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

OMB No 1545 0052

**2008**Department of the Treasury  
Internal Revenue Service (77)

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

For calendar year 2008, or tax year beginning 7/01, 2008, and ending 6/30, 2009

G Check all that apply. ☐ Initial return ☐ Final return ☐ Amended return ☐ Address change ☐ Name changeUse the  
IRS label.  
Otherwise,  
print  
or type.  
See Specific  
Instructions.

THE MARY PEACE STERLING FOUNDATION  
154 RIVERPLACE APT 501  
GREENVILLE, SC 29601

A Employer identification number

57-1114028

B Telephone number (see the instructions)

864-239-0091

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐H Check type of organization. ☒ Section 501(c)(3) exempt private foundation  
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year  
(from Part II, column (c), line 16)

\$ 1,864,605.

J Accounting method. ☒ Cash ☐ Accrual  
☐ Other (specify) \_\_\_\_\_

(Part I, column (d) must be on cash basis.)

**Part I Analysis of Revenue and Expenses**

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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 ☒ if the foundn is not req to att Sch B

3 Interest on savings and temporary cash investments

1,182.

1,182.

N/A

4 Dividends and interest from securities

70,041.

70,041.

5a Gross rents

b Net rental income or (loss)

6a Net gain/(loss) from sale of assets not on line 10

-735,327.

b Gross sales price for all assets on line 6a 1,329,948.

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 Total. Add lines 1 through 11

-664,104.

71,223.

13 Compensation of officers, directors, trustees, etc

0.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

b Accounting fees (attach sch) SEE ST 1

12,766.

12,766.

c Other prof fees (attach sch) SEE ST 2

20,820.

20,820.

17 Interest

18 Taxes (attach schedule) SEE STMT 3

2,003.

2,003.

19 Depreciation (attach sch) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule)

SEE STATEMENT 4

284.

284.

24 Total operating and administrative expenses. Add lines 13 through 23

35,873.

23,107.

12,766.

25 Contributions, gifts, grants paid PART XV

158,000.

158,000.

26 Total expenses and disbursements. Add lines 24 and 25

193,873.

23,107.

170,766.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

-857,977.

b Net investment income (if negative, enter -0-)

48,116.

c Adjusted net income (if negative, enter 0)

SCANNED MAY 24 2010

ADMINISTRATIVE EXPENSES

614

**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>A S S E T S</b>	1 Cash — non-interest-bearing	3,012.	3,012.	3,012.
	2 Savings and temporary cash investments	144,644.	59,388.	59,388.
	3 Accounts receivable <span>▶</span>			
	Less. allowance for doubtful accounts <span>▶</span>			
	4 Pledges receivable <span>▶</span>			
	Less. allowance for doubtful accounts <span>▶</span>			
	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.) <span>▶</span>			
	Less. allowance for doubtful accounts <span>▶</span>			
	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) <b>STATEMENT 5</b>	3,037,288.	2,264,567.	1,802,205.
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment: basis <span>▶</span>			
<b>L I A B I L I T I E S</b>	Less: accumulated depreciation (attach schedule) <span>▶</span>			
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule)			
	14 Land, buildings, and equipment: basis <span>▶</span>			
	Less: accumulated depreciation (attach schedule) <span>▶</span>			
	15 Other assets (describe <span>▶</span> )			
	16 <b>Total assets</b> (to be completed by all filers — see instructions. Also, see page 1, item I)	3,184,944.	2,326,967.	1,864,605.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
<b>F U N D A S E T B A L A N C E S</b>	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe <span>▶</span> )			
	23 <b>Total liabilities</b> (add lines 17 through 22)	0.	0.	
	<b>Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.</b> <span>▶</span> <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> <span>▶</span> <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	3,184,944.	2,326,967.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 <b>Total net assets or fund balances</b> (see the instructions)	3,184,944.	2,326,967.	
	31 <b>Total liabilities and net assets/fund balances</b> (see the instructions)	3,184,944.	2,326,967.	

**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	3,184,944.
2 Enter amount from Part I, line 27a	2	-857,977.
3 Other increases not included in line 2 (itemize) <span>▶</span>	3	
4 Add lines 1, 2, and 3	4	2,326,967.
5 Decreases not included in line 2 (itemize) <span>▶</span>	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	2,326,967.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)

(b) How acquired  
P — Purchase  
D — Donation(c) Date acquired  
(month, day, year)(d) Date sold  
(month, day, year)**1a PUBLICLY TRADED SECURITIES**

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	1,329,948.		2,065,275.	-735,327.
b				
c				
d				
e				

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

(i) Fair Market Value  
as of 12/31/69(j) Adjusted basis  
as of 12/31/69(k) Excess of column (i)  
over column (j), if any(l) Gains (Column (h)  
gain minus column (k), but not less  
than -0-) or Losses (from column (h))

a				-735,327.
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

-735,327.

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	142,853.	3,388,287.	0.042161
2006	174,139.	3,508,804.	0.049629
2005	100,293.	3,064,296.	0.032730
2004	86,823.	2,132,515.	0.040714
2003	60,863.	1,807,640.	0.033670

2 Total of line 1, column (d)

2

0.198904

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

0.039781

4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5

4

2,105,687.

5 Multiply line 4 by line 3

5

83,766.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6

481.

7 Add lines 5 and 6

7

84,247.

8 Enter qualifying distributions from Part XII, line 4

8

170,766.

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	481.
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	481.
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	481.
6 Credits/Payments.			
a 2008 estimated tax pmts and 2007 overpayment credited to 2008	6a	3,808.	
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	3,808.	
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	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,327.	
11 Enter the amount of line 10 to be: Credited to 2009 estimated tax <input checked="" type="checkbox"/> 3,327. Refunded <input type="checkbox"/>	11	0.	

**Part VII-A Statements Regarding Activities**

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

<b>Part VII-A</b>	<b>Statements Regarding Activities</b> <i>Continued</i>
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- |    |   |    |   |   |
|----|---|----|---|---|
| 11 | At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions) | 11 |   | X |
| 12 | Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?   | 12 |   | X |
| 13 | Did the foundation comply with the public inspection requirements for its annual returns and exemption application?   | 13 | X |   |
- Website address ► N/A
- 14 The books are in care of ► SHEILA C. MCKINNEY, CPA Telephone no. ► 864-232-7848  
 Located at ► P.O. BOX 25926 GREENVILLE SC ZIP + 4 ► 29616-0926
- 15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A ► ☐  
 and enter the amount of tax-exempt interest received or accrued during the year ► 15   N/A

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

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

- |  |   |   |     |
|--|---|---|-----|
| <b>1a</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 type="checkbox"/> Yes <input checked="" 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? ( <b>Exception.</b> 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 <b>any</b> 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)?<br>Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>  |   | <b>1b</b>   | N/A |
| <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>1c</b>   | X   |
| <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?<br>If 'Yes,' list the years <input type="checkbox"/> 20__ , 20__ , 20__ , 20__ .  |   | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |     |
| <b>b</b> Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer 'No' and attach statement – see the instructions )   |   | <b>2b</b>   | N/A |
| <b>c</b> If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here.<br><input type="checkbox"/> 20__ , 20__ , 20__ , 20__ .   |   |   |     |
| <b>3a</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>3b</b>   | N/A |
| <b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?  |   | <b>4a</b>   | 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?   |   | <b>4b</b>   | X   |

**BAA**

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

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

5b N/A

Organizations relying on a current notice regarding disaster assistance check here

☐

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

N/A ☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

6b X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

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

7b N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MARY PEACE STERLING 154 RIVERPLACE APT 501 GREENVILLE, SC 29601	TRUSTEE 1.00	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				

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

0

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services -- (see instructions). If none, enter 'NONE'.

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

Total number of others receiving over \$50,000 for professional services

0

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

BAA

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a Average monthly fair market value of securities	1a	2,043,552.
b Average of monthly cash balances	1b	94,201.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	2,137,753.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	2,137,753.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	32,066.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,105,687.
6 Minimum investment return. Enter 5% of line 5	6	105,284.

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

1 Minimum investment return from Part X, line 6		1	105,284.
2a Tax on investment income for 2008 from Part VI, line 5	2a	481.	
b Income tax for 2008. (This does not include the tax from Part VI.)	2b		
c Add lines 2a and 2b	2c	481.	
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	104,803.	
4 Recoveries of amounts treated as qualifying distributions	4		
5 Add lines 3 and 4	5	104,803.	
6 Deduction from distributable amount (see instructions)	6		
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	104,803.	

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

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes.		
a Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	1a	170,766.
b Program-related investments — total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the.		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	170,766.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	481.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	170,285.

**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.

BAA

Form 990-PF (2008)

**Part XIII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				104,803.
2 Undistributed income, if any, as of the end of 2007:				
a Enter amount for 2007 only			165,724.	
b Total for prior years: 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2008				
a From 2003				
b From 2004				
c From 2005				
d From 2006				
e From 2007				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2008 from Part XII, line 4. ► \$ 170,766.				
a Applied to 2007, but not more than line 2a			165,724.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2008 distributable amount				5,042.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount — see instructions		0.		
e Undistributed income for 2007. Subtract line 4a from line 2a. Taxable amount — see instructions			0.	
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009.				99,761.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9.				
a Excess from 2004				
b Excess from 2005				
c Excess from 2006				
d Excess from 2007				
e Excess from 2008				

N/A

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**Part XV** Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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
Name and address (home or business)				
a Paid during the year SEE STATEMENT 6				
Total				158,000.
b Approved for future payment				
Total				



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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of

(1) Cash

(2) Other assets

b Other transactions.

(1) Sales of assets to a noncharitable exempt organization

(2) Purchases of assets from a noncharitable exempt organization

(3) Rental of facilities, equipment, or other assets

(4) Reimbursement arrangements

(5) Loans or loan guarantees

(6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

	Yes	No
1 a (1)		X
1 a (2)		X
1 b (1)		X
1 b (2)		X
1 b (3)		X
1 b (4)		X
1 b (5)		X
1 b (6)		X
1 c		X

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

b If 'Yes,' complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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

SIGN HERE	Signature of officer or trustee <u>Mary Peace Sterling</u>		Date <u>5-17-10</u>	Title <u>TRUSTEE</u>	
	Paid Preparer's Use Only	Preparer's signature <u>Sheila C. McKinney</u>	Date <u>5-17-10</u>	Check if self employed <input checked="" type="checkbox"/>	Preparer's identifying number (See Signature in the instrs) <u>N/A</u>
		Firm's name (or yours if self employed), address, and ZIP code <u>SHEILA C. MCKINNEY, CPA</u> <u>412-E PETTIGRU STREET</u> <u>GREENVILLE, SC 29601-3163</u>		EIN <u>N/A</u>	Phone no <u>864-232-7848</u>

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Form 990-PF (2008)

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## FEDERAL STATEMENTS

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THE MARY PEACE STERLING FOUNDATION

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**STATEMENT 1**  
**FORM 990-PF, PART I, LINE 16B**  
**ACCOUNTING FEES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
SC MCKINNEY, CPA ACCTG & PREP OF 990-PF	\$ 12,766.			\$ 12,766.
TOTAL	\$ 12,766.	\$ 0.		\$ 12,766.

**STATEMENT 2**  
**FORM 990-PF, PART I, LINE 16C**  
**OTHER PROFESSIONAL FEES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
UBS-INVESTMENT MGMT FEES	\$ 20,820.	\$ 20,820.		
TOTAL	\$ 20,820.	\$ 20,820.		\$ 0.

**STATEMENT 3**  
**FORM 990-PF, PART I, LINE 18**  
**TAXES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX PAID	\$ 2,003.	\$ 2,003.		
TOTAL	\$ 2,003.	\$ 2,003.		\$ 0.

**STATEMENT 4**  
**FORM 990-PF, PART I, LINE 23**  
**OTHER EXPENSES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN SECS TRANSACTION FEES	\$ 274.	\$ 274.		
TELEBRAS HOLDRS SURRENDER FEE	10.	10.		
TOTAL	\$ 284.	\$ 284.		\$ 0.

## THE MARY PEACE STERLING FOUNDATION

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**STATEMENT 5**  
**FORM 990-PF, PART II, LINE 10B**  
**INVESTMENTS - CORPORATE STOCKS**

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
UBS ATLANTA SMID A/C-SEE ATTACHMENT A	COST	\$ 173,923.	\$ 214,965.
UBS BRANDES A/C-SEE ATTACHMENT A	COST	1,100,283.	707,135.
UBS KAYNE ANDERSON A/C-SEE ATTACHMENT A	COST	275,412.	257,863.
UBS MARSICO A/C-SEE ATTACHMENT A	COST	226,677.	224,424.
UBS NFJ INVT GROUP A/C-SEE ATTACHMENT A	COST	488,272.	397,818.
	TOTAL	\$ 2,264,567.	\$ 1,802,205.

**STATEMENT 6**  
**FORM 990-PF, PART XV, LINE 3A**  
**RECIPIENT PAID DURING THE YEAR**

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
UPCOUNTRY HISTORY MUSEUM 540 BUNCOMBE STREET GREENVILLE, SC 29601		PUBLIC	GENERAL OPERATING BUDGET	\$ 15,000.
MEALS ON WHEELS OF GREENVILLE 15 OREGON STREET GREENVILLE, SC 29605		PUBLIC	GENERAL OPERATING BUDGET	5,000.
GREENVILLE SYMPHONY ORCHESTRA 200 SOUTH MAIN STREET GREENVILLE, SC 29601		PUBLIC	GENERAL OPERATING BUDGET	10,000.
CAROLINA BALLET THEATRE P.O. BOX 135 GREENVILLE, SC 29602		PUBLIC	GENERAL OPERATING BUDGET	1,000.
THE PEACE CENTER FOR THE PERFORMING ARTS 101 W. BROAD STREET GREENVILLE, SC 29601		PUBLIC	GENERAL OPERATING BUDGET	15,000.
GREENVILLE LITERACY ASSOCIATION INC 225 S. PLEASANTBURG DR SUITE C-10 GREENVILLE, SC 29607		PUBLIC	GENERAL OPERATING BUDGET	5,000.
UPSTATE FOREVER P.O. BOX 2308 GREENVILLE, SC 29602		PUBLIC	GENERAL OPERATING BUDGET	10,000.



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THE MARY PEACE STERLING FOUNDATION

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STATEMENT 6 (CONTINUED)  
FORM 990-PF, PART XV, LINE 3A  
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
UNITED WAY OF GREENVILLE COUNTY 105 EDINBURGH COURT GREENVILLE, SC 29607		PUBLIC	GENERAL OPERATING BUDGET	\$ 15,000.
FURMAN UNIVERSITY 3300 POINSETT HIGHWAY GREENVILLE, SC 29613		PUBLIC	RICHARD FURMAN SOCIETY	15,000.
GOVERNOR'S SCHOOL FOR THE ARTS FDN INC 15 UNIVERSITY STREET GREENVILLE, SC 29601		PUBLIC	GUEST ARTIST PROGRAM	1,500.
METROPOLITAN ARTS COUNCIL 16 AUGUSTA STREET GREENVILLE, SC 29601		PUBLIC	SMARTARTS PROGRAM	50,000.
THE TRIUNE MERCY CENTER 222 RUTHERFORD STREET GREENVILLE, SC 29609		PUBLIC	GENERAL OPERATING BUDGET	10,000.
THE FINE ARTS LEAGUE OF THE CAROLINAS P.O. BOX 1786 ASHEVILLE, NC 28802		PUBLIC	GENERAL OPERATING BUDGET	1,500.
CHRIST CHURCH EPISCOPAL SCHOOL 245 CAVALIER DRIVE GREENVILLE, SC 29607		PUBLIC	GENERAL OPERATING BUDGET	1,500.
ST. ANTHONY OF PADUA CATHOLIC SCHOOL 309 GOWER STREET GREENVILLE, SC 29611		PUBLIC	GENERAL OPERATING BUDGET	2,500.
TOTAL				\$ 158,000.

## THE MARY PEACE STERLING FOUNDATION

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ATTACHMENT TO STATEMENT 5  
FORM 990-PF, PART II, LINE 10B  
INVESTMENTS - CORPORATE STOCKS

# Shares	Description	Beg Book Value 07/01/08	End Book Value 06/30/09	FMV 06/30/09
	UBS ATLANTA SMID A/C (WAS ARIAL)			
190	Aarons Inc	0 00	4,694 71	5,665 80
0	Accenture Ltd CL A	10,626 18	0 00	0 00
164	Affiliated Managers Group	0 00	6,540 32	9,543 16
170	Alberto Culver Co New	0 00	3,872 60	4,323 10
137	Ametek Inc (New)	0 00	3,995 57	4,737 46
84	Amphenol Corp New CL A	0 00	2,232 45	2,657 76
0	Anixter Intl Inc	12,028 77	0 00	0.00
185	Ansys Inc	0 00	4,117 36	5,764 60
160	Aptargroup Inc	0 00	4,336 80	5,403 20
0	Baxter Intl Inc	9,604 40	0 00	0 00
66	Bio Rad Laboratories Inc CL A	0 00	3,836 71	4,981.68
368	Blackbaud Inc	0 00	3,731 04	5,722 40
0	Black & Decker Corp	13,308 96	0 00	0 00
120	Brown & Brown Inc	0 00	1,996 68	2,391.60
262	Carmax Inc	0 00	2,942 86	3,851 40
0	Carnival Corp New (Paired Stock)	16,409 82	0 00	0 00
0	CB Richard Ellis Group Inc CL A	12,013 33	0 00	0 00
0	CBS Corp New CL B	15,872 34	0 00	0 00
67	Church & Dwight Co Inc	0 00	3,359 84	3,638.77
106	City National Corp	17,538 88	4,119 25	3,903 98
0	Clorox Co	12,407 42	0 00	0 00
0	Constellation Brands Inc CL A	12,946 88	0 00	0.00
159	Copart Inc	0 00	4,652 00	5,512 53
63	Costar Group Inc	0 00	1,707 47	2,511 81
50	Covance Inc	0 00	1,823 00	2,460.00
211	Dentsply Intl Inc	0 00	5,010 32	6,450 27
0	Dun & Bradstreet Corp New	5,696 82	0 00	0 00
136	Energen Corp	0 00	3,486 64	5,426 40
0	Energizer Holdings Inc	8,972 64	0 00	0 00
0	Equifax Inc	12,354 92	0 00	0 00
62	Factset Resh Systems Inc	0 00	2,360 93	3,091 94
260	Fair Isaac Corp	0 00	3,395 34	4,019 60
90	Flir Systems Inc	0.00	2,174.40	2,030 40
125	FMC Technologies Inc	0 00	3,279 63	4,697.50
661	Forest City Enterprises Inc CL A	0.00	3,028 91	4,362 60
0	Franklin Resources Inc	7,371 10	0 00	0 00
0	Gannett Co	18,258 88	0 00	0 00
115	Graco Inc	0 00	1,878 07	2,532 30
15	Greenhill & Co Inc	0 00	1,097 13	1,083 15
161	HCC Insurance Hlds Inc	8,717 38	4,668 66	3,865 61
187	Henry Jack & Assoc Inc	0 00	2,896 63	3,880 25

**2008****FEDERAL ATTACHMENT A****PAGE 2****THE MARY PEACE STERLING FOUNDATION****57-1114028**

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**ATTACHMENT TO STATEMENT 5**  
**FORM 990-PF, PART II, LINE 10B**  
**INVESTMENTS - CORPORATE STOCKS**

# Shares	Description	Beg Book Value 07/01/08	End Book Value 06/30/09	FMV 06/30/09
0	Herman Miller Inc	5,954.54	0.00	0.00
0	Hewitt Associates Inc CL A	10,258.53	0.00	0.00
198	Ilex Corp	0.00	3,767.35	4,864.86
0	IMS Health Inc	13,828.65	0.00	0.00
0	Interpublic Group of Cos Inc	9,803.44	0.00	0.00
102	Jacobs Engineering Group Inc	0.00	4,110.85	4,293.18
0	Janus Capital Group Inc	7,488.76	0.00	0.00
0	Jones Lang Lasalle Inc	14,994.86	0.00	0.00
164	Kirby Corporation	0.00	4,046.19	5,213.56
128	Landstar Systems Inc	0.00	3,847.42	4,605.44
295	LKQ Corp New	0.00	3,840.37	4,852.75
35	Markel Corp (Holding Co)	0.00	9,896.39	9,859.50
116	Matthews Intl Corp CL A	0.00	3,645.84	3,609.92
73	McCormick & Co NV	0.00	2,265.21	2,374.69
59	Mettler-Toledo Intl	0.00	2,694.38	4,551.85
93	Mohawk Industries Inc	10,266.25	1,911.81	3,318.24
172	Morningstar Inc	0.00	5,497.46	7,091.56
102	Natl Instruments Corp	0.00	1,708.50	2,301.12
0	NTHN Trust Corp	10,843.20	0.00	0.00
120	O'Reilly Automotive Inc	0.00	4,177.15	4,569.60
65	Oceaneering Intl Inc	0.00	2,199.41	2,938.00
0	Omnicom Group Inc	11,283.58	0.00	0.00
0	Pitney Bowes Inc	17,296.93	0.00	0.00
0	Price T Rowe Group Inc	5,087.50	0.00	0.00
297	Sally Beauty Co Inc	0.00	1,388.56	1,888.92
124	Schein Henry Inc	0.00	4,601.64	5,945.80
485	Sei Investments Co	0.00	5,203.80	8,749.40
536	Sonic Corp	0.00	4,228.08	5,376.08
0	Sothebys	8,601.86	0.00	0.00
0	Thermo Fisher Scientific Inc	6,909.16	0.00	0.00
117	Tiffany & Co New	7,607.42	3,553.25	2,967.12
256	Total System Services Inc	0.00	3,253.76	3,427.84
110	Varian Medical Systems Inc	0.00	3,472.79	3,865.40
114	Wiley John & Sons Inc CL A	0.00	3,377.14	3,790.50
0	Yum! Brands Inc	8,198.73	0.00	0.00
8,135	<b>TOTAL UBS ATLANTA SMID A/C (WAS ARIAL)</b>	<b>342,552.13</b>	<b>173,922.67</b>	<b>214,964.60</b>
	<b>UBS BRANDES A/C</b>			
1,501	Aegon NV ADR N Y Shs Netherlands ADR	19,623.20	20,237.97	9,246.16
355	AKZO Nobel NV ADR	6,924.49	17,279.99	15,615.38
3,752	Alcatel-Lucent Spon ADR	53,355.98	53,355.98	9,304.96

## THE MARY PEACE STERLING FOUNDATION

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ATTACHMENT TO STATEMENT 5  
FORM 990-PF, PART II, LINE 10B  
INVESTMENTS - CORPORATE STOCKS

# Shares	Description	Beg Book Value 07/01/08	End Book Value 06/30/09	FMV 06/30/09
350	Amer Express Co	0 00	6,650 00	8,134 00
0	Amer Intl Group Inc	19,558 83	0 00	0.00
0	Amgen Inc	28,723 59	0 00	0 00
525	Astrazeneca PLC Spon ADR	31,372 58	25,744 20	23,173 50
561	AT&T Inc	7,610 91	14,539 54	13,935 24
153	Bank of Amer Corp	0 00	18,718 32	2,019 60
1,455	Boston Scientific Corp	26,568 89	21,695 65	14,753 70
185	Brasil Telecom Participacoes S A. Spon ADR	6,805 80	7,305 14	7,104 00
735	Bristol Myers Squibb Co	16,125 45	16,125 45	14,927 85
330	Canon Inc ADR Japan Spon ADR	0 00	12,342 23	10,734 90
1,065	Centrais Eletricas Bras SA Spon ADR Rep 50 Com (Electrobras)	8,611 52	8,611 52	15,527 70
660	Cisco Systems Inc	0 00	11,139 97	12,309.00
0	Citigroup Inc	22,511 38	0 00	0 00
260	Contax Participacoes SA Spon ADR	156 00	156 00	351 78
0	Countrywide Financial Corp	18,718 32	0 00	0 00
1,380	Dell Inc	19,199 94	25,132 25	18,947 40
2,045	Deutsche Telekom AG DE Spon ADR	36,058.19	36,058 19	24,131 00
950	Dow Chemical	17,771 35	25,827 76	15,333 00
150	du Pont de Nemours	0 00	3,259 43	3,843 00
1,160	Eastman Kodak Co	30,332 21	30,332 21	3,433.60
560	Ebay Inc	0 00	7,618 86	9,592 80
40	ENI SPA It Spon ADR	0 00	1,899 57	1,896 60
0	FairPoint Communications Inc	81 69	0 00	0 00
0	Fannie Mae	14,311 87	0.00	0 00
680	Fifth Third Bancorp	26,674 34	26,674 34	4,828 00
0	Ford Motor Co Com New	28,348 95	0 00	0 00
0	France Telecom SA Spon ADR	16,022.74	0 00	0 00
0	Freddie Mac	14,806 69	0 00	0 00
360	Fuji Film Holdings Corp ADR	0 00	10,402 70	11,412 00
550	Gannett Co	31,748 26	31,748 26	1,963 50
0	General Motors Corp	34,705 27	0 00	0 00
480	Genl Electric Co	0 00	7,530 67	5,625 60
510	Glaxo Smithkline PLC ADR	25,039 20	25,039 20	18,023 40
145	Hitachi LTD ADR New Japan	16,540 59	8,814 55	4,490 65
470	Home Depot Inc	28,628 12	12,261.08	11,106 10
206	HSBC Holdings PLC New GB Spon ADR	12,944 13	14,053 38	8,604 62
950	Intel Corp	9,118 96	15,642 61	15,722 50
320	J Sainsbury PLC Spon ADR	0 00	7,668.35	6,598 08
385	Keycorp New	4,521 32	4,521 32	2,017.40
1,440	Koninklijke Ahold NV New 2007 Spon ADR	11,224 60	11,224 60	16,529 76
410	KT Corp Spon ADR	8,607.00	8,607 00	5,887 60
1,760	L M Ericsson Telefon Co Sek 10 New 2002 ADR	23,471 99	23,471 99	17,212 80
720	Marks & Spencer Group Inc Spon ADR	7,132 66	7,132 66	7,256 88
0	Marsh & McLennan Cos Inc	20,659 84	0 00	0 00

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ATTACHMENT TO STATEMENT 5  
FORM 990-PF, PART II, LINE 10B  
INVESTMENTS - CORPORATE STOCKS

# Shares	Description	Beg Book Value 07/01/08	End Book Value 06/30/09	FMV 06/30/09
625	Masco Corp	11,597 25	11,597 25	5,987.50
180	Merck & Co	0 00	4,123 76	5,032 80
2,230	Micron Technology Inc	25,984 54	25,984 54	11,283.80
560	Microsoft Corp	11,909 15	12,823 51	13,311 20
0	Millea Holdings Inc ADR	8,177 35	0 00	0 00
1,670	Mitsubishi UFJ Financial Group Inc Spon ADR	34,844 53	17,300 61	10,253 80
0	Mitsui Sumitomo Unspns ADR	25,941 75	0 00	0.00
1,960	Mizuho Financial Group Inc Spon ADR	23,226 29	23,226 29	9,035.60
1,260	Motorola Inc	22,239 00	22,239 00	8,353.80
0	National City Corp	11,791 96	0 00	0 00
730	Nippon Teleg & Tel Corp Spon ADR	39,048 84	16,979 83	14,855 50
945	Nokia Corp Spon ADR Finland ADR	0 00	13,999 36	13,778 10
0	Nortel Networks Corp New (Holding Co)	5,969 16	0 00	0 00
1,295	Pfizer Inc	34,859 38	34,859 38	19,425 00
81	PNC Financial Services Group	0 00	11,791 96	3,143 61
1,050	Portugal Telecom SGPS SA 1 ADR = 1 Ord Spon ADR	11,007.79	11,007 79	10,258 50
151	Royal Bank Scotland Spon ADR	13,472.65	19,001 71	1,928 27
770	Safeway Inc	16,916 21	16,916 21	15,684 90
465	Sanofi-Aventis SA Spon ADR	34,833 81	19,404 94	13,712 85
1,710	Sara Lee Corp	25,909 08	25,909 08	16,689 60
300	Sony Corp ADR New Japan ADR	0 00	10,091 97	7,758 00
915	StmicroElectronics NV	15,418 66	15,418 66	6,871 65
140	Suntrust Banks Inc	0 00	3,849 23	2,303.00
384	SUPERVALU Inc	12,318 02	12,318.02	4,972 80
260	Tele Norte Leste Participacoes SA ADR	5,587 40	5,587 40	3,866.20
60	Telebras Telecomunica-Brasileiras SA Rep 1 Dep Shr Spon ADR	8,885 54	3,320 72	667 20
1,460	Telecom Italia Spa New Repstg 10 Ord Shs Spon ADR	41,857 07	41,857 07	20,089 60
67	Telefonica SA Spon ADR	2,209 83	2,209 83	4,548 63
325	Telefonos de Mexico SA Spon ADR Repstg sh ord L Mexico ADR	3,317 57	3,317 57	5,268 25
8	Telemig Celular Participacoes SA ADR	53 00	53 00	405 76
325	Telmex Internacional SAB de CV Ser L Spon ADR	2,748.48	2,748.48	4,111 25
780	Tenet Healthcare Corp	10,632 20	10,632 20	2,199 60
870	Texas Instruments	0.00	14,904 50	18,531 00
44	Tim Participacoes SA ADR	430 06	911.07	766 92
70	Toyota Motor Corp New Japan Spon ADR	0 00	4,363 51	5,287 10
615	Unilever NV NY Shs New Netherlands Spon ADR	12,876 34	12,876 34	14,870.70
255	Unisys Corp	4,223 84	4,223 84	385.05
305	Valero Energy Corp New	0 00	6,072 77	5,151 45
555	Verizon Communications Inc	17,562 64	17,562.64	17,055 15
61	Vivo Participacoes SA Repstg Pfd Spon ADR	712 93	1,170 14	1,155 34
0	Wachovia Corp	12,015 36	0 00	0 00
0	Wash Mutual Inc	36,337 42	0 00	0 00
303	Wells Fargo & Co New	0 00	24,061 08	7,350 78
315	Wyeth	28,625 09	14,088 91	14,297 85

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## FEDERAL ATTACHMENT A

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## THE MARY PEACE STERLING FOUNDATION

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ATTACHMENT TO STATEMENT 5  
FORM 990-PF, PART II, LINE 10B  
INVESTMENTS - CORPORATE STOCKS

# Shares	Description	Beg Book Value 07/01/08	End Book Value 06/30/09	FMV 06/30/09
1,520	Xerox Corp	18,697 42	18,697 42	9,849 60
270	Citigroup Inc Ser AA 8.125% Pfd CLBL	0 00	3,958 20	5,043 60
53,447	TOTAL UBS BRANDES A/C	1,296,854.46	1,100,282.73	707,135.37
	UBS KAYNE ANDERSON A/C			
383	Abaxis Inc	8,271 95	8,431 76	7,866 82
328	ABM Inds Inc	8,758 38	5,899 57	5,926 96
0	American Reprographics Co	18,141 08	0 00	0 00
465	Ansys Inc	7,051 91	13,780 55	14,489 40
353	Aptargroup Inc	3,970.56	11,814.03	11,920 81
869	Blackbaud Inc	13,882 94	15,753 41	13,512 95
327	Carbo Ceramics Inc	5,062 04	10,702 55	11,183.40
152	Chattem Inc	0 00	8,999 57	10,351 20
472	Cohen & Steers Inc	17,024 93	16,469 58	7,056 40
255	Computer Programs & Systems Inc	8,634 72	8,634 72	9,769 05
0	Entertainment Properties Tr	18,310 48	0 00	0 00
253	Factset Resh Systems Inc	12,086 04	10,999 12	12,617 11
330	Federated Investors Inc PA CL B	0 00	6,519 32	7,949 70
429	Financial Fed Corp	8,551 12	9,732 50	8,815 95
396	Forward Air Corp	10,094 07	8,410.64	8,442 72
223	Haemonetics Corp Mass	13,002 77	10,819 47	12,711.00
334	Heico Corp New CL A	2,439 99	7,881 50	9,772.84
571	Henry Jack & Assoc Inc	10,293 20	12,341 83	11,848 25
245	Lincoln Elec Holdings New	7,992.52	7,992 52	8,829 80
373	Petroleum Devel Corp	8,969 88	11,026 23	5,852 37
0	Phila Cons Hldgs Corp	7,206 48	0 00	0 00
530	Pool Corp	3,886 51	10,693 50	8,776 80
0	Portfolio Recovery Assoc Inc	13,778.46	0 00	0 00
445	RBC Bearngs Inc	0 00	11,840 75	9,100 25
273	Rollins Inc	2,938 94	4,692 19	4,725 63
293	Roper Inds Inc New	5,675 02	12,181 04	13,275 83
516	Scansource Inc	14,982 48	14,982 48	12,652 32
0	Shuffle Master Inc	12,797.04	0.00	0.00
342	Steiner Leisure Ltd	15,373 06	14,566.67	10,441 26
227	Techne Corp Minn	5,688.68	13,286 77	14,484 87
420	Tempur-Pedic Intl Inc	14,262 68	6,959 93	5,489 40
9,804	TOTAL UBS KAYNE ANDERSON A/C	279,127.93	275,412.20	257,863.09

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FORM 990-PF, PART II, LINE 10B  
INVESTMENTS - CORPORATE STOCKS

# Shares	Description	Beg Book Value 07/01/08	End Book Value 06/30/09	FMV 06/30/09
	UBS MARSICO A/C			
206	Adobe Systems Inc (Delaware)	0 00	5,984 94	5,829 80
36	Aecom Technology Corp	1,126 44	1,126 44	1,152 00
0	Amylin Pharmaceuticals Inc	12,776.64	0 00	0 00
53	Apple Inc	14,652 90	4,927 09	7,548 79
73	Athenahealth Inc	2,234.08	2,089 49	2,701 73
161	BHP Billiton PLC New Spon ADR	0 00	6,766 43	7,319 06
0	Blackrock Inc	8,940 17	0 00	0 00
0	Blue Nile Inc	3,374 67	0 00	0.00
0	Borg Warner Inc	10,103 89	0 00	0 00
131	CDN Natl Railway Co Foreign Stock	12,561 04	6,969 21	5,627.76
80	Celgene Corp	0 00	3,693 62	3,827.20
22	Chipotle Mexican Grill Inc CL A	2,568 40	1,803 53	1,760 00
117	Citrix Systems Inc	0 00	2,734 19	3,731 13
134	City National Corp	0 00	4,780 28	4,935 22
200	Costco Wholesale Corp	24,785 02	12,487 84	9,156 00
374	Crown Castle Intl Corp	0 00	7,663 47	8,983 48
0	Energy Conversion Devices Inc	1,736 38	0 00	0 00
330	Ford Motor Co Com New	0 00	1,762 13	2,003 10
128	Genzyme Corp Gen Div	0 00	8,097 88	7,125 76
81	Gilead Sciences Inc	11,770.53	3,860.24	3,794 04
50	Goldman Sachs Group Inc	11,909.50	5,119 83	7,372 00
19	Google Inc CL A	11,005 71	6,576 97	8,010 21
0	Heineken NV ADR Netherlands ADR	11,302 41	0 00	0.00
275	Home Depot Inc	0 00	6,176 42	6,498 25
55	icici Bank Ltd Spon ADR	0 00	1,153 85	1,622 50
0	IHS Inc CL A	2,054 99	0 00	0 00
0	Intuitive Surgical Inc New	7,001 43	0.00	0.00
358	Jefferies Group Inc New	12,559 77	8,879 00	7,636 14
355	JPMorgan Chase & Co	15,623 62	9,214 29	12,109 05
279	Juniper Networks Inc	0 00	6,296 35	6,584 40
0	Las Vegas Sands Corp	20,343 94	0 00	0 00
0	Live Nation Inc	3,134 85	0 00	0 00
0	Lululemon Athletica Inc	2,787 87	0 00	0 00
42	Mastercard Inc CL A	16,499 28	8,519 12	7,027 02
107	McDonalds Corp	5,947 20	5,498 62	6,151 43
86	Monsanto Co New	1,874 40	8,219 74	6,393 24
0	Natl-OilwellVarco Inc	5,194 37	0 00	0 00
251	Petroleo Brasileiro SA Spon ADR	5,663 04	7,838.24	10,285.98
160	PNC Financial Services Group	0 00	6,928 88	6,209 60
23	Polo Ralph Lauren Corp	0 00	1,232 01	1,231 42
71	Precision Castparts Corp	0 00	4,308 97	5,185 13
260	Pride Intl Inc (Dela)	0 00	5,885 22	6,515 60

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ATTACHMENT TO STATEMENT 5  
FORM 990-PF, PART II, LINE 10B  
INVESTMENTS - CORPORATE STOCKS

# Shares	Description	Beg Book Value 07/01/08	End Book Value 06/30/09	FMV 06/30/09
193	Qualcomm Inc	9,638 60	6,735 27	8,723 60
0	Raytheon Co New	20,719 83	0 00	0 00
0	Ryanair Holdings PLC Spon ADR	1,118 41	0 00	0 00
0	Saks Inc	14,941 65	0 00	0 00
270	Schwab Charles Corp New	0 00	3,543 04	4,735 80
0	Shaw Group Inc	15,812 84	0 00	0 00
0	St Joe Co	15,218 38	0 00	0 00
149	State Street Corp	0 00	5,334 92	7,032 80
0	Starwood Hotels & Resorts Worldwide Inc New	17,772 48	0 00	0 00
47	Taubman Centers Inc	0 00	1,143 03	1,262 42
0	Ultra Petroleum Corp (Canada) Ord	2,220 56	0.00	0 00
78	Under Armour Inc CL A	0 00	1,826.44	1,745 64
407	US Bancorp Del (New)	0 00	7,519 45	7,293 44
135	Vail Resorts Inc	10,187 62	7,564.49	3,620.70
0	Visa Inc CL A	9,934 83	0 00	0 00
227	Walt Disney Co (Hldg Co) Disney Com	0 00	5,617 02	5,295.91
0	Wash Mutual Inc	8,249 52	0 00	0 00
303	Wells Fargo & Co New	26,365 13	7,522 73	7,350 78
86	Wynn Resorts Ltd	14,202 80	13,276 52	3,035 80
0	XTO Energy Inc	4,266 28	0 00	0.00
6,412	TOTAL UBS MARSICO A/C	410,181.47	226,677.20	224,423.93
	UBS NFJ INVESTMENT GROUP A/C			
0	Alcoa Inc	16,334 00	0 00	0 00
350	Allstate Corp	14,458 86	16,051 10	8,540 00
940	Altria Group Inc	13,645 01	17,903 05	15,406 60
310	Ameren Corp	16,164.69	16,164 69	7,715 90
0	Anheuser Busch Cos Inc	5,206 16	0 00	0.00
1,140	Annaly Capital Management Inc REIT	3,675 26	16,814.54	17,259 60
350	AT&T Inc	10,122 28	8,640.98	8,694 00
0	Bank of Amer Corp	12,960.75	0 00	0.00
125	Becton Dickinson & Co	0 00	8,385 39	8,913 75
0	Black & Decker Corp	16,676 61	0 00	0 00
355	Boeing Company	0 00	19,500 79	15,087 50
230	Cardinal Health Inc	0 00	7,617 62	7,026.50
0	Caterpillar Inc	15,618 05	0 00	0 00
0	CBS Corp New CL B	14,023 09	0 00	0 00
130	Chevron Corp	10,708 50	6,824 62	8,612 50
195	ConocoPhillips	14,451 25	12,024 60	8,201 70
100	Diamond Offshore Drilling Inc	15,910 83	9,389 19	8,305 00
395	Donnelley (R R.) & Sons Co	12,917 89	12,917 89	4,589 90



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**ATTACHMENT TO STATEMENT 5**  
**FORM 990-PF, PART II, LINE 10B**  
**INVESTMENTS - CORPORATE STOCKS**

# Shares	Description	Beg Book Value 07/01/08	End Book Value 06/30/09	FMV 06/30/09
0	Dow Chemical	31,657 44	0.00	0 00
275	Edison Intl	0 00	7,314 75	8,651 50
205	Embarq Corp	0 00	7,063 32	8,622 30
165	Encana Corp	0 00	11,282 04	8,162 55
0	Gannett Co	16,920 69	0 00	0 00
475	Glaxo Smithkline PLC ADR	32,671 06	24,355 06	16,786 50
405	Haliburton Co (Holding Co)	15,672 66	13,795 77	8,383 50
215	Harris Corp Dela	0 00	9,106 19	6,097 40
0	Hartford Fincl Services Group Inc	15,232 89	0 00	0 00
360	Home Depot Inc	27,147 59	9,651 51	8,506 80
0	Host Hotels & Resorts Inc (REIT)	14,507 18	0 00	0 00
0	Intel Corp	14,930 84	0 00	0 00
89	Intl Business Mach	0 00	8,858 97	9,293 38
40	Johnson & Johnson Com	0 00	2,146 54	2,272.00
250	JPMorgan Chase & Co	11,455 18	8,896 84	8,527 50
0	Keycorp New	15,144 64	0 00	0.00
165	Kimberly Clark Corp	13,407 40	10,289 40	8,650 95
345	Kraft Foods Inc CL A	16,448 26	11,402 63	8,742 30
0	Lincoln Natl Corp Ind	9,910 96	0 00	0 00
285	Marathon Oil Corp	7,065 00	6,711 75	8,587 05
575	Mattel Inc	9,609 24	9,609 24	9,228 75
225	Medtronic Inc	0 00	7,626 77	7,850 25
285	Metlife Inc	0 00	8,089 90	8,552 85
380	Microsoft Corp	0 00	8,379.45	9,032 60
690	New York Cmnty Bancorp	0 00	8,715 65	7,376 10
230	Norfolk Sthn Corp	0 00	7,835 25	8,664 10
0	Occidental Petroleum Crp	11,073 92	0 00	0 00
1,095	Pfizer Inc	31,747 90	28,058 57	16,425 00
200	PNC Financial Services Group	0 00	4,925 70	7,762 00
0	Regions Financial Corp	30,580 39	0 00	0 00
215	Reynolds Amern Inc (Holding Co)	9,809 75	8,436.38	8,303 30
160	Royal Dutch Shell PLC CL A Spon ADR	17,172 60	13,144 04	8,030.40
0	Seagate Technology	12,875 96	0 00	0 00
465	SUPERVALU Inc	0 00	8,184 05	6,021 75
145	Total S A France Spon ADR	15,063 81	12,154 57	7,863 35
190	Travelers Cos Inc/The	10,558.05	6,800 10	7,797 60
378	Valero Energy Corp New	0 00	7,837 83	6,384 42
275	Verizon Communications Inc	13,013 92	9,176 48	8,450 75
145	VF Corp	10,805 30	8,246 15	8,025 75
0	Wachovia Corp	16,389 18	0 00	0 00
290	Waste Mgmt Inc New	14,124 75	9,164.71	8,166 40
0	Whirlpool Corp	15,923 47	0 00	0 00
972	Windstream Corp	16,358.77	12,661 42	8,125 92
0	Wyeth	15,451 92	0 00	0 00

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FORM 990-PF, PART II, LINE 10B  
INVESTMENTS - CORPORATE STOCKS

# Shares	Description	Beg Book Value 07/01/08	End Book Value 06/30/09	FMV 06/30/09
1,050	Xerox Corp	7,192.52	14,275.27	6,804.00
155	3M Co	15,775.71	11,841.06	9,315.50
16,014	TOTAL UBS NFJ INVESTMENT GROUP A/C	708,572.18	488,271.82	397,817.47
93,812	TOTAL CORPORATE STOCK	3,037,288.17	2,264,566.62	1,802,204.46