10/01/2008	25	HONEYWELL INTERNATIONAL INC	39.99	60.55	999.73	1,513.72	-513.99
04/30/2007	10/01/2008	200	HONEYWELL INTERNATIONAL INC	39.99	54.58	7,997.82	10,916.14	-2,918.32

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The Mental Wellness Foundation, Inc.  
 EIN 52-2287352  
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 Part IV Capital Gains and Losses

**MENTAL WELLNESS FOUNDATION, INC (888-84260)**

July 01, 2008 to June 30, 2009

**Capital Gains**

Reporting Currency: US dollars

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain Or Loss
03/23/2007	10/07/2008	11	CME GROUP INC	410.77	542.50	4,518.43	5,967.52	-1,449.09
01/22/2007	10/07/2008	10	CME GROUP INC	410.77	576.18	4,107.67	5,761.80	-1,654.13
03/14/2007	10/08/2008	375	DOW CHEMICAL	28.51	43.12	10,690.27	16,169.85	-5,479.58
07/03/2007	10/08/2008	125	DOW CHEMICAL	28.51	45.17	3,563.43	5,646.74	-2,083.31
06/13/2007	10/08/2008	100	DOW CHEMICAL	28.51	44.72	2,850.74	4,472.29	-1,621.55
01/25/2006	10/13/2008	100	TARGET CORP	38.94	54.59	3,894.45	5,458.80	-1,564.35
09/12/2006	10/14/2008	30	JPMORGAN CHASE & CO	41.02	45.65	1,230.63	1,369.44	-138.81
11/03/2006	10/14/2008	100	JPMORGAN CHASE & CO	41.02	46.89	4,102.10	4,688.51	-586.41
07/18/2007	10/16/2008	100	HONEYWELL INTERNATIONAL INC	29.28	60.55	2,927.58	6,054.88	-3,127.30
08/27/2007	10/16/2008	100	HONEYWELL INTERNATIONAL INC	29.28	56.24	2,927.58	5,623.61	-2,696.03
04/13/2005	10/17/2008	13	GOOGLE INC-CL A	379.49	192.86	4,933.31	2,507.16	2,426.15
05/16/2006	10/23/2008	50	PFIZER INC	16.97	24.92	848.65	1,246.03	-397.38
06/13/2006	10/23/2008	250	PFIZER INC	16.97	23.24	4,243.25	5,810.75	-1,567.50
06/27/2006	10/23/2008	150	PFIZER INC	16.97	23.00	2,545.95	3,449.94	-903.99
11/15/2006	10/23/2008	150	PFIZER INC	16.97	26.40	2,545.95	3,959.99	-1,414.04
03/06/2007	10/30/2008	145	MACYS INC	11.55	43.99	1,674.21	6,378.38	-4,704.17
06/04/2007	10/30/2008	130	MACYS INC	11.55	40.33	1,501.02	5,242.64	-3,741.62
05/15/2007	10/30/2008	125	MACYS INC	11.55	40.41	1,443.29	5,051.81	-3,608.52
05/07/2007	10/30/2008	100	MACYS INC	11.55	43.89	1,154.63	4,389.11	-3,234.48
05/21/2007	11/04/2008	80	MCKESSON CORP	37.68	62.19	3,014.10	4,975.12	-1,961.02
07/05/2007	11/04/2008	75	MCKESSON CORP	37.68	60.08	2,825.72	4,506.34	-1,680.62
01/25/2007	11/04/2008	145	MCKESSON CORP	37.68	55.63	5,463.07	8,066.50	-2,603.43
05/10/2007	11/07/2008	100	MEDCO HEALTH SOLUTIONS INC	39.81	37.10	3,981.43	3,709.91	271.52
01/19/2006	11/11/2008	50	AMERICA MOVIL-ADR SERIES L	31.01	32.73	1,550.51	1,636.65	-86.14
08/15/2006	11/11/2008	100	AMERICA MOVIL-ADR SERIES L	31.01	37.06	3,101.02	3,705.50	-604.48
07/25/2007	11/12/2008	2,999	14300 BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	11.67	12.97	35,000.00	38,898.88	-3,898.88
02/09/2004	11/17/2008	90	CHEVRON CORP	72.32	42.82	6,508.68	3,853.77	2,654.91
05/21/2007	11/18/2008	84	TRAVELERS COS INC/THE	40.95	55.99	3,440.16	4,702.75	-1,262.59
06/21/2007	11/18/2008	20	TRAVELERS COS INC/THE	40.95	53.02	819.09	1,060.42	-241.33
01/19/2006	11/18/2008	146	TRAVELERS COS INC/THE	40.95	46.55	5,979.33	6,796.19	-816.86
02/09/2004	11/20/2008	40	CHEVRON CORP	69.34	42.82	2,773.74	1,712.79	1,060.95
02/09/2004	11/21/2008	45	ALCON INC	68.54	63.94	3,084.48	2,877.15	207.33

Bernstein Global Wealth Management

**MENTAL WELLNESS FOUNDATION, INC (888-84260)**

July 01, 2008 to June 30, 2009  
Reporting Currency: US dollars

**Capital Gains**

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain Or Loss
04/30/2007	11/21/2008	25	ABBOTT LABORATORIES	49.30	56.57	1,232.43	1,414.33	-181.90
06/12/2007	11/21/2008	105	ABBOTT LABORATORIES	49.30	53.53	5,176.23	5,621.03	-444.80
11/13/2007	11/21/2008	25	AIR PRODUCTS & CHEMICALS INC	42.71	95.86	1,067.84	2,396.51	-1,328.67
05/05/2006	11/21/2008	75	APPLE INC	81.96	71.63	6,147.02	5,372.31	774.71
09/13/2005	11/21/2008	25	APPLE INC	81.96	51.05	2,049.01	1,276.33	772.68
03/23/2007	11/21/2008	19	CME GROUP INC	164.79	542.50	3,131.03	10,307.54	-7,176.51
04/16/2007	11/21/2008	16	CME GROUP INC	164.79	558.99	2,636.65	8,943.89	-6,307.24
05/07/2007	11/21/2008	75	CELGENE CORP	51.14	62.66	3,835.47	4,699.31	-863.84
05/10/2007	11/21/2008	55	CELGENE CORP	51.14	63.63	2,812.67	3,499.84	-687.17
11/08/2006	11/21/2008	300	CISCO SYSTEMS INC	14.88	25.04	4,464.63	7,512.63	-3,048.00
10/16/2007	11/21/2008	50	EDG RESOURCES INC	66.05	81.79	3,302.28	4,089.33	-787.05
01/25/2006	11/21/2008	50	FRANKLIN RESOURCES INC	49.86	97.84	2,492.95	4,892.19	-2,399.24
01/19/2006	11/21/2008	110	GENENTECH INC	73.66	89.69	8,102.61	9,865.98	-1,763.37
04/13/2005	11/21/2008	12	GOOGLE INC-CL A	262.33	192.86	3,147.98	2,314.30	833.68
06/14/2005	11/21/2008	65	GILEAD SCIENCES INC	42.12	21.88	2,737.50	1,421.89	1,315.61
05/08/2003	11/21/2008	300	HEWLETT-PACKARD CO	32.52	17.13	9,754.68	5,138.52	4,616.16
07/20/2006	11/21/2008	75	MONSANTO CO	67.93	42.43	5,094.44	3,182.49	1,911.95
06/23/2006	11/21/2008	60	MONSANTO CO	67.93	38.87	4,075.56	2,332.44	1,743.12
05/10/2007	11/21/2008	180	MEDCO HEALTH SOLUTIONS INC	35.97	37.10	6,474.44	6,677.83	-203.39
09/20/2006	11/21/2008	50	MCDONALD'S CORP	53.16	37.76	2,657.79	1,888.22	769.57
01/30/2007	11/21/2008	100	MICROSOFT CORP	18.01	30.35	1,800.74	3,035.48	-1,234.74
10/16/2003	11/21/2008	45	PEPSICO INC	50.01	47.72	2,250.67	2,147.46	103.21
04/24/2006	11/21/2008	125	SCHLUMBERGER LTD	40.52	68.33	5,064.69	8,541.49	-3,476.80
06/20/2007	11/21/2008	200	TEVA PHARMACEUTICAL-SP ADR	42.14	39.58	8,427.82	7,915.48	512.34
03/23/2007	11/24/2008	75	ARCELORMITTAL-NY REGISTERED	20.52	51.97	1,539.29	3,897.39	-2,358.10
11/08/2004	11/25/2008	458	FLEXTRONICS INTL LTD	2.30	17.78	1,054.45	8,141.64	-7,087.19
10/31/2003	11/25/2008	342	FLEXTRONICS INTL LTD	2.30	14.05	787.39	4,806.61	-4,019.22
11/22/2006	11/28/2008	75	CONOCOPHILLIPS	51.52	64.52	3,864.32	4,838.90	-974.58
12/08/2006	11/28/2008	25	CONOCOPHILLIPS	51.52	70.79	1,288.11	1,769.83	-481.72
02/20/2001	11/28/2008	100	CONOCOPHILLIPS	51.52	30.21	5,152.41	3,020.51	2,131.90
11/22/2006	12/05/2008	65	BP PLC-SPONS ADR	43.09	66.72	2,800.89	4,336.92	-1,536.03
12/18/2006	12/05/2008	125	BP PLC-SPONS ADR	43.09	67.26	5,386.34	8,407.26	-3,020.92

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The Mental Wellness Foundation, Inc.

EIN 52-2287352

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Part IV Capital Gains and Losses

**MENTAL WELLNESS FOUNDATION, INC (888-84260)**

July 01, 2008 to June 30, 2009

**Capital Gains**

Reporting Currency: US dollars

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain Or Loss
10/16/2007	12/05/2008	10	BP PLC-SPONS ADR	43.09	76.53	430.91	765.29	-334.38
02/09/2004	12/05/2008	55	CHEVRON CORP	69.45	42.82	3,819.91	2,355.09	1,464.82
11/28/2007	12/11/2008	100	TEVA PHARMACEUTICAL-SP ADR	42.39	44.19	4,239.37	4,419.15	-179.78
06/12/2007	12/12/2008	95	ABBOTT LABORATORIES	50.16	53.53	4,764.99	5,085.71	-320.72
11/28/2007	12/12/2008	30	ABBOTT LABORATORIES	50.16	56.14	1,504.74	1,684.15	-179.41
11/29/2007	12/16/2008	5	HARTFORD FINANCIAL SVCS GRP	16.28	93.40	81.38	467.02	-385.64
02/12/2004	12/16/2008	135	HARTFORD FINANCIAL SVCS GRP	16.28	65.50	2,197.37	8,842.79	-6,645.42
11/28/2007	12/17/2008	65	PROCTER & GAMBLE CO	61.15	73.43	3,974.78	4,773.11	-798.33
02/13/2001	12/17/2008	150	TECH DATA CORP	17.86	34.41	2,679.47	5,161.81	-2,482.34
08/23/2007	12/19/2008	75	METLIFE INC	36.72	66.38	2,754.06	4,978.84	-2,224.78
11/29/2007	12/19/2008	100	METLIFE INC	36.72	64.67	3,672.08	6,467.40	-2,795.32
11/28/2007	12/19/2008	225	TOTAL SA-SPON ADR	55.11	80.90	12,398.69	18,201.89	-5,803.20
11/29/2007	12/22/2008	325	KB HOME	14.25	19.33	4,632.19	6,281.34	-1,649.15
11/30/2007	12/26/2008	500	DOW CHEMICAL	19.28	41.78	9,638.50	20,892.35	-11,253.85
05/05/2006	01/06/2009	50	APPLE INC	94.15	71.63	4,707.29	3,581.54	1,125.75
09/05/2007	01/09/2009	6	CME GROUP INC	189.72	568.05	1,138.35	3,408.32	-2,269.97
04/16/2007	01/09/2009	14	CME GROUP INC	189.72	558.99	2,656.15	7,825.91	-5,169.76
08/10/2006	01/09/2009	325	GENERAL ELECTRIC CO	16.01	32.49	5,203.38	10,559.84	-5,356.46
05/21/2007	01/09/2009	75	TYCO INTERNATIONAL LTD	23.48	50.28	1,761.05	3,771.16	-2,010.11
01/23/2007	01/09/2009	125	TYCO INTERNATIONAL LTD	23.48	47.98	2,935.07	5,998.08	-3,063.01
11/28/2007	01/14/2009	300	SUPERVALU INC	17.13	42.83	5,139.30	12,848.30	-7,709.00
07/25/2007	01/15/2009	6,669 45600	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	11.95	12.97	79,700.00	86,502.84	-6,802.84
05/05/2006	01/15/2009	75	APPLE INC	82.85	71.63	6,214.00	5,372.33	841.67
06/07/2006	01/15/2009	20	APPLE INC	82.85	59.94	1,657.07	1,198.83	458.24
03/25/2004	01/15/2009	150	CITIGROUP INC	3.81	50.12	571.42	7,517.47	-6,946.05
02/09/2004	01/21/2009	95	ALCON INC	83.99	63.94	7,978.88	6,074.01	1,904.87
07/18/2006	01/21/2009	10	ALCON INC	83.99	94.46	839.88	944.60	-104.72
12/26/2007	01/22/2009	100	MCKESSON CORP	39.81	66.43	3,981.34	6,643.42	-2,662.08
08/24/2005	01/26/2009	3	GOOGLE INC-CL A	326.88	280.59	980.65	841.78	138.87
04/13/2005	01/26/2009	11	GOOGLE INC-CL A	326.88	192.86	3,595.70	2,121.46	1,474.24
10/11/2006	01/27/2009	250	AMERISOURCEBERGEN CORP	36.95	44.62	9,237.55	11,154.36	-1,916.81
12/03/2007	01/27/2009	150	AMERISOURCEBERGEN CORP	36.95	44.05	5,542.53	6,607.73	-1,065.20

Bernstein Global Wealth Management

**MENTAL WELLNESS FOUNDATION, INC (888-84260)**

July 01, 2008 to June 30, 2009

**Capital Gains**

Reporting Currency: US dollars

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain Or Loss
08/24/2005	01/30/2009	11	GOOGLE INC-CL A	340.54	280.60	3,745.96	3,086.55	659.41
08/23/2007	02/02/2009	25	CONOCOPHILLIPS	45.98	78.97	1,149.61	1,974.15	-824.54
12/08/2006	02/02/2009	200	CONOCOPHILLIPS	45.98	70.79	9,196.90	14,158.69	-4,961.79
08/29/2007	02/02/2009	50	CONOCOPHILLIPS	45.98	81.05	2,299.23	4,052.63	-1,753.40
08/23/2007	02/02/2009	50	CONOCOPHILLIPS	45.98	78.97	2,299.22	3,948.31	-1,649.09
11/05/2007	02/03/2009	75	BP PLC-SPONS ADR	42.02	78.66	3,151.54	5,899.65	-2,748.11
10/16/2007	02/03/2009	200	BP PLC-SPONS ADR	42.02	76.53	8,404.10	15,305.95	-6,901.85
11/05/2007	02/03/2009	5	BP PLC-SPONS ADR	42.02	78.66	210.10	393.31	-183.21
11/29/2007	02/04/2009	110	HARTFORD FINANCIAL SVCS GRP	15.19	93.40	1,670.37	10,274.49	-8,604.12
09/05/2007	02/06/2009	9	CME GROUP INC	189.25	568.06	1,703.29	5,112.50	-3,409.21
01/25/2008	02/06/2009	10	CME GROUP INC	189.25	636.87	1,892.54	6,368.68	-4,476.14
06/14/2005	02/06/2009	160	GILEAD SCIENCES INC	52.57	21.88	8,411.81	3,500.06	4,911.75
07/20/2006	02/06/2009	60	MONSANTO CO	84.14	42.43	5,048.57	2,546.00	2,502.57
10/27/2006	02/09/2009	125	BLACK & DECKER CORP	29.61	84.84	3,701.54	10,604.49	-6,902.95
08/09/2007	02/10/2009	85	MORGAN STANLEY	22.10	62.54	1,878.78	5,316.16	-3,437.38
11/28/2007	02/11/2009	25	PROCTER & GAMBLE CO	51.02	73.43	1,275.60	1,835.82	-560.22
06/07/2006	02/18/2009	30	APPLE INC	95.07	59.94	2,851.99	1,798.24	1,053.75
06/14/2005	02/18/2009	600	SPRINT NEXTEL CORP	2.84	22.65	1,702.80	13,590.08	-11,887.28
07/30/2003	02/18/2009	400	SPRINT NEXTEL CORP	2.84	11.34	1,135.20	4,535.46	-3,400.26
12/03/2007	02/18/2009	200	SPRINT NEXTEL CORP	2.84	15.67	567.60	3,134.00	-2,566.40
11/28/2007	02/20/2009	325	JPMORGAN CHASE & CO	19.35	43.74	6,290.28	14,214.88	-7,924.60
12/26/2007	02/24/2009	500	BANK OF AMERICA CORP	4.53	42.02	2,264.80	21,011.10	-18,746.30
04/19/2007	02/24/2009	100	BANK OF AMERICA CORP	4.53	51.00	452.96	5,100.18	-4,647.22
04/09/2007	02/24/2009	100	BANK OF AMERICA CORP	4.53	50.78	452.96	5,078.11	-4,625.15
04/24/2007	02/24/2009	100	BANK OF AMERICA CORP	4.53	50.52	452.96	5,051.95	-4,598.99
05/09/2007	02/24/2009	100	BANK OF AMERICA CORP	4.53	51.41	452.96	5,141.17	-4,688.21
02/06/2008	02/24/2009	100	BANK OF AMERICA CORP	4.53	42.77	452.96	4,276.80	-3,823.84
01/30/2008	03/03/2009	100	CATERPILLAR INC	22.76	68.95	2,276.20	6,895.03	-4,618.83
12/06/2007	03/04/2009	75	DEERE & CO	26.64	89.74	1,997.90	6,730.29	-4,732.39
11/28/2007	03/05/2009	125	SUPERVALU INC	15.43	42.83	1,928.17	5,353.47	-3,425.30
06/02/2005	03/12/2009	1,800	SANMINA-SCI CORP	0.22	5.21	397.80	9,379.80	-8,982.00
02/15/2008	03/18/2009	275	J.C. PENNEY CO INC	17.89	46.25	4,920.08	12,718.09	-7,798.01

Bernstein Global Wealth Management

The Mental Wellness Foundation, Inc.

EIN 52-2287352

Page 3

Part IV Capital Gains and Losses

**MENTAL WELLNESS FOUNDATION, INC (888-84260)**  
**Capital Gains**

July 01, 2008 to June 30, 2009  
 Reporting Currency: US dollars

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain Or Loss
11/29/2007	04/14/2009	35	METLIFE INC	27.01	64.67	945.34	2,263.59	-1,318.25
11/28/2007	04/16/2009	100	ABBOTT LABORATORIES	42.50	56.14	4,250.43	5,613.84	-1,363.41
11/28/2007	04/16/2009	85	COLGATE-PALMOLIVE CO	59.11	79.34	5,024.03	6,744.24	-1,720.21
01/11/2008	04/17/2009	100	COCA-COLA CO/THE	44.99	64.03	4,499.02	6,402.94	-1,903.92
08/24/2005	04/20/2009	16	GOOGLE INC-CL A	380.06	280.60	6,081.02	4,489.55	1,591.47
02/22/2006	04/20/2009	1	GOOGLE INC-CL A	380.06	366.52	380.06	366.52	13.54
07/20/2006	04/24/2009	55	MONSANTO CO	82.12	42.43	4,516.51	2,333.84	2,182.67
11/28/2007	04/24/2009	125	MICROSOFT CORP	19.70	33.42	2,462.80	4,177.13	-1,714.33
02/11/2008	04/24/2009	30	WAL-MART STORES INC	49.17	48.68	1,475.25	1,460.25	15.00
03/17/2008	04/28/2009	85	ABBOTT LABORATORIES	43.18	52.53	3,670.55	4,465.24	-794.69
11/28/2007	04/28/2009	25	ABBOTT LABORATORIES	43.18	56.14	1,079.58	1,403.47	-323.89
11/28/2007	04/29/2009	80	ROYAL DUTCH SHELL PLC-ADR	46.07	81.31	3,685.38	6,504.43	-2,819.05
06/14/2005	04/30/2009	75	GILEAD SCIENCES INC	45.40	21.88	3,404.86	1,640.66	1,764.20
02/22/2006	04/30/2009	30	GILEAD SCIENCES INC	45.40	30.47	1,361.94	914.16	447.78
11/28/2007	04/30/2009	200	VERIZON COMMUNICATIONS INC	30.36	42.19	6,072.44	8,438.84	-2,366.40
04/22/2008	04/30/2009	200	VERIZON COMMUNICATIONS INC	30.36	36.17	6,072.44	7,234.48	-1,162.04
01/11/2008	05/01/2009	25	COCA-COLA CO/THE	42.34	64.03	1,058.55	1,600.74	-542.19
11/28/2007	05/01/2009	95	EOG RESOURCES INC	66.08	82.89	6,277.69	7,874.28	-1,596.59
11/02/2006	05/01/2009	135	HEWLETT-PACKARD CO	35.84	38.63	4,838.83	5,214.94	-376.11
11/28/2007	05/04/2009	75	TEVA PHARMACEUTICAL-SP ADR	44.22	44.19	3,316.65	3,314.36	2.29
11/28/2007	05/05/2009	60	COLGATE-PALMOLIVE CO	61.70	79.34	3,702.23	4,760.64	-1,058.41
10/16/2003	05/07/2009	5	PEPSICO INC	49.51	47.72	247.53	238.61	8.92
04/30/2007	05/07/2009	45	PEPSICO INC	49.51	66.37	2,227.77	2,986.53	-758.76
11/28/2007	05/07/2009	75	TEVA PHARMACEUTICAL-SP ADR	44.34	44.19	3,325.57	3,314.36	11.21
07/18/2006	05/08/2009	25	ALCON INC	96.24	94.46	2,405.87	2,361.53	44.34
11/28/2007	05/08/2009	25	ALCON INC	96.24	134.64	2,405.88	3,365.98	-960.10
05/06/2008	05/11/2009	55	COCA-COLA CO/THE	42.83	58.30	2,355.60	3,206.69	-851.09
05/07/2008	05/12/2009	25	BAXTER INTERNATIONAL INC	50.83	62.05	1,270.75	1,551.36	-280.61
04/30/2007	05/12/2009	50	PEPSICO INC	49.22	66.37	2,460.88	3,318.37	-857.49
11/29/2007	05/15/2009	200	THE WALT DISNEY CO.	24.08	32.66	4,816.22	6,532.05	-1,715.83
01/28/2008	05/15/2009	100	THE WALT DISNEY CO	24.08	29.02	2,408.11	2,902.29	-494.18
01/28/2008	05/15/2009	100	THE WALT DISNEY CO	24.08	29.02	2,408.11	2,902.29	-494.18

Bernstein Global Wealth Management

**MENTAL WELLNESS FOUNDATION, INC (888-84260)**

July 01, 2008 to June 30, 2009

**Capital Gains**

Reporting Currency: US dollars

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain Or Loss
08/22/2007	03/19/2009	80	ROYAL DUTCH SHELL PLC-ADR	45.64	74.18	3,651.01	5,934.52	-2,283.51
09/19/2007	03/19/2009	50	ROYAL DUTCH SHELL PLC-ADR	45.64	83.35	2,281.88	4,167.64	-1,885.76
10/30/2007	03/19/2009	45	ROYAL DUTCH SHELL PLC-ADR	45.64	87.09	2,053.69	3,919.17	-1,865.48
11/28/2007	03/19/2009	30	ROYAL DUTCH SHELL PLC-ADR	45.64	81.31	1,369.13	2,439.16	-1,070.03
10/25/2006	03/20/2009	65	AMERICAN INTERNATIONAL GROUP	1.22	66.68	79.28	4,334.10	-4,254.82
06/06/2006	03/20/2009	375	AMERICAN INTERNATIONAL GROUP	1.22	60.29	457.39	22,608.19	-22,150.80
08/03/2006	03/20/2009	250	AMERICAN INTERNATIONAL GROUP	1.22	60.16	304.92	15,039.43	-14,734.51
02/08/2008	03/20/2009	200	AMERICAN INTERNATIONAL GROUP	1.22	50.64	243.94	10,127.06	-9,883.12
02/12/2008	03/20/2009	200	AMERICAN INTERNATIONAL GROUP	1.22	45.75	243.94	9,150.30	-8,906.36
11/28/2007	03/20/2009	110	AMERICAN INTERNATIONAL GROUP	1.22	57.31	134.17	6,304.02	-6,169.85
12/26/2007	03/20/2009	100	AMERICAN INTERNATIONAL GROUP	1.22	59.45	121.97	5,944.93	-5,822.96
11/28/2007	03/23/2009	115	JPMORGAN CHASE & CO	26.53	43.74	3,051.17	5,029.88	-1,978.71
11/28/2007	03/23/2009	25	JPMORGAN CHASE & CO	26.53	43.74	663.30	1,093.45	-430.15
08/29/2007	03/24/2009	35	MORGAN STANLEY	24.67	60.61	863.39	2,121.28	-1,257.89
08/09/2007	03/24/2009	115	MORGAN STANLEY	24.67	62.54	2,836.84	7,192.46	-4,355.62
11/28/2007	03/26/2009	75	GENENTECH INC	95.00	76.48	7,125.00	5,736.35	1,388.65
07/18/2007	03/26/2009	165	GENENTECH INC	95.00	75.03	15,675.00	12,380.71	3,294.29
05/10/2007	03/26/2009	95	MEDCO HEALTH SOLUTIONS INC	40.29	37.10	3,827.83	3,524.42	303.41
03/23/2007	03/31/2009	50	MERCK & CO INC	26.79	44.42	1,339.27	2,221.21	-881.94
03/13/2008	03/31/2009	50	MERCK & CO INC	26.79	42.12	1,339.27	2,106.01	-766.74
03/09/2007	03/31/2009	150	MERCK & CO INC	26.79	44.61	4,017.79	6,691.86	-2,674.07
11/29/2007	04/03/2009	10	METLIFE INC	25.21	64.67	252.13	646.74	-394.61
11/29/2007	04/03/2009	150	METLIFE INC	25.21	64.67	3,781.98	9,701.10	-5,919.12
11/29/2007	04/03/2009	5	METLIFE INC	25.21	64.67	126.07	323.37	-197.30
11/28/2007	04/08/2009	145	ABBOTT LABORATORIES	43.53	56.14	6,311.24	8,140.06	-1,828.82
07/11/2007	04/08/2009	50	COLGATE-PALMOLIVE CO	60.23	66.45	3,011.32	3,322.31	-310.99
11/28/2007	04/08/2009	30	COLGATE-PALMOLIVE CO	60.23	79.34	1,806.79	2,380.32	-573.53
09/12/2007	04/08/2009	80	DEUTSCHE BANK AG-REGISTERED	45.03	124.85	3,602.02	9,987.79	-6,385.77
11/28/2007	04/13/2009	65	JPMORGAN CHASE & CO	33.29	43.74	2,163.97	2,842.97	-679.00
10/03/2007	04/13/2009	50	MORGAN STANLEY	26.38	66.78	1,318.80	3,338.88	-2,020.08
08/29/2007	04/13/2009	40	MORGAN STANLEY	26.38	60.61	1,055.04	2,424.33	-1,369.29
01/07/2008	04/14/2009	50	METLIFE INC	27.01	59.54	1,350.48	2,976.90	-1,626.42

Bernstein Global Wealth Management

**MENTAL WELLNESS FOUNDATION, INC (888-84260)**

July 01, 2008 to June 30, 2009  
Reporting Currency: US dollars

**Capital Gains**

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain Or Loss
03/17/2008	05/20/2009	15	ABBOTT LABORATORIES	43.57	52.53	653.50	787.99	-134.49
12/26/2006	05/26/2009	325	CISCO SYSTEMS INC	18.50	27.08	6,013.64	8,799.50	-2,785.86
01/07/2008	05/26/2009	50	METLIFE INC	30.29	59.54	1,514.45	2,976.90	-1,462.45
05/10/2007	05/27/2009	60	CELGENE CORP	40.97	63.63	2,457.97	3,818.02	-1,360.05
11/16/2007	05/27/2009	35	CELGENE CORP	40.97	64.95	1,433.82	2,273.26	-839.44
03/11/2008	05/27/2009	75	MCDONALD'S CORP	58.32	54.12	4,373.82	4,059.35	314.47
09/20/2006	05/27/2009	25	MCDONALD'S CORP	58.32	37.76	1,457.94	944.11	513.83
01/13/2003	05/27/2009	175	SAFEWAY INC	19.97	25.60	3,494.21	4,479.57	-985.36
07/05/2007	05/28/2009	55	MONSANTO CO	79.22	66.63	4,357.05	3,664.65	692.40
11/02/2006	06/04/2009	40	HEWLETT-PACKARD CO	35.78	38.63	1,431.36	1,545.17	-113.81
01/03/2007	06/04/2009	100	HEWLETT-PACKARD CO	35.78	41.33	3,578.40	4,133.30	-554.90
07/05/2007	06/04/2009	70	MONSANTO CO	82.00	66.63	5,740.29	4,664.11	1,076.18
07/31/2006	06/10/2009	60	CHEVRON CORP	70.83	65.57	4,249.57	3,933.93	315.64
02/09/2004	06/10/2009	40	CHEVRON CORP	70.83	42.82	2,833.04	1,712.80	1,120.24
07/25/2007	06/11/2009	2,724.67300	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	12.24	12.97	33,350.00	35,339.00	-1,989.00
12/12/2006	06/11/2009	167.53500	BERNSTEIN EMERGING MARKETS PORTFOLIO	22.34	36.69	3,706.21	6,146.85	-2,440.64
12/07/2005	06/11/2009	1,623.84500	BERNSTEIN EMERGING MARKETS PORTFOLIO	22.34	34.32	35,922.71	55,730.35	-19,807.64
06/29/2005	06/11/2009	1,257.62000	BERNSTEIN EMERGING MARKETS PORTFOLIO	22.34	36.94	27,821.08	46,455.74	-18,634.66
12/12/2006	06/11/2009	0.74500	BERNSTEIN EMERGING MARKETS PORTFOLIO	22.34	36.68	0.00	27.33	-27.33
02/13/2001	06/11/2009	2,833.58900	BERNSTEIN INTERNATIONAL PORTFOLIO	13.04	17.25	36,950.00	48,879.41	-11,929.41
09/20/2007	06/11/2009	175	ALLSTATE CORP	25.12	56.02	4,395.32	9,804.17	-5,408.85
11/28/2007	06/11/2009	135	ALLSTATE CORP	25.12	51.66	3,390.67	6,973.92	-3,583.25
08/18/2006	06/11/2009	40	CHEVRON CORP	72.21	66.52	2,888.49	2,660.65	227.84
07/31/2006	06/11/2009	10	CHEVRON CORP	72.21	65.57	722.12	655.66	66.46
02/28/2008	06/11/2009	9	CME GROUP INC	344.21	516.73	3,097.86	4,650.60	-1,552.74
06/05/2008	06/11/2009	6	CME GROUP INC	344.21	389.22	2,065.25	2,335.32	-270.07
04/10/2008	06/11/2009	10	CME GROUP INC	344.21	502.61	3,442.08	5,026.12	-1,584.04
04/29/2008	06/11/2009	100	CARDINAL HEALTH INC	31.44	52.95	3,143.52	5,295.44	-2,151.92
02/14/2008	06/11/2009	30	DEUTSCHE BANK AG-REGISTERED	67.64	111.22	2,029.25	3,336.60	-1,307.35
02/13/2008	06/11/2009	20	DEUTSCHE BANK AG-REGISTERED	67.64	112.89	1,352.84	2,257.74	-904.90
01/07/2008	06/11/2009	45	DEUTSCHE BANK AG-REGISTERED	67.64	127.69	3,043.88	5,746.06	-2,702.18
02/13/2008	06/11/2009	30	DEUTSCHE BANK AG-REGISTERED	67.64	112.89	2,029.26	3,386.60	-1,357.34

Bernstein Global Wealth Management

**MENTAL WELLNESS FOUNDATION, INC (888-84260)**  
**Capital Gains**

July 01, 2008 to June 30, 2009  
 Reporting Currency: US dollars

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain Or Loss
11/28/2007	06/11/2009	40	EOG RESOURCES INC	78.27	82.89	3,130.63	3,315.49	-184.86
11/28/2007	06/11/2009	75	FLUOR CORP	54.18	71.63	4,063.44	5,372.41	-1,308.97
01/04/2007	06/11/2009	50	FRANKLIN RESOURCES INC	77.20	113.53	3,860.19	5,676.55	-1,816.36
01/25/2006	06/11/2009	15	FRANKLIN RESOURCES INC	77.20	97.84	1,158.05	1,467.66	-309.61
12/06/2007	06/11/2009	15	FRANKLIN RESOURCES INC	77.20	120.79	1,158.06	1,811.87	-653.81
11/09/2005	06/11/2009	300	GENWORTH FINANCIAL INC-CL A	6.92	32.33	2,075.71	9,700.38	-7,624.67
11/27/2006	06/11/2009	175	GENWORTH FINANCIAL INC-CL A	6.92	32.95	1,210.82	5,765.43	-4,554.61
08/30/2006	06/11/2009	125	GENWORTH FINANCIAL INC-CL A	6.92	34.23	864.87	4,278.26	-3,413.39
02/22/2006	06/11/2009	8	GOOGLE INC-CL A	431.87	366.53	3,454.96	2,932.20	522.76
03/19/2004	06/11/2009	155	TIME WARNER INC	26.58	37.38	4,120.01	5,793.63	-1,673.62
12/26/2006	06/15/2009	190	CISCO SYSTEMS INC	19.17	27.08	3,641.60	5,144.33	-1,502.73
03/05/2007	06/19/2009	140	AUTOLIV INC	27.36	56.80	3,829.90	7,951.62	-4,121.72
10/03/2007	06/22/2009	75	MORGAN STANLEY	27.47	66.78	2,060.32	5,008.32	-2,948.00
12/21/2007	06/22/2009	150	MORGAN STANLEY	27.47	53.90	4,120.63	8,085.48	-3,964.85
04/29/2008	06/23/2009	475	TYSON FOODS INC-CL A	12.09	17.85	5,742.23	8,480.51	-2,738.28
01/03/2007	06/24/2009	125	HEWLETT-PACKARD CO	37.52	41.33	4,690.39	5,166.63	-476.24
03/23/2007	06/24/2009	100	HEWLETT-PACKARD CO	37.52	40.34	3,752.31	4,034.25	-281.94
11/28/2007	06/24/2009	145	TRAVELERS COS INC/THE	41.14	51.49	5,965.53	7,465.70	-1,500.17
06/21/2007	06/24/2009	105	TRAVELERS COS INC/THE	41.14	53.02	4,319.87	5,567.23	-1,247.36
04/18/2008	06/25/2009	35	EOG RESOURCES INC	68.50	132.89	2,397.45	4,651.15	-2,253.70
11/28/2007	06/25/2009	50	EOG RESOURCES INC	68.50	82.89	3,424.93	4,144.37	-719.44
04/18/2008	06/25/2009	15	EOG RESOURCES INC	68.50	132.89	1,027.48	1,993.34	-965.86
06/12/2007	06/26/2009	100	EMERSON ELECTRIC CO	33.04	47.49	3,304.26	4,748.65	-1,444.39
12/06/2007	06/26/2009	45	MONSANTO CO	75.68	105.35	3,405.77	4,740.83	-1,335.06
07/05/2007	06/26/2009	25	MONSANTO CO	75.68	66.63	1,892.09	1,665.76	226.33
*** Subtotal For Long Term						1,194,275.18	1,775,291.89	-581,016.71
<b>Cash in Lieu</b>								
01/01/1900	04/06/2009		TIME WARNER INC NEW CASH IN LIEU OF FRACTIONS			7.17		7.17
01/01/1900	04/06/2009		TIME WARNER CABLE INC CASH IN LIEU OF .47800 TIME WARNER INC			12.32		12.32

Bornstein Global Wealth Management



## Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

▶ File a separate application for each return.

- If you are filing for an Automatic 3-Month Extension, complete only Part I and check this box
- 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](http://www.irs.gov/efile) and click on e-file for Charities & Nonprofits.

<b>Type or print</b>	Name of Exempt Organization <i>The Mental Wellness Foundation, Inc</i>	Employer identification number <i>52-2287352</i>
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. <i>8171 Maple Lawn Blvd Suite 375</i>	
	City, town or post office, state, and ZIP code For a foreign address, see instructions. <i>Fulton, MD 20759</i>	

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

- |   |   |                                    |
|---|---|------------------------------------|
| <input type="checkbox"/> Form 990               | <input type="checkbox"/> Form 990-T (corporation)                 | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL            | <input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990-EZ            | <input type="checkbox"/> Form 990-T (trust other than above)      | <input type="checkbox"/> Form 6069 |
| <input checked="" type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A                              | <input type="checkbox"/> Form 8870 |

• The books are in the care of ▶ *Realty Investment Co, Inc*

Telephone No. ▶ *(240) 295-1600* FAX No. ▶ *(240) 295-1610*

- 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, 2010*, 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 ....., 20....., and ending ....., 20.....

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	\$ <i>1000</i>
3b 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	\$ <i>(1000)</i>
3c 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	\$ <i>-0-</i>

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.