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

2008

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 AUG 1, 2008, and ending JUL 31, 2009

G Check all that apply: Initial return Final return Amended return Address change Name change

Use the IRS label. **BEMIS - TRUST IN DIVERSITY**
 Otherwise, print **THOMAS E. PECKHAM, TRUSTEE**
 or type. **C/O 1100 N. MARKET ST**
 See Specific Instructions. **WILMINGTON, DE 19890-0900**

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **► \$ 8,361,207.** J Accounting method: Cash Accrual
 (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).) | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|---------------------------------------|--|---|---|---|---|
| Revenue | 1 Contributions, gifts, grants, etc., received 2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B interest on savings and temporary cash investments 3 Dividends and interest from securities 5a Gross rents b Net rental income or (loss) 6a Net gain or (loss) from sale of assets not on line 10 Gross sales price for all assets on line 6a b 3,220,216. 7 Capital gain net income (from Part IV, line 2) 8 Net short-term capital gain 9 Income modifications Gross sales less returns and allowances 10a Less: Cost of goods sold c Gross profit or (loss) 11 Other income 12 Total. Add lines 1 through 11 | 3,476,996. 144,456. -331,100. 3,290,352. | 144,456. 0. 144,456. 0. | N/A STATEMENT 1 0. 0. | |
| Operating and Administrative Expenses | 13 Compensation of officers, directors, trustees, etc 14 Other employee salaries and wages 15 Pension plans, employee benefits 16a Legal fees STMT 2 b Accounting fees c Other professional fees STMT 3 17 Interest 18 Taxes STMT 4 19 Depreciation and depletion 20 Occupancy 21 Travel, conferences, and meetings 22 Printing and publications 23 Other expenses STMT 5 24 Total operating and administrative expenses. Add lines 13 through 23 25 Contributions, gifts, grants paid 26 Total expenses and disbursements. Add lines 24 and 25 27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements b Net investment income (if negative, enter -0-) c Adjusted net income (if negative, enter -0-) | 26,990. 55,053. 20,533. 2,912. 113,816. 370,000. 483,816. 2,806,536. | 0. 27,527. 20,533. 1,391. 57,779. 370,000. 57,779. 86,677. | 27,528. 0. 0. 0. 0. 0. 0. 0. 0. | RECEIVED DEC 15 2009 RS-OSC OGDEN, UT 1,527. 29,055. 370,000. 399,055. |

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

BEMIS-TRUST IN DIVERSITY
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| Part II Balance Sheets | | Attached schedules and amounts in the description column should be for end-of-year amounts only | | |
|-------------------------------|---|---|-------------------|-----------------------|
| | | Beginning of year | End of year | |
| | | (a) Book Value | (b) Book Value | (c) Fair Market Value |
| Assets | 1 Cash - non-interest-bearing | | -579. | -579. |
| | 2 Savings and temporary cash investments | | 1,499,842. | 1,499,842. |
| | 3 Accounts receivable ► 87,554. | | 87,554. | 87,554. |
| | Less: allowance for doubtful accounts ► | | | |
| | 4 Pledges receivable ► | | | |
| | Less: allowance for doubtful accounts ► | | | |
| | 5 Grants receivable | | | |
| | 6 Receivables due from officers, directors, trustees, and other disqualified persons | | | |
| | 7 Other notes and loans receivable ► | | | |
| | Less: allowance for doubtful accounts ► | | | |
| | 8 Inventories for sale or use | | | |
| | 9 Prepaid expenses and deferred charges | | | |
| | 10a Investments - U.S. and state government obligations STMT 7 | 4,875,553. | 2,232,557. | 2,239,376. |
| | b Investments - corporate stock STMT 8 | 0. | 2,419,636. | 2,639,171. |
| | c Investments - corporate bonds | | | |
| | 11 Investments - land, buildings, and equipment basis ► | | | |
| | Less accumulated depreciation ► | | | |
| | 12 Investments - mortgage loans | | | |
| | 13 Investments - other STMT 9 | 53,547. | 1,506,265. | 1,895,843. |
| | 14 Land, buildings, and equipment basis ► | | | |
| | Less accumulated depreciation ► | | | |
| | 15 Other assets (describe ►) | | | |
| | 16 Total assets (to be completed by all filers) | 4,929,100. | 7,745,275. | 8,361,207. |
| Liabilities | 17 Accounts payable and accrued expenses | | | |
| | 18 Grants payable | | | |
| | 19 Deferred revenue | | | |
| | 20 Loans from officers, directors, trustees, and other disqualified persons | | | |
| | 21 Mortgages and other notes payable | | | |
| | 22 Other liabilities (describe ►) | | | |
| | 23 Total liabilities (add lines 17 through 22) | 0. | 0. | 0. |
| Net Assets or Fund Balances | Foundations that follow SFAS 117, check here ► <input type="checkbox"/> | | | |
| | and complete lines 24 through 26 and lines 30 and 31. | | | |
| | 24 Unrestricted | | | |
| | 25 Temporarily restricted | | | |
| | 26 Permanently restricted | | | |
| | Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> | | | |
| | and complete lines 27 through 31. | | | |
| | 27 Capital stock, trust principal, or current funds | 0. | 0. | 0. |
| | 28 Paid-in or capital surplus, or land, bldg., and equipment fund | 0. | 0. | 0. |
| | 29 Retained earnings, accumulated income, endowment, or other funds | 4,929,100. | 7,745,275. | STATEMENT 6 |
| | 30 Total net assets or fund balances | 4,929,100. | 7,745,275. | |
| | 31 Total liabilities and net assets/fund balances | 4,929,100. | 7,745,275. | |

Part III Analysis of Changes in Net Assets or Fund Balances

| | |
|---|---------------------|
| 1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) | 1 4,929,100. |
| 2 Enter amount from Part I, line 27a | 2 2,806,536. |
| 3 Other increases not included in line 2 (itemize) ► AMORTIZED PREMIUM | 3 9,640. |
| 4 Add lines 1, 2, and 3 | 4 7,745,276. |
| 5 Decreases not included in line 2 (itemize) ► ROUNDING | 5 1. |
| 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 | 6 7,745,275. |

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Part IV Capital Gains and Losses for Tax on Investment Income

| (a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.) | | | (b) How acquired P - Purchase D - Donation | (c) Date acquired (mo., day, yr.) | (d) Date sold (mo., day, yr.) |
|---|---|---|---|--------------------------------------|----------------------------------|
| 1a SEE ATTACHED | | | P | VARIOUS | VARIOUS |
| b SEE ATTACHED | | | P | VARIOUS | VARIOUS |
| c ISHARES SILVER TRUST | | | P | VARIOUS | VARIOUS |
| d CAPITAL GAINS DIVIDENDS | | | | | |
| 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 861,421. | | 743,038. | 118,383. | | |
| b 2,358,259. | | 2,808,278. | -450,019. | | |
| c 2. | | | 2. | | |
| d 534. | | | 534. | | |
| e | | | | | |
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | (i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h)) | | |
| (i) F.M.V. as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col. (i) over col. (j), if any | | | |
| a | | | | | 118,383. |
| b | | | | | -450,019. |
| c | | | | | 2. |
| d | | | | | 534. |
| 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 | -331,100. | |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 | { } | | 3 | N/A | |

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

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

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

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

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

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

| (a) Base period years Calendar year (or tax year beginning in) | (b) Adjusted qualifying distributions | (c) Net value of noncharitable-use assets | (d) Distribution ratio (col. (b) divided by col. (c)) |
|--|--|--|---|
| 2007 | 1,089,751. | 4,855,163. | .224452 |
| 2006 | 109,207. | 3,113,723. | .035073 |
| 2005 | 81,464. | 116,883. | .696970 |
| 2004 | 33,246. | 180,263. | .184431 |
| 2003 | 150,778. | 146,689. | 1.027875 |

| | | |
|--|---|------------|
| 2 Total of line 1, column (d) | 2 | 2.168801 |
| 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 | .433760 |
| 4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5 | 4 | 7,659,802. |
| 5 Multiply line 4 by line 3 | 5 | 3,322,516. |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | 6 | 867. |
| 7 Add lines 5 and 6 | 7 | 3,323,383. |
| 8 Enter qualifying distributions from Part XII, line 4 | 8 | 399,055. |

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.

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

| | | | | | | | | | | |
|---|---|---|---|---|-------------------|---|---|-------------------|---|--------|
| 1a Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1. | Date of ruling letter: _____ (attach copy of ruling letter if necessary-see instructions) | Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b | All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b) | Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) | Add lines 1 and 2 | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) | Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- | Credits/Payments: | 1 | 1,734. |
| | | | | | | | | | 2 | 0. |
| | | | | | | | | | 3 | 1,734. |
| | | | | | | | | | 4 | 0. |
| | 5 | 1,734. | | | | | | | | |
| a 2008 estimated tax payments and 2007 overpayment credited to 2008 | 6a | 867. | | | | | | | | |
| 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 | 867. | | | | | | | | |
| 8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached | 8 | 19. | | | | | | | | |
| 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed | 9 | 886. | | | | | | | | |
| 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid | 10 | | | | | | | | | |
| 11 Enter the amount of line 10 to be: Credited to 2009 estimated tax ► | 11 | | | | | | | | | |
| | Refunded ► | | | | | | | | | |

Part VII-A Statements Regarding Activities

| | Yes | No |
|--|-----|----|
| 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? | 1a | X |
| b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? <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> | 1b | X |
| c Did the foundation file Form 1120-POL for this year? | 1c | X |
| d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0. | | |
| e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0. | | |
| 2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i> | 2 | X |
| 3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i> | 3 | X |
| 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? | 4a | X |
| b If "Yes," has it filed a tax return on Form 990-T for this year? | 4b | |
| 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i> | 5 | X |
| 6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? | 6 | X |
| 7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i> | 7 | X |
| 8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► <u>MA</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> | 8b | X |
| 9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i> | 9 | X |
| 10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> | 10 | X |

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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)(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 ► **WILMINGTON TRUST COMPANY** Telephone no. ► **302-651-1035**

Located at ► **1100 N. MARKET STREET, WILMINGTON, DE** ZIP+4 ► **19890-0900**

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

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

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

1a During the year did the foundation (either directly or indirectly):

(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No

(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes No

(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) Yes No

b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?

N/A

►

Organizations relying on a current notice regarding disaster assistance check here

c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2008? 1c **X**

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): 1b

a At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008? Yes No

If "Yes," list the years ►

b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) 2b

c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.

N/A

►

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No

b If "Yes," did it have excess business holdings in 2008 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2008.) 3b

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a

b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008? 4b **X**

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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)?
 Yes No

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

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

N/A



5b

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

Yes No

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

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

Yes No

6b

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.

Yes No

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

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

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

| (a) Name and address | (b) Title, and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|----------------------|---|---|---|---------------------------------------|
| SEE STATEMENT 10 | | 0. | 0. | 0. |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

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

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

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



0

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

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



0

Part IX-A | Summary of Direct Charitable Activities

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

| 1 | N/A | Expenses |
|---|-----|----------|
| 2 | | |
| 3 | | |
| 4 | | |

Part IX-B | Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

Amount

| 1 | N/A | Amount |
|---|-----|--------|
| 2 | | |

All other program-related investments. See instructions.

| 3 | | |
|------------------------------|---|----|
| Total. Add lines 1 through 3 | ► | 0. |

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

| | | |
|---|----|------------|
| 1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: | | |
| a Average monthly fair market value of securities | 1a | 4,571,476. |
| b Average of monthly cash balances | 1b | 3,204,973. |
| c Fair market value of all other assets | 1c | |
| d Total (add lines 1a, b, and c) | 1d | 7,776,449. |
| e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) | 1e | 0. |
| 2 Acquisition indebtedness applicable to line 1 assets | 2 | 0. |
| 3 Subtract line 2 from line 1d | 3 | 7,776,449. |
| 4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) | 4 | 116,647. |
| 5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 7,659,802. |
| 6 Minimum investment return. Enter 5% of line 5 | 6 | 382,990. |

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 | 382,990. |
| 2a Tax on investment income for 2008 from Part VI, line 5 | 2a | 1,734. |
| b Income tax for 2008. (This does not include the tax from Part VI.) | 2b | |
| c Add lines 2a and 2b | 2c | 1,734. |
| 3 Distributable amount before adjustments. Subtract line 2c from line 1 | 3 | 381,256. |
| 4 Recoveries of amounts treated as qualifying distributions | 4 | 0. |
| 5 Add lines 3 and 4 | 5 | 381,256. |
| 6 Deduction from distributable amount (see instructions) | 6 | 0. |
| 7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | 7 | 381,256. |

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 | 399,055. |
| b Program-related investments - total from Part IX-B | 1b | 0. |
| 2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes | 2 | |
| 3 Amounts set aside for specific charitable projects that satisfy the: | | |
| a Suitability test (prior IRS approval required) | 3a | |
| b Cash distribution test (attach the required schedule) | 3b | |
| 4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 | 4 | 399,055. |
| 5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b | 5 | 0. |
| 6 Adjusted qualifying distributions. Subtract line 5 from line 4 | 6 | 399,055. |

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.

BEMIS-TRUST IN DIVERSITY
THOMAS E. PECKHAM, TRUSTEE

Form 990-PF (2008)

04-6747335

Page 9

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 | | | | 381,256. |
| 2 Undistributed income, if any, as of the end of 2007 | | | 0. | |
| a Enter amount for 2007 only | | | 0. | |
| b Total for prior years: | | | 0. | |
| 3 Excess distributions carryover, if any, to 2008: | | | | |
| a From 2003 | 143,445. | | | |
| b From 2004 | 24,260. | | | |
| c From 2005 | 75,638. | | | |
| d From 2006 | | | | |
| e From 2007 | 850,461. | | | |
| f Total of lines 3a through e | 1,093,804. | | | |
| 4 Qualifying distributions for 2008 from Part XII, line 4: ► \$ 399,055. | | | 0. | |
| a Applied to 2007, but not more than line 2a | | | 0. | |
| b Applied to undistributed income of prior years (Election required - see instructions) | | | 0. | |
| c Treated as distributions out of corpus (Election required - see instructions) ** | 399,055. | | | |
| d Applied to 2008 distributable amount | | | 0. | |
| 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).) | 381,256. | | | 381,256. |
| 6 Enter the net total of each column as indicated below: | 1,111,603. | | | |
| 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 instr. | | | 0. | |
| f Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009 | | | | 0. |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) | 0. | | | |
| 8 Excess distributions carryover from 2003 not applied on line 5 or line 7 | 0. | | | |
| 9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a | 1,111,603. | | | |
| 10 Analysis of line 9: | | | | |
| a Excess from 2004 | | | | |
| b Excess from 2005 | | | | |
| c Excess from 2006 | | | | |
| d Excess from 2007 | 712,548. | | | |
| e Excess from 2008 | 399,055. | | | |

** SEE STATEMENT 11

823581
01-02-09

Form 990-PF (2008)

BEMIS-TRUST IN DIVERSITY
THOMAS E. PECKHAM, TRUSTEE

Form 990-PF (2008)

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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 |
|---|---|--------------------------------|----------------------------------|-----------------|
| a Paid during the year | | | | |
| DANA FARBER CANCER INSTITUTE, BOSTON, MA 02115 | NONE | PUBLIC CHARITY | GENERAL | 250,000. |
| EMERSON UMBRELLA INC., CONCORD, MA 01742 | NONE | PUBLIC CHARITY | GENERAL | 10,000. |
| INTERNATIONAL CENTER FOR CONCILIATION, BOSTON, MA 02215 | NONE | PUBLIC CHARITY | GENERAL | 75,000. |
| FIDELITY CHARITABLE GIFT FUND, BOSTON, MA 02210 | NONE | PUBLIC CHARITY | GENERAL | 35,000. |
| Total | | | ► 3a | 370,000. |
| b Approved for future payment | | | | |
| NONE | | | | |
| Total | | | ► 3b | 0. |

823611 01-02-09

Form 990-PF (2008)

BEMIS-TRUST IN DIVERSITY
THOMAS E. PECKHAM, TRUSTEE

Form 990-PF (2008)

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Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Relationship of Activities to the Accomplishment of Exempt Purposes

823621
01-02-09

Form 990-PF (2008)

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

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.

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

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

| | | | | |
|---|-------------------------|-------------------------------|--------------------------|-------------------------------|
| Signature of officer or trustee | | Date | Title | |
| Paid Preparer's Use Only | Preparer's signature | <i>Katherine Burns</i> | Date | Check if self- employed |
| | KATHERINE BURNS | | 12/02/09 | <input type="checkbox"/> |
| Firm's name (or yours if self-employed), address, and ZIP code | | Preparer's identifying number | | |
| WILMINGTON TRUST COMPANY 1100 NORTH MARKET STREET WILMINGTON, DE 19890 - 00 | | P00300843 | | |
| | | EIN | <input type="checkbox"/> | |
| | | Phone no. | (302) 651-1942 | |

Name of organization

BEMIS-TRUST IN DIVERSITY
THOMAS E. PECKHAM, TRUSTEE

Employer identification number

04-6747335

Part I Contributors (see instructions)

| (a) No. | (b) Name, address, and ZIP + 4 | (c) Aggregate contributions | (d) Type of contribution | |
|------------|---|--------------------------------|--|--|
| 1 | THE CHARLOTTE H. BEMIS CHARITABLE REMAINDER TRUST C/O WILM TRUST CO. 1100 N. MARKET STREET WILMINGTON, DE 19890 | \$ 59,562. | <input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash | (Complete Part II if there is a noncash contribution.) |
| 2 | THE CHARLOTTE H. BEMIS CHARITABLE REMAINDER TRUST C/O WILM TRUST CO. 1100 N. MARKET STREET WILMINGTON, DE 19890 | \$ 3,417,434. | <input type="checkbox"/> Person <input type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash | (Complete Part II if there is a noncash contribution.) |
| (a) No. | (b) Name, address, and ZIP + 4 | (c) Aggregate contributions | (d) Type of contribution | |
| | | \$ _____ | <input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash | (Complete Part II if there is a noncash contribution.) |
| (a) No. | (b) Name, address, and ZIP + 4 | (c) Aggregate contributions | (d) Type of contribution | |
| | | \$ _____ | <input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash | (Complete Part II if there is a noncash contribution.) |
| (a) No. | (b) Name, address, and ZIP + 4 | (c) Aggregate contributions | (d) Type of contribution | |
| | | \$ _____ | <input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash | (Complete Part II if there is a noncash contribution.) |
| (a) No. | (b) Name, address, and ZIP + 4 | (c) Aggregate contributions | (d) Type of contribution | |
| | | \$ _____ | <input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash | (Complete Part II if there is a noncash contribution.) |

Name of organization

BEMIS-TRUST IN DIVERSITY
THOMAS E. PECKHAM, TRUSTEE

Employer identification number

04-6747335

Part II Noncash Property (see instructions)

| (a) No. from Part I | (b) Description of noncash property given | (c) FMV (or estimate) (see instructions) | (d) Date received |
|------------------------------|---|--|----------------------|
| 2 | <u>SEE ATTACHED STATEMENT</u> | \$ 3,534,479. | 08/19/08 |
| | | | |
| | | \$ | |
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FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT 1

| (A) DESCRIPTION OF PROPERTY | (B) GROSS SALES PRICE | (C) COST OR OTHER BASIS | (D) EXPENSE OF SALE | MANNER | DATE |
|--------------------------------|-----------------------------|-------------------------------|---------------------------|----------|----------|
| | | | | ACQUIRED | ACQUIRED |

| | | | | | | |
|--------------|--|--|--|-----------|---------|---------|
| SEE ATTACHED | | | | PURCHASED | VARIOUS | VARIOUS |
|--------------|--|--|--|-----------|---------|---------|

| (B) GROSS SALES PRICE | (C) COST OR OTHER BASIS | (D) EXPENSE OF SALE | (E) DEPREC. | (F) GAIN OR LOSS |
|-----------------------------|-------------------------------|---------------------------|----------------|---------------------|
| 861,421. | 743,038. | 0. | 0. | 118,383. |

| (A) DESCRIPTION OF PROPERTY | (B) GROSS SALES PRICE | (C) COST OR OTHER BASIS | (D) EXPENSE OF SALE | MANNER | DATE |
|--------------------------------|-----------------------------|-------------------------------|---------------------------|----------|----------|
| | | | | ACQUIRED | ACQUIRED |

| | | | | | | |
|--------------|--|--|--|-----------|---------|---------|
| SEE ATTACHED | | | | PURCHASED | VARIOUS | VARIOUS |
|--------------|--|--|--|-----------|---------|---------|

| (B) GROSS SALES PRICE | (C) COST OR OTHER BASIS | (D) EXPENSE OF SALE | (E) DEPREC. | (F) GAIN OR LOSS |
|-----------------------------|-------------------------------|---------------------------|----------------|---------------------|
| 2,358,259. | 2,808,278. | 0. | 0. | -450,019. |

| (A) DESCRIPTION OF PROPERTY | (B) GROSS SALES PRICE | (C) COST OR OTHER BASIS | (D) EXPENSE OF SALE | MANNER | DATE |
|--------------------------------|-----------------------------|-------------------------------|---------------------------|----------|----------|
| | | | | ACQUIRED | ACQUIRED |

| | | | | | | |
|----------------------|--|--|--|-----------|---------|---------|
| ISHARES SILVER TRUST | | | | PURCHASED | VARIOUS | VARIOUS |
|----------------------|--|--|--|-----------|---------|---------|

| (B) GROSS SALES PRICE | (C) COST OR OTHER BASIS | (D) EXPENSE OF SALE | (E) DEPREC. | (F) GAIN OR LOSS |
|-----------------------------|-------------------------------|---------------------------|----------------|---------------------|
| 2. | 0. | 0. | 0. | 2. |

| | |
|--------------------------------------|------|
| CAPITAL GAINS DIVIDENDS FROM PART IV | 534. |
|--------------------------------------|------|

| | |
|---------------------------------------|-----------|
| TOTAL TO FORM 990-PF, PART I, LINE 6A | -331,100. |
|---------------------------------------|-----------|

FORM 990-PF

LEGAL FEES

STATEMENT 2

| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| LEGAL FEES | 55,053. | 27,527. | | 27,528. |
| TO FM 990-PF, PG 1, LN 16A | 55,053. | 27,527. | | 27,528. |

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 3

| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| INVESTMENT MANAGEMENT FEES | 20,533. | 20,533. | | 0. |
| TO FORM 990-PF, PG 1, LN 16C | 20,533. | 20,533. | | 0. |

FORM 990-PF

TAXES

STATEMENT 4

| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|-----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| EXCISE TAXES | 7,010. | 7,010. | | 0. |
| FOREIGN TAXES | 1,318. | 1,318. | | 0. |
| TO FORM 990-PF, PG 1, LN 18 | 8,328. | 8,328. | | 0. |

FORM 990-PF

OTHER EXPENSES

STATEMENT 5

| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|-----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| REAL ESTATE EXPENSES | 2,691. | 1,345. | | 1,346. |
| MA FILING FEES | 175. | 0. | | 181. |
| COMMODITY TRUSTS | 40. | 40. | | 0. |
| OTHER | 6. | 6. | | 0. |
| TO FORM 990-PF, PG 1, LN 23 | 2,912. | 1,391. | | 1,527. |

| FORM 990-PF | OTHER FUNDS | STATEMENT | 6 |
|-------------|-------------|-----------|---|
|-------------|-------------|-----------|---|

| DESCRIPTION | (A) BEGINNING OF YEAR | (B) END OF YEAR |
|--|-----------------------------|-----------------------|
| | 4,929,100. | 7,745,275. |
| TOTAL TO FORM 990-PF, PART II, LINE 29 | 4,929,100. | 7,745,275. |

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

| DESCRIPTION | U.S. GOV'T | OTHER GOV'T | BOOK VALUE | FAIR MARKET VALUE |
|--|---------------|----------------|------------|----------------------|
| US GVT FUND BONDS | X | | 136,175. | 130,234. |
| | X | | 2,096,382. | 2,109,142. |
| TOTAL U.S. GOVERNMENT OBLIGATIONS | | | 2,232,557. | 2,239,376. |
| TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS | | | | |
| TOTAL TO FORM 990-PF, PART II, LINE 10A | | | 2,232,557. | 2,239,376. |

| FORM 990-PF | CORPORATE STOCK | STATEMENT | 8 |
|-------------|-----------------|-----------|---|
|-------------|-----------------|-----------|---|

| DESCRIPTION | BOOK VALUE | FAIR MARKET VALUE |
|---|------------|----------------------|
| COMMON STOCK | 2,419,636. | 2,639,171. |
| TOTAL TO FORM 990-PF, PART II, LINE 10B | 2,419,636. | 2,639,171. |

| FORM 990-PF | OTHER INVESTMENTS | STATEMENT | 9 |
|-------------|-------------------|-----------|---|
|-------------|-------------------|-----------|---|

| DESCRIPTION | VALUATION METHOD | BOOK VALUE | FAIR MARKET VALUE |
|------------------------------------|---------------------|------------|----------------------|
| W DISMANTLED BUILDINGS, CONCORD MA | COST | 53,547. | 53,547. |
| MUTUAL FUNDS | COST | 1,165,330. | 1,510,598. |
| DB COMMODITY INDEX | COST | 64,589. | 70,848. |
| DB AGRICULTURAL FUND | COST | 55,590. | 57,717. |
| ISHARES | COST | 37,518. | 53,773. |

BEMIS-TRUST IN DIVERSITY THOMAS E. PECK

04-6747335

| | | | |
|--|------|------------|------------|
| SPDR GOLD TRUST | COST | 129,691. | 149,360. |
| TOTAL TO FORM 990-PF, PART II, LINE 13 | | 1,506,265. | 1,895,843. |

| | | |
|-------------|---|--------------|
| FORM 990-PF | PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS | STATEMENT 10 |
|-------------|---|--------------|

| NAME AND ADDRESS | TITLE AND AVRG HRS/WK | COMPEN- SATION | EMPLOYEE BEN PLAN CONTRIB | EXPENSE ACCOUNT |
|---|--------------------------|-------------------|---------------------------------|--------------------|
| T.E. PECKHAM C/O BINGHAM MCCUTCHEN TRUSTEE ONE FEDERAL STREET BOSTON, MA 02110-1726 | 1.00 | 0. | 0. | 0. |
| E. BEMIS C/O BINGHAM MCCUTCHEN ONE FEDERAL STREET BOSTON, MA 02110-1726 | TRUSTEE 0.00 | 0. | 0. | 0. |
| G. BEMIS C/O BINGHAM MCCUTCHEN ONE FEDERAL STREET BOSTON, MA 02110-1726 | TRUSTEE 0.00 | 0. | 0. | 0. |
| M. BEMIS C/O BINGHAM MCCUTCHEN ONE FEDERAL STREET BOSTON, MA 02110-1726 | TRUSTEE 0.00 | 0. | 0. | 0. |
| A. BEMIS C/O BINGHAM MCCUTCHEN ONE FEDERAL STREET BOSTON, MA 02110-1726 | TRUSTEE 0.00 | 0. | 0. | 0. |
| TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII | | 0. | 0. | 0. |

FORM 990-PF

ELECTION UNDER REGULATIONS SECTION
53.4942(A)-3(D)(2) TO TREAT
EXCESS QUALIFYING DISTRIBUTIONS
AS DISTRIBUTIONS OUT OF CORPUS

STATEMENT 11

THE BEMIS - TRUST IN DIVERSITY FOUNDATION ELECTS TO TREAT THE CURRENT YEAR'S DISTRIBUTABLE AMOUNT OUT OF CORPUS. IN ADDITION, CURRENT YEAR QUALIFYING DISTRIBUTIONS ARE TO BE ADDED TO CORPUS FOR FUTURE USE.

BEMIS-TRUST IN DIVERSITY
085807-000
JULY 31, 2009

| Category | Description | Quantity | Market Value | Federal Tax Cost | Unit Tax Cost | Unrealized Gain/Loss | EAI |
|--------------------------------|--|---------------------|-------------------|-------------------|---------------|----------------------|-----------------|
| Common Stocks And Convertibles | BEMIS COMPANY COMMON | 11,000 0000 | 289,520.00 | 304,810.00 | 26 3550 | (385.00) | 9,900.00 |
| TOTAL | | 11,000.0000 | 289,520.00 | 304,810.00 | | (385.00) | 9,900.00 |
| Common Stocks And Convertibles | U S TREASURY NOTE SER C DTD 8/15/99 6% 08/15/2008 | 11,000.0000 | 289,520.00 | 304,810.00 | | (385.00) | 9,900.00 |
| Bonds And Notes | | 130,000.0000 | 130,234.00 | 134,925.70 | 104 7500 | (5,941.00) | 7,800.00 |
| | | 130,000.0000 | 130,234.00 | 134,925.70 | | (5,941.00) | 7,800.00 |
| Bonds And Notes | FEDERAL FARM CREDIT BANK DTD 1/18/2008 4.41% 1/18/2018 | 200,000 0000 | 202,938.00 | 220,820.00 | 110 4100 | (17,882.00) | 8,820.00 |
| Bonds And Notes | FEDERAL FARM CREDIT BANK DTD 12/29/2005 5% 5/3/2016 | 100,000 0000 | 106,344.00 | 110,840.00 | 110 9400 | (4,596.00) | 5,000.00 |
| Bonds And Notes | FEDERAL FARM CREDIT BANK DTD 5/2/2008 4.55% 5/2/2017 | 100,000 0000 | 102,969.00 | 110,820.00 | 110 9200 | (7,951.00) | 4,550.00 |
| Bonds And Notes | FEDERAL FARM CREDIT BANK DTD 6/16/2005 4.375% 8/16/2015 | 100,000 0000 | 105,406.00 | 109,530.00 | 108 5300 | (4,124.00) | 4,375.00 |
| Bonds And Notes | FEDERAL HOME LOAN BANK BOND DTD 1/17/2008 3.375% 2/27/2013 | 200,000 0000 | 208,062.00 | 203,721.10 | 101 8606 | 4,340.90 | 6,750.00 |
| Bonds And Notes | FEDERAL HOME LOAN BANK DTD 5/18/2007 4.875% 5/14/2010 | 100,000 0000 | 103,375.00 | 105,855.70 | 105 9557 | (2,580.70) | 4,875.00 |
| Bonds And Notes | FEDERAL HOME LOAN BANK DTD 7/3/2008 3.825% 7/1/2011 | 100,000 0000 | 104,531.00 | 101,556.80 | 101 5568 | 2,974.20 | 3,626.00 |
| Bonds And Notes | FEDERAL HOME LOAN BANK NOTE 4.5% 11/15/2012 | 50,000 0000 | 53,844.00 | 55,039.10 | 110 0782 | (1,195.10) | 2,250.00 |
| Bonds And Notes | FEDERAL HOME LOAN BANK Ser 658 DTD 5/3/2008 5.375% 5/18/2016 DTD 4/5/2007 5% 4/18/2017 | 100,000 0000 | 111,781.00 | 103,238.10 | 103 2381 | 8,542.90 | 5,375.00 |
| Bonds And Notes | FEDERAL HOME LOAN MORTGAGE CORP NOTE DTD 7/14/2005 4.375% 7/17/2015 | 100,000 0000 | 106,344.00 | 99,243.30 | 99.2433 | 10,225.70 | 5,000.00 |
| Bonds And Notes | FEDERAL HOME LOAN MORTGAGE CORP NOTE DTD 10/12/2007 5.125% 11/17/2017 | 100,000 0000 | 110,188.00 | 100,088.90 | 100.0889 | 10,099.10 | 5,125.00 |
| Bonds And Notes | FEDERAL HOME LOAN MORTGAGE CORP NOTE DTD 1/14/2008 3.25% 2/25/2011 | 100,000 0000 | 103,344.00 | 100,579.10 | 100.5791 | 2,764.90 | 3,250.00 |

BEMIS-TRUST IN DIVERSITY
085807-000
JULY 31, 2009

| Category | Description | Quantity | Market Value | Federal Tax Cost | Unit Tax Cost | Unrealized Gain/Loss | EAI |
|------------------------------|--|----------------|--------------|------------------|---------------|----------------------|-----------|
| Bonds And Notes | FEDERAL HOME LOAN MORTGAGE CORPORATION DTD 4/4/2008 2.75% 4/11/2011 | 100,000 0000 | 102,844.00 | 103,074.40 | 103,0744 | (230.40) | 2,750.00 |
| Bonds And Notes | FEDERAL NATIONAL MORTG ASSOC NOTES DTD 3/6/2007 4.75% 3/12/2010 | 100,000 0000 | 102,750.00 | 102,844.16 | 102,8442 | (94.16) | 4,750.00 |
| Bonds And Notes | FEDERAL NATIONAL MORTGAGE ASSOCIATION NOTE 4 125% 04/15/2014 | 100,000 0000 | 106,188.00 | 108,933.00 | 108,9330 | (2,745.00) | 4,125.00 |
| Bonds And Notes | FEDERAL NATIONAL MORTGAGE ASSOCIATION NOTE 4 375% 09/15/2012 | 150,000.0000 | 160,734.00 | 157,563.55 | 105,0424 | 3,170.45 | 6,562.50 |
| Bonds And Notes | FEDERAL NATIONAL MORTGAGE ASSOCIATION DTD 9/17/2004 4.625% 10/15/2014 | 100,000 0000 | 108,031.00 | 102,397.60 | 102,3976 | 5,633.40 | 4,625.00 |
| | | 2,000,000.0000 | 2,109,142.00 | 2,096,581.81 | 2,096,581.81 | 12,760.19 | 86,182.50 |
| TOTAL Bonds And Notes | WILMINGTON US GOVT FUND W CLASS | 2,130,000.0000 | 2,239,376.00 | 2,231,307.51 | 6,819.19 | 93,982.50 | |
| Short-Term Investments | | 1,307,911.9000 | 1,307,911.90 | 1,307,911.90 | 0.00 | 0.00 | 130.80 |
| TOTAL Short-Term Investments | | 1,307,911.9000 | 1,307,911.90 | 1,307,911.90 | 0.00 | 0.00 | 130.80 |
| | | 3,448,911.8600 | 3,848,807.80 | 3,844,029.41 | 6,434.19 | 104,013.30 | |
| Short-Term Investments | WILMINGTON US GOVT FUND W CLASS | 152,570.8500 | 152,570.95 | 152,570.95 | 1 0000 | 0.00 | 15.26 |
| TOTAL Short-Term Investments | | 152,570.8500 | 152,570.95 | 152,570.95 | 0.00 | 0.00 | 15.26 |
| | | 162,570.8600 | 162,570.95 | 162,570.95 | 0.00 | 0.00 | 15.26 |
| | | 3,601,482.8500 | 3,989,378.85 | 3,996,800.36 | 6,434.19 | 104,028.56 | |

BEMIS-TRUST IN DIVERSITY
085807-900
JULY 31, 2009

| Category | Description | Quantity | Market Value | Federal Tax Cost | Unit Tax Cost | Unrealized Gain/Loss | EAI |
|--------------------------------|--|--------------------|---------------------|---------------------|---------------|----------------------|-------------------|
| Common Stocks And Convertibles | ENERGY SELECT SECTOR SPDR | 1,675 0000 | 84,788.50 | 80,387.44 | 47.9825 | 4,401.06 | 1,698.45 |
| TOTAL | | 1,675,0000 | 84,788.50 | 80,387.44 | | | 4,401.06 |
| Common Stocks And Convertibles | | | | | | | |
| Mutual Funds | ISHARES FTSE/XINHUA CHINA 25 INDEX FUND | 1,675,0000 | 84,788.50 | 80,387.44 | | | 4,401.06 |
| Mutual Funds | ISHARES INC MSCI CANADA INDEX FUND | 2,700,0000 | 113,022.00 | 93,330.37 | 34.5668 | 19,691.63 | 1,698.45 |
| Mutual Funds | ISHARES INC MSCI JAPAN INDEX FUND | 9,075 0000 | 219,615.00 | 170,514.59 | 18.7895 | 49,100.41 | 816.75 |
| Mutual Funds | ISHARES INC MSCI SWEDEN INDEX FUND | 12,575 0000 | 124,115.25 | 107,924.94 | 8.5925 | 16,190.31 | 1,257.50 |
| Mutual Funds | ISHARES INC MSCI SWEDEN INDEX FUND | 3,300 0000 | 72,600.00 | 61,718.26 | 18.7025 | 10,881.74 | 2,933.70 |
| Mutual Funds | ISHARES MSCI BRAZIL INDEX FUND | 1,825 0000 | 105,120.00 | 61,693.82 | 33.8048 | 43,426.18 | 1,514.75 |
| Mutual Funds | ISHARES MSCI CHILE INVEST MTK INDEX FUND | 925 0000 | 43,058.75 | 40,600.09 | 43.8920 | 2,458.66 | 764.98 |
| Mutual Funds | ISHARES SILVER TRUST | 3,825 0000 | 53,772.50 | 37,518.30 | 9.5625 | 16,239.69 | 0.00 |
| Mutual Funds | ISHARES TRUST MSCI LCAFE INDEX FUND | 8,100 0000 | 408,321.00 | 313,928.62 | 38.7566 | 94,392.38 | 15,309.00 |
| Mutual Funds | ISHARES TRUST MSCI EMERGING MARKETS INDEX FUND | 1,875 0000 | 67,087.50 | 48,117.19 | 25.6625 | 18,970.31 | 828.13 |
| Mutual Funds | POWERSHARES DB AGRICULTURE FUND | 2,275 0000 | 57,716.75 | 55,589.90 | 24.4428 | 2,109.18 | 0.00 |
| Mutual Funds | POWERSHARES DB COMMODITY INDEX TRACKING | 3,075,0000 | 70,848.00 | 64,589.27 | 21.0398 | 6,150.41 | 2,337.00 |
| Mutual Funds | SPDR GOLD TRUST | 1,600 0000 | 149,360.00 | 129,690.54 | 81.0717 | 19,645.28 | 0.00 |
| Mutual Funds | TEMPLETON DRAGON FUND INC COMMON | 2,150,0000 | 55,685.00 | 31,208.54 | 14.5156 | 24,476.46 | 1,244.85 |
| Mutual Funds | VANGUARD SMALL-CAP ETF | 6,025 0000 | 301,973.00 | 236,293.61 | 39.2169 | 65,679.39 | 126.53 |
| | | | | | | | |
| TOTAL | | 59,425.0000 | 1,842,294.75 | 1,452,718.04 | | | 389,412.03 |
| Mutual Funds | WILMINGTON US GOVT FUND W CLASS | 39,359 3000 | 39,359.30 | 39,359.30 | 1.0000 | 0.00 | 3.94 |
| | | | | | | | |
| TOTAL | | 39,359.3000 | 39,359.30 | 39,359.30 | | | 0.00 |
| Short-Term Investments | CASH RECEIVABLE Sold | | | | | | |
| | VANGUARD SMALL-CAP ETF TO SETTLE ON 2009-08-04 | 54,392 8400 | 54,392.84 | 54,392.84 | 1.0000 | 0.00 | 0.00 |
| | | | | | | | |
| Cash Payables/Receivables | | | | | | | |
| | TOTAL Cash Payables/Receivables | 54,392.8400 | 54,392.84 | 54,392.84 | 1.0000 | 0.00 | 0.00 |

BEMIS-TRUST IN DIVERSITY
085807-900
JULY 31, 2009

| Category | Description | Quantity | Market Value | Federal Tax Cost | Unit Tax Cost | Unrealized Gain/Loss | EAI |
|--------------|--------------------|----------|--------------|------------------|---------------|----------------------|-----------|
| Cash | US DOLLAR CURRENCY | | 1,026,851.39 | 1,026,857.62 | | 32,813.09 | 30,699.98 |
| | | | (230.05) | (230.05) | 1,0000 | 0.00 | 0.00 |
| | | | (230.0500) | (230.05) | | 0.00 | 0.00 |
| TOTAL | | | (230.0500) | (230.05) | | 0.00 | 0.00 |
| Cash | | | (230.0500) | (230.05) | | 0.00 | 0.00 |

BEMIS-TRUST IN DIVERSITY
085807-901
JULY 31, 2009

| Category | Description | Quantity | Market Value | Federal Tax Cost | Unit Tax Cost | Unrealized Gain/Loss | EAI |
|--------------------------------|-----------------------------------|-------------|--------------|------------------|---------------|----------------------|-----------|
| Common Stocks And Convertibles | APACHE CORPORATION COMMON | 850 0000 | 71,357.50 | 62,685.47 | 73.7476 | 8,672.03 | 510.00 |
| Common Stocks And Convertibles | CONOCOPHILLIPS COMMON | 1,825 0000 | 79,770.75 | 87,874.85 | 48.1506 | (8,104.10) | 3,431.00 |
| Common Stocks And Convertibles | MURPHY OIL CORP COMMON | 1,600 0000 | 93,120.00 | 74,888.99 | 46.8056 | 18,231.01 | 1,600.00 |
| Common Stocks And Convertibles | NOBLE ENERGY INC COMMON | 1,100 0000 | 67,232.00 | 62,486.38 | 56.8058 | 4,745.61 | 792.00 |
| Common Stocks And Convertibles | CVS/CAREMARK CORPORATION | 5,375 0000 | 311,480.25 | 287,935.70 | | 23,544.55 | 6,333.00 |
| Common Stocks And Convertibles | MCDONALD'S CORPORATION COMMON | 4,450 0000 | 148,986.00 | 120,777.55 | 27.1410 | 28,208.45 | 1,357.25 |
| Common Stocks And Convertibles | PROCTER & GAMBLE CO COMMON | 1,750 0000 | 96,355.00 | 101,076.15 | 57.7578 | (4,721.15) | 3,500.00 |
| Common Stocks And Convertibles | | 3,330 0000 | 184,848.30 | 222,154.48 | 63.4075 | (26,298.68) | 5,860.80 |
| Common Stocks And Convertibles | ALLERGAN COMMON | 9,530 0000 | 430,189.30 | 444,008.18 | | (2,811.38) | 10,718.05 |
| Common Stocks And Convertibles | GENZYME CORP COMMON | 1,125 0000 | 74,802.00 | 66,945.20 | 47.8180 | 7,856.80 | 280.00 |
| Common Stocks And Convertibles | GILEAD SCIENCES COMMON | 1,425 0000 | 58,376.25 | 72,256.79 | 64.2283 | (13,880.54) | 0.00 |
| Common Stocks And Convertibles | NOVARTIS AG SPONSORED ADR | 1,725 0000 | 69,725.25 | 64,341.44 | 45.1519 | 5,383.81 | 0.00 |
| Common Stocks And Convertibles | TEVA PHARMACEUTICAL IND'S LTD ADR | 1,250 0000 | 78,694.50 | 78,747.28 | 45.6506 | (52.78) | 2,508.15 |
| Common Stocks And Convertibles | DISNEY WAIT CO COMMON | 6,925.0000 | 348,273.00 | 335,568.66 | | 12,704.34 | 3,349.40 |
| Common Stocks And Convertibles | STAPLES COMMON | 3,150 0000 | 79,128.00 | 60,841.30 | 19.3147 | 18,286.70 | 1,102.50 |
| Common Stocks And Convertibles | | 3,900 0000 | 81,978.00 | 62,371.53 | 15.9927 | 19,606.47 | 1,287.00 |
| Common Stocks And Convertibles | FLUOR CORP COMMON NEW | 7,050.0000 | 161,108.00 | 123,212.83 | | 37,893.17 | 2,389.50 |
| Common Stocks And Convertibles | KHD HUMBOLDT WEDAG | 1,150 0000 | 60,720.00 | 44,082.49 | 38.3326 | 16,637.51 | 575.00 |
| Common Stocks And Convertibles | UNITED TECHNOLOGIES CORP COMMON | 3,325.0000 | 31,654.00 | 26,350.63 | 7.9250 | 5,303.37 | 0.00 |
| Common Stocks And Convertibles | | 1,600 0000 | 87,152.00 | 76,869.10 | 48.0432 | 10,282.90 | 2,464.00 |
| Common Stocks And Convertibles | APPLIED MICRO CIRCUITS | 6,075.0000 | 179,526.00 | 147,302.22 | | 32,223.78 | 3,039.00 |
| Common Stocks And Convertibles | GOOGLE INC CLASS A | 8,950.0000 | 77,417.50 | 36,180.37 | 4.0425 | 41,237.13 | 0.00 |
| Common Stocks And Convertibles | MICROSOFT CORP COMMON | 200 0000 | 88,610.00 | 79,400.28 | 397.0014 | 9,209.72 | 0.00 |
| Common Stocks And Convertibles | ORACLE CORP COMMON | 8,125 0000 | 191,100.00 | 152,915.15 | 18.8203 | 38,184.85 | 4,225.00 |
| Common Stocks And Convertibles | SYNOPSYS COMMON | 5,050 0000 | 111,756.50 | 78,590.12 | 15.5624 | 33,166.38 | 1,010.00 |
| Common Stocks And Convertibles | | 3,425 0000 | 68,431.50 | 66,446.03 | 19.4003 | 1,985.47 | 0.00 |
| Common Stocks And Convertibles | ACE LIMITED | 25,750.0000 | 537,315.50 | 413,531.95 | | 123,783.55 | 5,235.00 |
| Common Stocks And Convertibles | BANK OF NEW YORK MELLON CORP | 2,200 0000 | 107,932.00 | 100,297.63 | 45.5898 | 7,634.37 | 2,728.00 |
| Common Stocks And Convertibles | | 2,950 0000 | 69,717.00 | 65,026.87 | 25.5007 | 4,690.33 | 918.00 |
| Common Stocks And Convertibles | | 4,750.0000 | 177,649.00 | 165,324.30 | | 12,324.70 | 3,846.00 |

BEMIS-TRUST IN DIVERSITY
085807-901
JULY 31, 2009

ACCT 976F 085807-000
FROM 08/01/2008
TO 07/31/2009

STATEMENT OF CAPITAL GAINS AND LOSSES
BEMIS-TRUST IN DIVERSITY
C H & J R BEMIS & T E PECKHAM TRUSTEES
TRUST YEAR ENDING 07/31/2009

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TAX PREPARER: KAB
TRUST ADMINISTRATOR: KXG
INVESTMENT OFFICER: RMH

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

| PROPERTY DESCRIPTION | SHARES | DATE | SALES PRICE | COST BASIS | GAIN/LOSS | TERM |
|---|--------|------|-------------|------------|-----------|-----------------|
| 70000.0000 HOPKINTON MASS DTD 9/1/1998 4.4% 9/1/2008 - 440182HZ9 - MINOR = 10120 | | | | | | |
| SOLD 09/02/2008 70000.00 | | | | | | |
| ACQ 70000.0000 01/01/1970 70000.00 | | | | 70000.00 | | 0.00 LT15 |
| 1897.0000 AMERICAN INTERNATIONAL GROUP INC CAP - 026874107 - MINOR = 31001 | | | | | | |
| SOLD 09/17/2008 3808.21 | | | | | | |
| ACQ I 1897.0000 08/19/2008 3808.21 | | | | 38774.68 | | -34966.47 LT15 |
| **CHANGED** 01/12/09 EAD | | | | | | |
| 100000.0000 U S TREASURY DISC BILLS DTD 4/3/2008 10/2/2008 - 912795G88 - MINOR = 1010 | | | | | | |
| SOLD 10/02/2008 99347.00 | | | | | | |
| ACQ I 100000.0000 08/19/2008 99347.00 | | | | 99803.35 | | -456.35 LT15 |
| **CHANGED** 10/23/09 KAB | | | | | | |
| 50000.0000 BERNALILLO CNTY N M SER A DTD 10/16/2007 4% 8/1/2016 - 085275YF6 - MINOR = 10120 | | | | | | |
| SOLD 11/05/2008 49300.00 | | | | | | |
| ACQ 50000 0000 01/01/1970 49300.00 | | | | 51903.50 | | -2603.50 LT15 |
| **CHANGED** 10/23/09 KAB | | | | | | |
| 140000.0000 MASSACHUSETTS ST DTD 8/1/2001 4 1% 12/1/2010 - 5758273E8 - MINOR = 10120 | | | | | | |
| SOLD 11/05/2008 143582.60 | | | | | | |
| ACQ I 140000 0000 08/19/2008 143582.60 | | | | 145804.40 | | -2221.80 LT15 |
| **CHANGED** 10/23/09 KAB | | | | | | |
| 50000.0000 MCKINNEY TEX REF DTD 5/1/2006 4.125% 8/15/2012 - 581646YT7 - MINOR = 10120 | | | | | | |
| SOLD 11/05/2008 50765.50 | | | | | | |
| ACQ I 50000.0000 08/19/2008 50765.50 | | | | 52153.00 | | -1387.50 LT15 |
| **CHANGED** 10/23/09 KAB | | | | | | |
| 150000.0000 NORTHBOROUGH-SOUTHBOROUGH REGT SCH DIST DTD 10/15/2002 3.5% 6/15/2011 - 663799AU8 - MINOR = 10120 | | | | | | |
| SOLD 11/05/2008 152233.50 | | | | | | |
| ACQ I 150000.0000 08/19/2008 152233.50 | | | | 153841.50 | | -1608.00 LT15 |
| **CHANGED** 10/23/09 KAB | | | | | | |
| 125000.0000 SALT LAKE CITY UTAH SCH DIST DTD 2/23/2006 4% 3/1/2015 - 795608PN2 - MINOR = 10120 | | | | | | |
| SOLD 11/05/2008 126412.50 | | | | | | |
| ACQ I 125000.0000 08/19/2008 126412.50 | | | | 130091.25 | | -3678.75 LT15 |
| **CHANGED** 10/23/09 KAB | | | | | | |
| 100000.0000 WACO TEX CTFS OBLIG DTD 2/1/2006 4% 2/1/2013 - 929828Y39 - MINOR = 10120 | | | | | | |
| SOLD 11/05/2008 100954.00 | | | | | | |
| ACQ I 100000.0000 08/19/2008 100954.00 | | | | 103078.00 | | -2124.00 LT15 |
| **CHANGED** 10/23/09 KAB | | | | | | |
| 75000 0000 WEST DES MOINES IOWA REF SER A DTD 4/1/2005 3.625% 6/1/2012 - 952530YW7 - MINOR = 10120 | | | | | | |
| SOLD 11/05/2008 75810.75 | | | | | | |
| ACQ 75000.0000 01/01/1970 75810.75 | | | | 77308.50 | | -1497.75 LT15 |
| **CHANGED** 10/23/09 KAB | | | | | | |
| 800.0000 CITIGROUP INC COM - 172967101 - MINOR = 31000 | | | | | | |
| SOLD 11/18/2008 6797.96 | | | | | | |
| ACQ I 800.0000 08/19/2008 6797.96 | | | | 13876.00 | | -7078.04 LT15 |
| **CHANGED** 01/12/09 EAD | | | | | | |
| 500000.0000 US TREASURY BILL DTD 5/22/2008 11/20/2008 - 912795H79 - MINOR = 1010 | | | | | | |
| SOLD 11/20/2008 497672.50 | | | | | | |
| ACQ 500000 0000 08/19/2008 497672.50 | | | | 497672.50 | | 0.00 LT15 |
| 1000 0000 B B & T CORPORATION COMMON - 054937107 - MINOR = 5005 | | | | | | |
| SOLD 12/02/2008 25354.35 | | | | | | |
| ACQ I 1000.0000 08/19/2008 25354.35 | | | | 27815.00 | | -2460.65 LT15 |
| **CHANGED** 10/23/09 KAB | | | | | | |
| 1200 0000 BP AMOCO PLC SPONSORED ADR - 055622104 | | | | | | |
| SOLD 12/02/2008 55104.65 | | | | | | |
| ACQ I 1200.0000 08/19/2008 55104.65 | | | | 68454.00 | | -13349.35 LT15 |
| **CHANGED** 11/17/09 KAB | | | | | | |
| 650.0000 CINTAS CORP COMMON - 172908105 - MINOR = 5005 | | | | | | |
| SOLD 12/02/2008 14837.84 | | | | | | |
| ACQ I 650.0000 08/19/2008 14837.84 | | | | 19968.00 | | -5130.16 LT15 |
| **CHANGED** 10/23/09 KAB | | | | | | |
| 2400.0000 COCA COLA CO COM - 191216100 - MINOR = 31001 | | | | | | |
| SOLD 12/02/2008 105969.48 | | | | | | |
| ACQ I 2400.0000 08/19/2008 105969.48 | | | | 130282.80 | | -24313.32 LT15 |
| **CHANGED** 10/23/09 KAB | | | | | | |
| 600.0000 EXXON MOBIL CORPORATION COMMON - 30231G102 - MINOR = 31001 | | | | | | |
| SOLD 12/02/2008 45646.24 | | | | | | |
| ACQ I 600.0000 08/19/2008 45646.24 | | | | 46392.00 | | -745.76 LT15 |
| **CHANGED** 10/23/09 KAB | | | | | | |
| 3360.0000 GENERAL ELECTRIC CO. - 369604103 - MINOR = 31001 | | | | | | |
| SOLD 12/02/2008 56674.48 | | | | | | |
| ACQ I 3360.0000 08/19/2008 56674.48 | | | | 96919.20 | | -40244.72 LT15 |
| **CHANGED** 10/23/09 KAB | | | | | | |
| 3000.0000 MERCK & CO INC COM - 589331107 - MINOR = 31001 | | | | | | |
| SOLD 12/02/2008 78186.16 | | | | | | |
| ACQ I 3000.0000 08/19/2008 78186.16 | | | | 106035.00 | | -27848.84 LT15 |
| **CHANGED** 10/23/09 KAB | | | | | | |
| 800.0000 NORTHERN TRUST CORP COMMON - 665859104 - MINOR = 5005 | | | | | | |
| SOLD 12/02/2008 32556.13 | | | | | | |
| ACQ I 800 0000 08/19/2008 32556.13 | | | | 60644.00 | | -28087.87 LT15 |
| **CHANGED** 10/23/09 KAB | | | | | | |
| 4000.0000 STATE STREET CORP COM - 857477103 - MINOR = 5010 | | | | | | |
| SOLD 12/02/2008 145389.18 | | | | | | |
| ACQ I 4000 0000 08/19/2008 145389.18 | | | | 264500.00 | | -119110.82 LT15 |
| **CHANGED** 10/23/09 KAB | | | | | | |
| 1400.0000 SYSCO CORP COM - 871829107 | | | | | | |
| SOLD 12/02/2008 30203.29 | | | | | | |
| ACQ I 1400 0000 08/19/2008 30203.29 | | | | 44429.00 | | -14225.71 LT15 |
| **CHANGED** 10/23/09 KAB | | | | | | |

ACCT 976F 085807-000
FROM 08/01/2008
TO 07/31/2009

STATEMENT OF CAPITAL GAINS AND LOSSES
BEMIS-TRUST IN DIVERSITY
C H & J R BEMIS & T E PECKHAM TRUSTEES
TRUST YEAR ENDING 07/31/2009

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TAX PREPARER KAB
TRUST ADMINISTRATOR: KXG
INVESTMENT OFFICER RMH

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

| PROPERTY DESCRIPTION | SHARES | DATE | SALES PRICE | COST BASIS | GAIN/LOSS | TERM |
|--|--------|------|-------------|------------|-------------------------------------|------|
| 1100.0000 UDR INC - 902653104 - MINOR = 5005 | | | | | | |
| SOLD 12/02/2008 | | | 14322.13 | | | |
| ACQ I 1100.0000 08/19/2008 | | | 14322.13 | 27571.50 | -13249.37 | LT15 |
| **CHANGED** 10/23/09 KAB | | | | | | |
| 700.0000 WEINGARTEN REALTY INVESTORS SHS BEN INT - 948741103 - MINOR = 5005 | | | | | | |
| SOLD 12/02/2008 | | | 7957.20 | | | |
| ACQ I 700.0000 08/19/2008 | | | 7957.20 | 22137.50 | -14180.30 | LT15 |
| **CHANGED** 10/23/09 KAB | | | | | | |
| 3200.0000 JOHNSON & JOHNSON COMMON - 478160104 - MINOR = 31001 | | | | | | |
| SOLD 12/16/2008 | | | 186598.30 | | | |
| ACQ I 3200.0000 08/19/2008 | | | 186598.30 | 227264.00 | -40665.70 | LT15 |
| **CHANGED** 10/23/09 KAB | | | | | | |
| 750.0000 MEDTRONIC INC COM - 585055106 | | | | | | |
| SOLD 01/23/2009 | | | 24058.65 | | | |
| ACQ I 750.0000 08/19/2008 | | | 24058.65 | 40601.25 | -16542.60 | LT15 |
| **CHANGED** 10/23/09 KAB | | | | | | |
| 2400.0000 AUTOMATIC DATA PROCESSING COMMON - 053015103 - MINOR = 31001 | | | | | | |
| SOLD 01/27/2009 | | | 88412.38 | | | |
| ACQ I 2400 0000 08/19/2008 | | | 88412.38 | 105756.00 | -17343.62 | LT15 |
| **CHANGED** 10/23/09 KAB | | | | | | |
| 2200.0000 POWERSHARES QQQ TRUST - 73935A104 - MINOR = 5005 | | | | | | |
| SOLD 01/29/2009 | | | 65642.12 | | | |
| ACQ 2200.0000 12/23/2008 | | | 65642.12 | 64179.50 | 1462.62 | ST |
| 1200.0000 JOHNSON & JOHNSON COMMON - 478160104 - MINOR = 31001 | | | | | | |
| SOLD 02/06/2009 | | | 70304.60 | | | |
| ACQ I 1200.0000 08/19/2008 | | | 70304.60 | 85202.00 | -14897.40 | LT15 |
| **CHANGED** 10/23/09 KAB | | | | | | |
| 1950.0000 CATERPILLAR INC COM - 149123101 - MINOR = 31001 | | | | | | |
| SOLD 02/27/2009 | | | 48686.34 | | | |
| ACQ 1950.0000 12/02/2008 | | | 48686.34 | 74261.86 | -25575.52 | ST |
| 5475.0000 POWERSHARES GLOBAL WATER PORTFOLIO - 73935X575 - MINOR = 7010 | | | | | | |
| SOLD 03/11/2009 | | | 60388.86 | | | |
| ACQ 3275.0000 12/24/2008 | | | 36123.02 | 44654.95 | -8531.93 | ST |
| 2200.0000 02/10/2009 | | | 24265.84 | 28328.97 | -4063.13 | ST |
| 1950.0000 GENENTECH INC - 368710406 - MINOR = 5005 | | | | | | |
| SOLD 03/26/2009 | | | 185250.00 | | | |
| ACQ 575.0000 02/09/2009 | | | 54625.00 | 47466.59 | 7158.41 | ST |
| 1375.0000 12/02/2008 | | | 130625.00 | 100192.40 | 30432.60 | ST |
| 6550.0000 STARBUCKS CORP COMMON - 855244109 - MINOR = 5005 | | | | | | |
| SOLD 04/29/2009 | | | 90194.44 | | | |
| ACQ 6550.0000 01/22/2009 | | | 90194.44 | 58311.38 | 31883.06 | ST |
| 1550.0000 TEMPLETON DRAGON FUND INC COMMON - 88018T101 - MINOR = 7010 | | | | | | |
| SOLD 05/11/2009 | | | 33148.36 | | | |
| ACQ 1425.0000 02/17/2009 | | | 30475.11 | 23073.60 | 7401.51 | ST |
| 125.0000 12/02/2008 | | | 2673.25 | 1814.45 | 858.80 | ST |
| 900.0000 POTASH CORP SASKATCHEWAN COMMON - 73755L107 - MINOR = 5015 | | | | | | |
| SOLD 05/15/2009 | | | 98320.21 | | | |
| ACQ 200.0000 03/05/2009 | | | 21848.94 | 14008.26 | 7840.68 | ST |
| 700.0000 12/19/2008 | | | 76471.27 | 48666.04 | 27805.23 | ST |
| 1150.0000 COSTCO WHOLESALE CORP COMMON - 22160K105 - MINOR = 31000 | | | | | | |
| SOLD 05/26/2009 | | | 56777.48 | | | |
| ACQ 1150.0000 12/02/2008 | | | 56777.48 | 56111.26 | 666.22 | ST |
| 650.0000 INTL BUSINESS MACHINES CORP CAP - 459200101 - MINOR = 31001 | | | | | | |
| SOLD 06/24/2009 | | | 68808.98 | | | |
| ACQ 650.0000 03/05/2009 | | | 68808.98 | 57110.50 | SUB TRUST 085807-901 11698.48 ST | |
| 550.0000 ISHARES FTSE/XINHUA CHINA 25 INDEX FUND - 464287184 - MINOR = 7010 | | | | | | |
| SOLD 07/09/2009 | | | 20298.76 | | | |
| ACQ 550 0000 05/11/2009 | | | 20298.76 | 19011.74 | SUB TRUST 085807-900 1287.02 ST | |
| 450.0000 TEMPLETON DRAGON FUND INC COMMON - 88018T101 - MINOR = 7010 | | | | | | |
| SOLD 07/09/2009 | | | 10093.32 | | | |
| ACQ 450.0000 12/02/2008 | | | 10093.32 | 6532.02 | SUB TRUST 085807-900 3561.30 ST | |
| 925.0000 POWERSHARES DB COMMODITY INDEX TRACKING FUND - 73935S105 - MINOR = 7010 | | | | | | |
| SOLD 07/13/2009 | | | 19172.45 | | | |
| ACQ 925.0000 12/02/2008 | | | 19172.45 | 19429.29 | SUB TRUST 085807-900 -256.84 ST | |
| **CHANGED** 11/30/09 GHC | | | | | | |
| 700.0000 POWERSHARES DB AGRICULTURE FUND - 73936B408 - MINOR = 7010 | | | | | | |
| SOLD 07/13/2009 | | | 17085.01 | | | |
| ACQ 700.0000 01/22/2009 | | | 17085.01 | 17104.59 | SUB TRUST 085807-900 -19.58 ST | |
| **CHANGED** 11/30/09 GHC | | | | | | |
| 1075.0000 VANGUARD SMALL-CAP ETF - 922908751 - MINOR = 7010 | | | | | | |
| SOLD 07/30/2009 | | | 54392.84 | | | |
| ACQ 1075.0000 05/21/2009 | | | 54392.84 | 46711.44 | SUB TRUST 085807-900 7681.40 ST | |
| 3975.0000 APPLIED MICRO CIRCUITS CORPORATION - 03822W406 - MINOR = 5005 | | | | | | |
| SOLD 07/31/2009 | | | 33161.37 | | | |
| ACQ 3975.0000 01/22/2009 | | | 33161.37 | 16068.94 | SUB TRUST 085807-901 17092.43 ST | |
| TOTALS | | | 3219680.12 | 3551315.71 | | |

ACCT 976P 085807-000
FROM 08/01/2008
TO 07/31/2009

STATEMENT OF CAPITAL GAINS AND LOSSES
BEMIS-TRUST IN DIVERSITY
C H & J R BEMIS & T E PECKHAM TRUSTEES
TRUST YEAR ENDING 07/31/2009

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11:12:37 AM

TAX PREPARER: KAB
TRUST ADMINISTRATOR: KXG
INVESTMENT OFFICER: RMH

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

| PROPERTY DESCRIPTION | SHARES | DATE | SALES PRICE | COST BASIS | GAIN/LOSS | TERM |
|----------------------|--------|------|-------------|------------|-----------|------|
|----------------------|--------|------|-------------|------------|-----------|------|

SUMMARY OF CAPITAL GAINS/LOSSES

| FEDERAL | SHORT TERM | LONG TERM 28% | LONG TERM 15% | ST WASH SALE | LT WASH SALE | 1250 GAIN |
|------------------------|------------|---------------|---------------|--------------|--------------|-----------|
| SUBTOTAL FROM ABOVE | 118382.76 | 0.00 | -450018.35 | 0.00 | 0.00 | 0.00* |
| COMMON TRUST FUND | 0.00 | 0.00 | 0.00 | | | 0.00 |
| CAPITAL GAIN DIVIDENDS | 0.00 | 0.00 | 410.15 | | | 124.24 |
| | 118382.76 | 0.00 | -449608.20 | 0.00 | 0.00 | 124.24 |
| STATE | | | | | | |
| SUBTOTAL FROM ABOVE | 118382.76 | 0.00 | -450018.35 | 0.00 | 0.00 | 0.00* |
| COMMON TRUST FUND | 0.00 | 0.00 | 0.00 | | | 0.00 |
| CAPITAL GAIN DIVIDENDS | 0.00 | 0.00 | 410.15 | | | 124.24 |
| | 118382.76 | 0.00 | -449608.20 | 0.00 | 0.00 | 124.24 |

* - 1250 GAIN DETAILED ON TRANS PAGES, NOT ABOVE

CAPITAL LOSS CARRYOVER

| | | |
|---------------|------|------|
| FEDERAL | 0.00 | 0.00 |
| MASSACHUSETTS | 0.00 | 0.00 |