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Form **990-PF****Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation**

OMB No 1545-0052

2008Department of the Treasury
Internal Revenue Service

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 9/1/2008, and ending 8/31/2009

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation MCEACHERN FOUNDATION-TR		A Employer identification number 91-6274269
	Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see page 10 of the instructions) (206) 664-8827
	City or town, state, and ZIP code Pittsburgh PA 15230-0185		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 ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 556,466			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
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 page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	0	0		
	4 Dividends and interest from securities	23,623	23,623		
	5 a Gross rents		0		
	b Net rental income or (loss)	0			
	6 a Net gain or (loss) from sale of assets not on line 10	-71,188			
	b Gross sales price for all assets on line 6a	300,624			
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0				
c Gross profit or (loss) (attach schedule)	0				
11 Other income (attach schedule)	0	0	0		
12 Total. Add lines 1 through 11	-47,565	23,623	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	10,273	4,726		5,547
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)	0	0	0	0
	b Accounting fees (attach schedule)	0	0	0	0
	c Other professional fees (attach schedule)	0	0	0	0
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	545	545	0	0
	19 Depreciation (attach schedule) and depletion	0	0	0	
	20 Occupancy				
	21 Travel, conferences, and meetings	273		273	
	22 Printing and publications				
	23 Other expenses (attach schedule)	3	3	0	0
	24 Total operating and administrative expenses. Add lines 13 through 23	11,094	5,274	273	5,547
	25 Contributions, gifts, grants paid	127,800			127,800
26 Total expenses and disbursements Add lines 24 and 25	138,894	5,274	273	133,347	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-186,459				
b Net investment income (if negative, enter -0-)		18,349			
c Adjusted net income (if negative, enter -0-)			0		

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

Form 990-PF (2008)

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MCEACHERN FOUNDATION-TR

91-6274269

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing		0	
	2	Savings and temporary cash investments	22,207	11,303	11,303
	3	Accounts receivable ▶	0		
		Less allowance for doubtful accounts ▶	0	0	0
	4	Pledges receivable ▶	0		
		Less allowance for doubtful accounts ▶	0	0	0
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)	0	0	0
	7	Other notes and loans receivable (attach schedule) ▶	0		
		Less allowance for doubtful accounts ▶	0	0	0
	8	Inventories for sale or use		0	
	9	Prepaid expenses and deferred charges		0	
	10 a	Investments—U S and state government obligations (attach schedule)	0	0	0
	b	Investments—corporate stock (attach schedule)	0	0	0
	c	Investments—corporate bonds (attach schedule)	0	0	0
	11	Investments—land, buildings, and equipment basis ▶	0		
	Less accumulated depreciation (attach schedule) ▶	0	0	0	
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	691,147	515,703	545,163	
14	Land, buildings, and equipment basis ▶	0			
	Less accumulated depreciation (attach schedule) ▶	0	0	0	
15	Other assets (describe ▶)	0	0	0	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	713,354	527,006	556,466	
Liabilities	17	Accounts payable and accrued expenses		0	
	18	Grants payable			
	19	Deferred revenue		0	
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21	Mortgages and other notes payable (attach schedule)	0	0	
	22	Other liabilities (describe ▶)	0	0	
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ ☐			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27	Capital stock, trust principal, or current funds	713,354	527,006	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see page 17 of the instructions)	713,354	527,006		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	713,354	527,006		

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	713,354
2	Enter amount from Part I, line 27a	2	-186,459
3	Other increases not included in line 2 (itemize) ▶ See attached statement	3	111
4	Add lines 1, 2, and 3	4	527,006
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	527,006

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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 Statement				
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	0	0	0	
b	0	0	0	
c	0	0	0	
d	0	0	0	
e	0	0	0	
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	0	0	0	
b	0	0	0	
c	0	0	0	
d	0	0	0	
e	0	0	0	
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	-71,188	
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 pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	-34,917	

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 page 18 of 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 (col (b) divided by col (c))
2007	78,053	839,424	0.092984
2006	27,952	866,152	0.032271
2005	65,248	840,159	0.077661
2004	68,679	842,180	0.081549
2003	67,297	843,080	0.079823
2 Total of line 1, column (d)		2	0.364288
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	0.072858
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5		4	564,330
5 Multiply line 4 by line 3		5	41,116
6 Enter 1% of net investment income (1% of Part I, line 27b)		6	183
7 Add lines 5 and 6		7	41,299
8 Enter qualifying distributions from Part XII, line 4 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 on page 18		8	133,347

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling letter _____ (attach copy of ruling letter if necessary—see instructions)		1	183
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3 Add lines 1 and 2		3	183
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	183
6 Credits/Payments			
a 2008 estimated tax payments and 2007 overpayment credited to 2008	6a	233	
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	0	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	233	
8 Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	0	
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	50	
11 Enter the amount of line 10 to be Credited to 2009 estimated tax Refunded	11	0	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? 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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation (2) On foundation managers		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 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?		X
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, col (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions)		
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 on page 27)? 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

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 page 20 of the 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? Website address ► N/A	13	X	
14	The books are in care of ► BNY Mellon, N A Telephone no ► (206) 664-8827 Located at ► P O Box 185 Pittsburgh PA ZIP+4 ► 15230-0185			
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.

	Yes	No
1a During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2008?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008? ☐ Yes ☒ No If "Yes," list the years ► 20 _____, 20 _____, 20 _____, 20 _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 _____, 20 _____, 20 _____, 20 _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2008 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2008)	3b	X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008?	4b	X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the 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 page 22 of the instructions)? ☐ Yes ☒ No **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? ☐ 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? ☐ Yes ☒ No **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? ☐ Yes ☒ No **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 page 22 of the 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
BNY Mellon, N A P O Box 185 Pittsburgh 15230-0185	SEE STMT	10,273	0	0
	00	0	0	0
	00	0	0	0
	00	0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the 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	00	0	0	0
	00	0	0	0
	00	0	0	0
	00	0	0	0
	00	0	0	0

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 page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0
		0
		0
		0
		0
		0
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 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

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

Amount

1 NONE	
2	
All other program-related investments. See page 24 of the instructions	
3	0
Total. Add lines 1 through 3	0

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	562,840
b	Average of monthly cash balances	1b	10,084
c	Fair market value of all other assets (see page 24 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	572,924
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	572,924
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	8,594
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	564,330
6	Minimum investment return. Enter 5% of line 5	6	28,217

Part XI Distributable Amount (see page 25 of the 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	28,217
2a	Tax on investment income for 2008 from Part VI, line 5	2a	183
b	Income tax for 2008 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	183
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	28,034
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	28,034
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	28,034

Part XII Qualifying Distributions (see page 25 of the 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	133,347
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	133,347
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 page 26 of the instructions)	5	183
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	133,164

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

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				28,034
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2008				
a From 2003	25,699			
b From 2004	27,764			
c From 2005	24,376			
d From 2006	NONE			
e From 2007	36,548			
f Total of lines 3a through e	114,387			
4 Qualifying distributions for 2008 from Part XII, line 4 ▶ \$ 133,347				
a Applied to 2007, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d Applied to 2008 distributable amount				28,034
e Remaining amount distributed out of corpus	105,313			
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	219,700			
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				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
e Undistributed income for 2007 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			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) (see page 27 of the instructions)				
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)	25,699			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	194,001			
10 Analysis of line 9				
a Excess from 2004	27,764			
b Excess from 2005	24,376			
c Excess from 2006	0			
d Excess from 2007	36,548			
e Excess from 2008	105,313			

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9N/A)

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

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

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2008	(b) 2007	(c) 2006	(d) 2005	
0				0
b 85% of line 2a	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed	0			0
d Amounts included in line 2c not used directly for active conduct of exempt activities				0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon				
a "Assets" alternative test—enter				
(1) Value of all assets				0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0			0
c "Support" alternative test—enter				
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3) Largest amount of support from an exempt organization				0
(4) Gross investment income				0

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see page 27 of the instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

NONE

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

NONE

- c** Any submission deadlines

NONE

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

NONE

	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

- 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.

[illegible]

- ☐ Yes ☒ No

- b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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.

ang

Signature of officer or trustee

12/21/2009

Date _____

Vice-President

Title

Sign Here

Paid
Preparer's
Use Only

Preparer's
signature

[Handwritten signature]

Date _____

12/21/2009

Check if self-employed ☒

Preparer's identifying
number (see **Signature** on
page 30 of the instructions)
P00364310

Firm's name (or yours if self-employed), address, and ZIP code

PRICEWATERHOUSECOOPERS LLP

600 Grant Street, Pittsburgh, PA 15219

EIN ► 13-4008324

Phone no 412-355-6000

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Totals										Amount		Long Term CG Distributions		Short Term CG Distributions		Index		Check box if gain/loss is from sale of security		Description		CUSIP #		Purchaser		Check box if purchaser is a business		Date acquired		Acquisition method		Date sold		Gross sales price		Cost or other basis (Enter one field only)		Expense of sale and cost of improvements		Cost, other basis and expenses		Net gain or loss			
Securities										6,814																																			
Other sales										0																																			
Index		Check box if gain/loss is from sale of security		Description		CUSIP #		Purchaser		Check box if purchaser is a business		Date acquired		Acquisition method		Date sold		Gross sales price		Cost or other basis (Enter one field only)		Expense of sale and cost of improvements		Cost, other basis and expenses		Net gain or loss																			
1		X		ADOBE SYSTEMS INC		00724F101						3/26/2008				2/23/2009		685		1,470				371,812																					
2		X		ADOBE SYSTEMS INC		00724F101						3/26/2008				2/23/2009		343		738				0																					
3		X		AETNA INC		00817Y108						8/8/2008				3/5/2009		116		265				0																					
4		X		AETNA INC		00817Y108						8/11/2008				3/5/2009		465		1,048				0																					
5		X		AETNA INC		00817Y108						7/23/2008				6/15/2009		90		163				0																					
6		X		AETNA INC		00817Y108						7/24/2008				6/15/2009		566		1,001				0																					
7		X		AETNA INC		00817Y108						7/24/2008				6/15/2009		475		841				0																					
8		X		ALLIANCE DATA SYS CORP		018581108						7/23/2008				6/29/2009		410		631				0																					
9		X		AMERIPRISE FINANCIAL INC		03076C106						1/21/2009				6/29/2009		242		192				0																					
10		X		APPLE INC		037833100						7/8/2008				6/29/2009		1,422		1,770				0																					
11		X		AUTOLV INC		052800109						6/10/2009				6/29/2009		291		314				0																					
12		X		BNY MELLON SMALL CAP ST		05569M806						1/11/2008				8/5/2009		19,485		26,500				0																					
13		X		BNY MELLON BOND FD CL M		05569M830						5/15/2008				3/18/2009		30,000		29,976				0																					
14		X		BNY MELLON BOND FD CL M		05569M830						5/15/2008				4/3/2009		15,000		15,108				0																					
15		X		BNY MELLON BOND FD CL M		05569M830						5/15/2008				6/23/2009		5,000		4,953				0																					
16		X		BNY MELLON BOND FD CL M		05569M830						5/15/2008				6/29/2009		11,000		10,845				0																					
17		X		BNY MELLON BOND FD CL M		05569M830						5/15/2008				7/22/2009		10,000		9,812				0																					
18		X		BNY MELLON INTERNATIONAL		05569M871						1/24/2007				2/13/2009		4,057		5,000				0																					
19		X		AT & T INC		00206R102						12/19/2003				6/29/2009		756		1,102				0																					
20		X		ABBOTT LABORATORIES		002824100						4/4/2003				2/13/2009		17,695		22,000				0																					
21		X		BNY MELLON INTERNATIONAL		05569M871						10/7/2002				2/13/2009		10,104		12,779				0																					
22		X		BNY MELLON INTERNATIONAL		05569M871						1/11/2008				2/13/2009		7,250		14,100				0																					
23		X		BNY MELLON INTERNATIONAL		05569M871						1/9/2006				2/13/2009		1,264		2,802				0																					
24		X		BNY MELLON INTERNATIONAL		05569M871						5/2/2006				1/26/2009		532		3,963				0																					
25		X		BANK OF AMERICA CORP		060505104						1/24/2007				1/26/2009		200		1,582				0																					
26		X		BANK OF AMERICA CORP		060505104						2/5/2003				2/6/2009		337		1,814				0																					
27		X		BANK OF AMERICA CORP		060505104						3/31/2003				2/6/2009		61		304				0																					
28		X		BANK OF AMERICA CORP		060505104						7/6/2006				2/6/2009		123		980				0																					
29		X		BANK OF AMERICA CORP		060505104						10/14/2008				2/6/2009		166		702				0																					
30		X		BANK OF AMERICA CORP		060505104						10/14/2008				2/6/2009		18		78																									

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index	Check box if gain/loss is from sale of security	Description	CUSIP #	Purchaser	Check box if purchaser is a business	Date acquired	Acquisition method	Date sold	Totals		Gross sales price	Cost or other basis (Enter one field only)		Expense of sale and cost of improvements	Net gain or loss															
									Gross sales	Cost and expenses basis and other		Cost	Donated value																	
		Long Term CG Distributions	Amount																											
		Short Term CG Distributions	0																											
			6,814																											
			0																											
50	X	COLGATE-PALMOLIVE CO	194162103			8/8/2008		8/31/2009			218	232																		
51	X	COLGATE-PALMOLIVE CO	194162103			8/8/2008		8/31/2009			435	465																		
52	X	CONOCOPHILLIPS	20825C104			10/13/2003		3/17/2009			373	290																		
53	X	CONOCOPHILLIPS	20825C104			1/24/2007		3/17/2009			746	1,293																		
54	X	CONOCOPHILLIPS	20825C104			10/13/2003		6/29/2009			419	290																		
55	X	CUMMINS INC	231021106			5/1/2009		6/29/2009			325	307																		
56	X	CUMMINS INC	231021106			5/1/2009		6/29/2009			36	34																		
57	X	DANAHER CORP	235851102			3/14/2005		6/29/2009			627	548																		
58	X	DARDEN RESTAURANTS INC	237194105			5/8/2008		5/21/2009			1,010	1,099																		
59	X	DARDEN RESTAURANTS INC	237194105			5/8/2008		5/22/2009			328	363																		
60	X	DARDEN RESTAURANTS INC	237194105			5/8/2008		5/22/2009			328	363																		
61	X	DREYFUS PREM LT TRM HI Y	261980759			7/10/2008		6/29/2009			3,000	3,367																		
62	X	EMERSON ELECTRIC CO	291011104			1/24/2007		3/16/2009			676	1,114																		
63	X	EMERSON ELECTRIC CO	291011104			1/24/2007		3/17/2009			662	1,114																		
64	X	EXELON CORP	30161N101			10/7/2002		4/14/2009			467	241																		
65	X	EXELON CORP	30161N101			10/7/2002		6/29/2009			505	241																		
66	X	EXXON MOBIL CORP	30231G102			9/12/1997		6/29/2009			1,403	625																		
67	X	FIFTH THIRD BANCORP	316773100			10/14/2008		1/26/2009			169	775																		
68	X	FIFTH THIRD BANCORP	316773100			10/15/2008		1/26/2009			28	130																		
69	X	FIFTH THIRD BANCORP	316773100			10/15/2008		1/26/2009			140	655																		
70	X	FIRST HORIZON NATIONAL C	320517105			10/15/2008		6/29/2009			244	219																		
71	X	FIRST HORIZON NATIONAL C	320517105			10/15/2008		8/27/2009			6	5																		
72	X	GAP INC	364760108			11/20/2007		1/21/2009			907	1,604																		
73	X	GAP INC	364760108			11/20/2007		2/14/2009			447	842																		
74	X	GAP INC	364760108			11/21/2007		2/14/2009			106	200																		
75	X	GAP INC	364760108			11/20/2007		2/14/2009			421	762																		
76	X	GAP INC	364760108			11/20/2007		2/14/2009			110	200																		
77	X	GENERAL ELECTRIC COMPA	369604103			10/25/1999		6/29/2009			587	2,063																		
78	X	GILEAD SCIENCES INC	375558103			1/21/2009		6/29/2009			473	487																		
79	X	GOLDMAN SACHS GROUP IN	38141C104			8/16/2003		3/10/2009			837	881																		
80	X	HALLIBURTON CO	406216101			1/24/2007		6/29/2009			417	601																		
81	X	HESS CORP	42809H107			3/17/2009		6/29/2009			545	615																		
82	X	HOME DEPOT INC	437076102			11/20/2008		6/29/2009			477	384																		
83	X	HONEYWELL INTL INC	438516106			1/14/2004		6/29/2009			322	360																		
84	X	HOSPIRA INC	441060100			6/1/2007		6/29/2009			387	407																		
85	X	INTEL CORP	458140100			5/15/2008		6/5/2009			317	498																		
86	X	INTEL CORP	458140100			5/16/2008		6/5/2009			950	1,493																		
87	X	INTEL CORP	458140100			3/10/2009		6/5/2009			1,109	962																		
88	X	INTEL CORP	458140100			3/10/2009		6/5/2009			475	412																		
89	X	INTERNATIONAL BUSINESS M	459200101			1/23/2008		8/21/2009			2,394	2,125																		
90	X	JPMORGAN CHASE & CO	46625H100			2/6/2009		6/29/2009			686	547																		
91	X	JOHNSON & JOHNSON	478160104			11/9/2007		1/21/2009			1,675	1,952																		
92	X	JOHNSON & JOHNSON	478160104			2/5/2008		1/21/2009			1,675	1,899																		
93	X	FIRST HORIZON NATIONAL C	320517105			10/15/2008		2/25/2009			7	9																		
94	X	FIRST HORIZON NATIONAL C	320517105			10/15/2008		5/22/2009			1	1																		
95	X	JUNIPER NETWORKS INC	48203R104			10/29/2008		6/5/2009			722	559																		
96	X	JUNIPER NETWORKS INC	48203R104			10/29/2008		6/8/2009			235	186																		
97	X	JUNIPER NETWORKS INC	48203R104			10/28/2008		6/8/2009			235	178																		
98	X	JUNIPER NETWORKS INC	48203R104			10/28/2008		6/29/2009			235	178																		
		Totals																												
		Securities																												
		Other sales																												
			0																											

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index	Check box if gain/loss is from sale of security	Description	CUSIP #	Purchaser	Check box if purchaser is a business	Date acquired	Acquisition method	Totals		Gross sales	Cost, other basis and expenses		Net gain or loss	
								Other sales			Gross sales price	Cost or other basis (Enter one field only)		
								Date sold	Cost			Donated value		Expense of sale and cost of improvements
Amount														
Long Term CG Distributions														
Short Term CG Distributions														
99	X	KEYCORP NEW	493267108			10/14/2008				300.624	371,812	-71,188		
100	X	KEYCORP NEW	493267108			5/21/2009				0	0	0		
101	X	KEYCORP NEW	493267108			10/14/2008								
102	X	KEYCORP NEW	493267108			5/22/2009				157	351			
103	X	KEYCORP NEW	493267108			10/15/2008				105	233			
104	X	KEYCORP NEW	493267108			10/14/2008				106	234			
105	X	LABORATORY CORP AMER H	50540R409			10/15/2008				311	700			
106	X	LABORATORY CORP AMER H	50540R409			4/23/2008				58	77			
107	X	LABORATORY CORP AMER H	50540R409			1/21/2009				577	770			
108	X	LABORATORY CORP AMER H	50540R409			4/23/2008				577	767			
109	X	ESTEE LAUDER COMPANIES	518439104			4/24/2008				519	666			
110	X	ESTEE LAUDER COMPANIES	518439104			8/14/2008				212	513			
111	X	ESTEE LAUDER COMPANIES	518439104			8/14/2008				212	508			
112	X	ESTEE LAUDER COMPANIES	518439104			8/15/2008				149	360			
113	X	ESTEE LAUDER COMPANIES	518439104			8/14/2008				85	202			
114	X	ESTEE LAUDER COMPANIES	518439104			8/15/2008				63	154			
115	X	ESTEE LAUDER COMPANIES	518439104			8/14/2008				129	303			
116	X	LORILLARD INC	544147101			8/14/2008				644	1,515			
117	X	MCAFFEE INC	579064106			1/21/2009				680	614			
118	X	MCAFFEE INC	579064106			6/29/2009				419	367			
119	X	MCAFFEE INC	579064106			6/1/2007				446	367			
120	X	MC DONALD'S CORPORATION	580135101			5/31/2007				1,297	1,099			
121	X	MC DONALD'S CORPORATION	580135101			4/2/2008				1,596	1,712			
122	X	MC DONALD'S CORPORATION	580135101			3/17/2009				532	570			
123	X	MEDTRONIC INC	585055106			4/1/2008				1,596	1,709			
124	X	MICROSOFT CORPORATION	594918104			5/3/2004				347	512			
125	X	MOLSON COORS BREWING CO	60871R209			6/29/2009				475	490			
126	X	MOLSON COORS BREWING CO	60871R209			3/13/2009				314	465			
127	X	MOLSON COORS BREWING CO	60871R209			10/3/2008				314	453			
128	X	MORGAN STANLEY	617446448			10/6/2008				314	454			
129	X	MOSAIC CO	61945A107			5/21/2009				291	282			
130	X	NATIONAL OILWELL VARCO I	637071101			6/10/2008				442	1,410			
131	X	NATIONAL OILWELL VARCO I	637071101			12/30/2008				879	717			
132	X	NATIONAL OILWELL VARCO I	637071101			12/29/2008				307	239			
133	X	NATIONAL OILWELL VARCO I	637071101			12/30/2008				92	71			
134	X	NEWS CORP INC	65248E203			4/24/2009				406				
135	X	NEWS CORP INC	65248E203			6/29/2009				424	972			
136	X	NOKIA CORP-SPON ADR	654902204			1/24/2007				212	449			
137	X	NOKIA CORP-SPON ADR	654902204			11/6/2007				212				
138	X	NOKIA CORP-SPON ADR	654902204			7/28/2008				400	845			
139	X	NORTHERN TR CORP	665859104			7/28/2008				133	282			
140	X	NORTHERN TR CORP	665859104			7/16/2009				400				
141	X	NORTHERN TR CORP	665859104			1/21/2009				103	107			
142	X	NORTHERN TR CORP	665859104			1/21/2009				510	534			
143	X	NOVARTIS AG-ADR	66987V109			2/4/2009				512	605			
144	X	NOVARTIS AG-ADR	66987V109			1/21/2009				417	428			
145	X	NOVARTIS AG-ADR	66987V109			9/24/2008				737	1,090			
146	X	NOVARTIS AG-ADR	66987V109			9/25/2008				111	166			
147	X	NOVARTIS AG-ADR	66987V109			9/25/2008				258	387			
	X	NOVARTIS AG-ADR	66987V109			10/7/2008				509	756			
	X	NOVARTIS AG-ADR	66987V109			9/24/2008				368	545			

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

		Amount		Totals				Net gain or loss					
		Long Term CG Distributions	Short Term CG Distributions	Securities		Other sales		-71,188					
			6,814			0		0					
Index	Check box if gain/loss is from sale of security	Description	CUSIP #	Purchaser	Check box if purchaser is a business	Date acquired	Acquisition method	Date sold	Gross sales price	Cost, other basis and expenses		Expense of sale and cost of improvements	Depreciation
										Cost	Donated value		
148	X	NOVARTIS AG-ADR	66987V109			9/24/2008		4/27/2009	368	545			
149	X	NOVARTIS AG-ADR	66987V109			10/7/2008		4/27/2009	257	378			
150	X	NOVARTIS AG-ADR	66987V109			10/7/2008		4/27/2009	331	486			
151	X	OMNICOM GROUP INC	681919106			1/24/2007		6/29/2009	317	520			
152	X	ORACLE CORP	68389X105			1/24/2007		6/29/2009	648	517			
153	X	PNC FINANCIAL SERVICES G	693475105			2/29/2008			294	626			
154	X	PEPSICO INC	713448108			6/1/2001		6/29/2009	1,094	896			
155	X	PFIZER INC	717081103			6/11/1999		6/29/2009	611	1,335			
156	X	PHILIP MORRIS INTERNAT-W	718172109			1/24/2007		6/29/2009	860	919			
157	X	PRAXAIR INC	74005P104			6/24/2004		3/10/2009	1,150	777			
158	X	PROCTER & GAMBLE CO	742718109			10/10/2003		6/29/2009	1,040	955			
159	X	QUALCOMM INC	747525103			11/10/2008		6/29/2009	920	708			
160	X	QUALCOMM INC	747525103			11/10/2008		8/21/2009	2,346	1,769			
161	X	QUALCOMM INC	747525103			12/18/2003		8/21/2009	938	510			
162	X	RAYTHEON CO	755111507			10/7/2008		6/29/2009	455	520			
163	X	ROSS STORES INC	778296103			4/17/2008		6/25/2009	390	330			
164	X	ROSS STORES INC	778296103			4/16/2008		6/25/2009	156	132			
165	X	ROSS STORES INC	778296103			4/17/2008		6/25/2009	390	330			
166	X	ROSS STORES INC	778296103			4/16/2008		6/26/2009	1,078	922			
167	X	ROSS STORES INC	778296103			4/16/2008		6/26/2009	309	263			
168	X	ST JUDE MEDICAL INC	790849103			11/6/2007		6/19/2009	402	405			
169	X	ST JUDE MEDICAL INC	790849103			11/6/2007		6/19/2009	804	807			
170	X	ST JUDE MEDICAL INC	790849103			11/6/2007		6/19/2009	401	405			
171	X	SCHERING PLOUGH CORP	806605101			1/24/2007		6/29/2009	999	1,013			
172	X	SCHWAB CHARLES CORP NE	808513105			11/20/2008		6/29/2009	178	152			
173	X	SEMPRA ENERGY	816851109			2/27/2007		6/29/2009	506	616			
174	X	STATE STREET CORP	857477103			5/21/2009		6/29/2009	479	430			
175	X	TAIWAN SEMICONDUCTOR M	874039100			3/3/2009		6/29/2009	191	157			
176	X	TARGET CORP	87612E106			6/12/2009		6/29/2009	792	831			
177	X	THERMO FISHER SCIENTIFIC	883556102			1/24/2007		1/21/2009	719	965			
178	X	THERMO FISHER SCIENTIFIC	883556102			1/24/2007		3/5/2009	683	964			
179	X	TIME WARNER INC	887317303			12/4/2008		4/21/2009	7	7			
180	X	TIME WARNER INC	887317303			12/4/2008		6/29/2009	253	214			
181	X	TIME WARNER CABLE INC	88732J207			12/4/2008		4/22/2009	11	11			
182	X	TIME WARNER CABLE INC	88732J207			12/4/2008		6/1/2009	550	505			
183	X	US BANCORP	902973304			2/29/2008		1/21/2009	380	974			
184	X	US BANCORP	902973304			2/29/2008		1/21/2009	127	324			
185	X	US BANCORP	902973304			2/29/2008		1/21/2009	127	325			
186	X	VALE SA-SP ADR	91912E105			5/10/2006		6/29/2009	354	288			
187	X	VERTEX PHARMACEUTICALS	92532F100			3/6/2009		6/29/2009	360	282			
188	X	VERTEX PHARMACEUTICALS	92532F100			3/5/2009		6/29/2009	360	280			
189	X	WAL MART STORES INC	931142103			8/19/2004		5/7/2009	1,998	2,185			
190	X	WAL MART STORES INC	931142103			2/9/2006		5/7/2009	999	910			
191	X	WAL MART STORES INC	931142103			2/9/2006		5/28/2009	494	455			
192	X	WAL MART STORES INC	931142103			11/20/2007		5/28/2009	494	452			
193	X	WAL MART STORES INC	931142103			11/20/2007		6/1/2009	497	452			
194	X	WAL MART STORES INC	931142103			11/20/2007		6/10/2009	1,503	1,357			
195	X	WELLS FARGO & COMPANY	949746101			8/3/2001		1/21/2009	564	934			
196	X	WELLS FARGO & COMPANY	949746101			8/3/2001		6/29/2009	488	467			

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Totals										Amount		Long Term CG Distributions		Short Term CG Distributions		Check box if gain/loss is from sale of security	Index	Check box if gain/loss is from sale of security	Description	CUSIP #	Purchaser	Check box if purchaser is a business	Date acquired	Acquisition method	Gross sales		Cost, other basis and expenses		Net gain or loss																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																					
Securities										6,814		0		0											300,624		371,812		-71,188																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																					
Other sales										0		0		0												Gross sales price		Cost or other basis (Enter one field only)		Expense of sale and cost of improvements		Depreciation																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																		
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Line 18 (990-PF) - Taxes

		545	545	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Foreign Tax Withheld	545	545		
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

		3	3	0	0
	Description	Revenue and expenses per books	Net investment income	Adjusted net income	Disbursements for charitable purposes
1	Amortization See attached statement	0	0	0	0
2	ADR Fees	3	3		
3					
4					
5					
6					
7					
8					
9					
10					

Part II, Line 13 (990-PF) - Investments - Other

			691,147	515,703	545,163
	Item or Category	Basis of Valuation	(a) Book value beg of year	(b) Book value end of year	(c) FMV end of year
1	INVESTMENTS		691,147	515,703	545,163
2					
3					
4					
5					
6					
7					
8					
9					
10					

TAX MARKET VALUE DETAIL REPORT FOR PFSO TO MOBIUS

ACCOUNT NO	ACCOUNT NAME	CUSIP ID	ASSET SHORT NAME	SHARES	MARKET VALUE	FEDERAL TAX COST
10380055800	MCEACHERN FOUND G1150G111		ACCENTURE LTD	60.00	1,980.00	2,202.57
10380055800	MCEACHERN FOUND H89128104		TYCO INTERNATIONAL LTD	110.00	3,485.90	2,991.94
10380055800	MCEACHERN FOUND 00206R102		AT & T INC	160.00	4,168.00	5,879.75
10380055800	MCEACHERN FOUND 018581108		ALLIANCE DATA SYS CORP	40.00	2,222.40	2,460.73
10380055800	MCEACHERN FOUND 03076C106		AMERIPRISE FINANCIAL INC	40.00	1,201.20	766.71
10380055800	MCEACHERN FOUND 031162100		AMGEN INC	60.00	3,586.80	3,264.74
10380055800	MCEACHERN FOUND 037411105		APACHE CORP	50.00	4,247.50	1,460.69
10380055800	MCEACHERN FOUND 037833100		APPLE INC	30.00	5,046.30	4,814.10
10380055800	MCEACHERN FOUND 052800109		AUTOLIV INC	50.00	1,603.50	1,381.79
10380055800	MCEACHERN FOUND 05569M509		BNY MELLON MID CAP STK FD CL	4,557.29	39,375.05	42,217.90
10380055800	MCEACHERN FOUND 05569M616		BNY MELLON MONEY MARKET FUND	11,303.05	11,303.05	11,303.05
10380055800	MCEACHERN FOUND 05569M830		BNY MELLON BOND FD CL M	12,988.11	167,546.72	160,646.80
10380055800	MCEACHERN FOUND 05569M855		BNY MELLON EMERGING MARKETS	3,930.85	34,237.77	34,281.19
10380055800	MCEACHERN FOUND 060505104		BANK OF AMERICA CORP	310.00	5,452.90	3,988.92
10380055800	MCEACHERN FOUND 086516101		BEST BUY INC	50.00	1,814.00	1,578.49
10380055800	MCEACHERN FOUND 09247X101		BLACKROCK INC	10.00	1,995.70	1,503.38
10380055800	MCEACHERN FOUND 111320107		BROADCOM CORP CL A	60.00	1,707.00	962.83
10380055800	MCEACHERN FOUND 125509109		CIGNA CORP	50.00	1,471.50	1,235.59
10380055800	MCEACHERN FOUND 126650100		CVS CAREMARK CORP	160.00	6,003.20	5,992.34
10380055800	MCEACHERN FOUND 171232101		CHUBB CORP	50.00	2,469.50	2,617.30
10380055800	MCEACHERN FOUND 17275R102		CISCO SYSTEMS INC	250.00	5,400.00	4,961.78
10380055800	MCEACHERN FOUND 191219104		COCA COLA ENTERPRISES INC	100.00	2,021.00	2,309.94
10380055800	MCEACHERN FOUND 194162103		COLGATE-PALMOLIVE CO	30.00	2,181.00	2,316.35
10380055800	MCEACHERN FOUND 20825C104		CONOCOPHILLIPS	70.00	3,152.10	2,006.90
10380055800	MCEACHERN FOUND 231021106		CUMMINS INC	50.00	2,266.00	1,705.73
10380055800	MCEACHERN FOUND 235851102		DANAHER CORP	20.00	1,214.20	1,091.95
10380055800	MCEACHERN FOUND 261980759		DREYFUS PREM LT TRM HI YLD-I	1,784.26	10,830.47	11,633.39
10380055800	MCEACHERN FOUND 261986582		DREYFUS PR GL R/E SEC FD CL	1,937.98	12,034.88	15,000.00
10380055800	MCEACHERN FOUND 261986632		DREYFUS DIVERSIFIED INTL-I	5,865.10	54,486.81	40,000.00
10380055800	MCEACHERN FOUND 263534109		DU PONT (E I) DE NEMOURS	30.00	957.90	800.65
10380055800	MCEACHERN FOUND 268648102		E M C CORP MASS	200.00	3,180.00	2,969.34
10380055800	MCEACHERN FOUND 30161N101		EXELON CORP	60.00	3,001.20	1,444.50
10380055800	MCEACHERN FOUND 30231G102		EXXON MOBIL CORP	110.00	7,606.50	3,439.56

10380055800	MCEACHERN FOUND 31428X106	FEDEX CORP	30.00	2,061.30	1,900.19
10380055800	MCEACHERN FOUND 320517105	FIRST HORIZON NATIONAL CORP	138.00	1,846.44	1,484.59
10380055800	MCEACHERN FOUND 354613101	FRANKLIN RES INC	20.00	1,866.60	1,022.39
10380055800	MCEACHERN FOUND 369604103	GENERAL ELECTRIC COMPANY	250.00	3,475.00	9,552.62
10380055800	MCEACHERN FOUND 375558103	GILEAD SCIENCES INC	40.00	1,802.40	1,949.75
10380055800	MCEACHERN FOUND 38259P508	GOOGLE INC - CL A	10.00	4,616.70	4,425.40
10380055800	MCEACHERN FOUND 406216101	HALLIBURTON CO	63.00	1,493.73	1,893.84
10380055800	MCEACHERN FOUND 42809H107	HESS CORP	69.00	3,490.71	2,541.71
10380055800	MCEACHERN FOUND 428236103	HEWLETT PACKARD CO	90.00	4,040.10	3,994.73
10380055800	MCEACHERN FOUND 437076102	HOME DEPOT INC	60.00	1,637.40	1,151.88
10380055800	MCEACHERN FOUND 438516106	HONEYWELL INTL INC	70.00	2,573.20	2,519.44
10380055800	MCEACHERN FOUND 441060100	HOSPIRA INC	60.00	2,345.40	2,404.05
10380055800	MCEACHERN FOUND 459200101	INTERNATIONAL BUSINESS MACHI	30.00	3,541.50	3,188.10
10380055800	MCEACHERN FOUND 46625H100	JPMORGAN CHASE & CO	142.00	6,171.32	3,249.81
10380055800	MCEACHERN FOUND 48203R104	JUNIPER NETWORKS INC	50.00	1,153.50	769.38

□REPORT ID CPGBTXM3

DATE: 09/11/2009 PAGE: 53

TAX MARKET VALUE DETAIL REPORT FOR PFSSO TO MOBIUS

ACCOUNT NO	ACCOUNT NAME	CUSIP ID	ASSET SHORT NAME	SHARES	MARKET VALUE	FEDERAL TAX COST
10380055800	MCEACHERN FOUND 48242W106	KBR INC	120.00	2,718.00	2,147.52	
10380055800	MCEACHERN FOUND 544147101	LORILLARD INC	30.00	2,183.10	1,841.41	
10380055800	MCEACHERN FOUND 58155Q103	MCKESSON CORPORATION	20.00	1,137.20	911.39	
10380055800	MCEACHERN FOUND 585055106	MEDTRONIC INC	50.00	1,915.00	2,562.27	
10380055800	MCEACHERN FOUND 589331107	MERCK & CO INC	40.00	1,297.20	1,097.78	
10380055800	MCEACHERN FOUND 594918104	MICROSOFT CORPORATION	133.00	3,278.45	3,261.16	
10380055800	MCEACHERN FOUND 617446448	MORGAN STANLEY	90.00	2,606.40	2,411.41	
10380055800	MCEACHERN FOUND 65248E203	NEWS CORP INC	290.00	3,665.60	5,509.30	
10380055800	MCEACHERN FOUND 674599105	OCCIDENTAL PETROLEUM CORP	30.00	2,193.00	1,665.45	
10380055800	MCEACHERN FOUND 681919106	OMNICOM GROUP INC	60.00	2,179.20	3,117.29	
10380055800	MCEACHERN FOUND 68389X105	ORACLE CORP	160.00	3,500.80	2,755.12	
10380055800	MCEACHERN FOUND 701094104	PARKER HANNIFIN CORP	40.00	1,946.40	1,561.06	
10380055800	MCEACHERN FOUND 713448108	PEPSICO INC	65.00	3,683.55	2,912.00	
10380055800	MCEACHERN FOUND 717081103	PFIZER INC	380.00	6,346.00	9,600.18	
10380055800	MCEACHERN FOUND 718172109	PHILIP MORRIS INTERNAT-W/I	80.00	3,656.80	3,676.42	

10380055800	MCEACHERN FOUND 74005P104	PRAXAIR INC	30.00	2,298.60	1,165.81
10380055800	MCEACHERN FOUND 742718109	PROCTER & GAMBLE CO	50.00	2,705.50	2,387.39
10380055800	MCEACHERN FOUND 747525103	QUALCOMM INC	20.00	928.40	510.37
10380055800	MCEACHERN FOUND 755111507	RAYTHEON CO	30.00	1,415.40	1,559.94
10380055800	MCEACHERN FOUND 790849103	ST JUDE MEDICAL INC	30.00	1,156.20	1,209.34
10380055800	MCEACHERN FOUND 806605101	SCHERING PLOUGH CORP	170.00	4,790.60	4,303.19
10380055800	MCEACHERN FOUND 808513105	SCHWAB CHARLES CORP NEW	80.00	1,444.80	1,217.71
10380055800	MCEACHERN FOUND 816851109	SEMPRA ENERGY	80.00	4,013.60	4,925.96
10380055800	MCEACHERN FOUND 857477103	STATE STREET CORP	50.00	2,624.00	2,152.46
10380055800	MCEACHERN FOUND 86271F677	DREYFUS SELECT MANAGERS S/C	1,293.39	19,633.77	19,000.00
10380055800	MCEACHERN FOUND 874039100	TAIWAN SEMICONDUCTOR MFG CO	100.49	1,075.35	777.51
10380055800	MCEACHERN FOUND 87612E106	TARGET CORP	90.00	4,230.00	3,645.22
10380055800	MCEACHERN FOUND 883203101	TEXTRON INC	60.00	921.60	2,795.44
10380055800	MCEACHERN FOUND 883556102	THERMO FISHER SCIENTIFIC INC	40.00	1,808.40	1,843.10
10380055800	MCEACHERN FOUND 887317303	TIME WARNER INC	63.00	1,758.33	1,347.73
10380055800	MCEACHERN FOUND 91912E105	VALE SA-SP ADR	100.00	1,921.00	1,441.02
10380055800	MCEACHERN FOUND 92532F100	VERTEX PHARMACEUTICALS INC	70.00	2,618.70	1,854.50
10380055800	MCEACHERN FOUND 92826C839	VISA INC-CLASS A SHRS	20.00	1,422.00	877.56
10380055800	MCEACHERN FOUND 949746101	WELLS FARGO & COMPANY	90.00	2,476.80	2,101.95
10380055800	MCEACHERN FOUND 98385X106	XTO ENERGY INC	92.00	3,551.20	3,581.40

TOTAL FOR ACCT#10380055800

556,466.30

527,006.14

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	CUSIP 194162103 - SALE POSTED 8/28/09, SETTLED 9/2/2009	1	44
2	CUSIP 194162103 - SALE POSTED 8/31/09, SETTLED 9/3/2009	2	29
3	CUSIP 194162103 - SALE POSTED 8/31/09, SETTLED 9/3/2009	3	15
4	REVERSAL OF TRANSACTION DATED 9/3/09	4	23
5	Total	5	111

		Amount						
		Long Term CG Distributions	6,814					
		Short Term CG Distributions	0					
	(a) Kind(s) of property sold	CUSIP #	(b) How acquired	(c) Date Acquired	(d) Date Sold	(e) Gross Sales Price	(f) Depreciation Allowed	(g) Cost or other basis plus expense of sale
1	ADOBE SYSTEMS INC	00724F101		3/26/2008	2/23/2009	685	0	1,470
2	ADOBE SYSTEMS INC	00724F101		3/26/2008	2/23/2009	343	0	738
3	AETNA INC	00817Y108		8/8/2008	3/5/2009	116	0	265
4	AETNA INC	00817Y108		8/11/2008	3/5/2009	465	0	1,048
5	AETNA INC	00817Y108		7/23/2008	6/15/2009	90	0	163
6	AETNA INC	00817Y108		7/24/2008	6/15/2009	566	0	1,001
7	AETNA INC	00817Y108		7/24/2008	6/15/2009	475	0	841
8	ALLIANCE DATA SYS CORP	018581108		7/23/2008	6/29/2009	410	0	631
9	AMERIPRISE FINANCIAL INC	03076C106		1/21/2009	6/29/2009	242	0	192
10	APPLE INC	037833100		7/8/2008	6/29/2009	1,422	0	1,770
11	AUTOLIV INC	052800109		6/10/2009	6/29/2009	291	0	314
12	BNY MELLON SMALL CAP STK FD CL M	05569M806		1/11/2008	8/5/2009	19,485	0	26,500
13	BNY MELLON BOND FD CL M	05569M830		5/15/2008	3/18/2009	30,000	0	29,976
14	BNY MELLON BOND FD CL M	05569M830		5/15/2008	4/3/2009	15,000	0	15,108
15	BNY MELLON BOND FD CL M	05569M830		5/15/2008	6/23/2009	5,000	0	4,953
16	BNY MELLON BOND FD CL M	05569M830		5/15/2008	6/29/2009	11,000	0	10,845
17	BNY MELLON BOND FD CL M	05569M830		5/15/2008	7/22/2009	10,000	0	9,812
18	BNY MELLON INTERNATIONAL FD CL M	05569M871		3/24/2003	2/13/2009	4,057	0	5,000
19	AT & T INC	00206R102		1/24/2007	6/29/2009	756	0	1,102
20	ABBOTT LABORATORIES	002824100		12/19/2003	5/1/2009	2,072	0	2,178
21	BNY MELLON INTERNATIONAL FD CL M	05569M871		4/4/2003	2/13/2009	17,695	0	22,000
22	BNY MELLON INTERNATIONAL FD CL M	05569M871		10/7/2002	2/13/2009	10,104	0	12,779
23	BNY MELLON INTERNATIONAL FD CL M	05569M871		1/11/2008	2/13/2009	7,250	0	14,100
24	BNY MELLON INTERNATIONAL FD CL M	05569M871		1/9/2006	2/13/2009	1,264	0	2,802
25	BANK OF AMERICA CORP	060505104		5/2/2006	1/26/2009	532	0	3,963
26	BANK OF AMERICA CORP	060505104		1/24/2007	1/26/2009	200	0	1,582
27	BANK OF AMERICA CORP	060505104		2/5/2003	2/6/2009	337	0	1,814
28	BANK OF AMERICA CORP	060505104		3/31/2003	2/6/2009	61	0	304
29	BANK OF AMERICA CORP	060505104		7/6/2006	2/6/2009	123	0	980
30	BANK OF AMERICA CORP	060505104		10/14/2008	2/6/2009	166	0	702
31	BANK OF AMERICA CORP	060505104		10/14/2008	2/6/2009	18	0	78
32	BANK OF AMERICA CORP	060505104		10/15/2008	2/6/2009	184	0	771
33	BANK OF AMERICA CORP	060505104		5/7/2009	6/29/2009	646	0	677
34	BEST BUY INC	086516101		3/17/2009	6/29/2009	341	0	316
35	CIGNA CORP	125509109		6/19/2009	6/29/2009	243	0	250
36	CVS CAREMARK CORP	126650100		10/30/2007	6/29/2009	1,287	0	1,658
37	CHUBB CORP	171232101		1/24/2007	1/21/2009	1,688	0	2,109
38	CHUBB CORP	171232101		1/24/2007	6/29/2009	400	0	527
39	CISCO SYSTEMS INC	17275R102		7/23/2008	2/23/2009	590	0	881
40	CISCO SYSTEMS INC	17275R102		7/23/2008	6/29/2009	377	0	440
41	CISCO SYSTEMS INC	17275R102		10/21/2008	6/29/2009	566	0	649
42	COACH INC	189754104		10/21/2008	1/21/2009	423	0	629
43	COACH INC	189754104		10/21/2008	1/23/2009	144	0	209
44	COACH INC	189754104		10/22/2008	1/23/2009	141	0	195
45	COACH INC	189754104		10/22/2008	1/23/2009	287	0	393

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

				Amount				
				6,814				
				0				
	(a) Kind(s) of property sold	CUSIP #	(b) How acquired	(c) Date Acquired	(d) Date Sold	(e) Gross Sales Price	(f) Depreciation Allowed	(g) Cost or other basis plus expense of sale
46	COCA COLA ENTERPRISES INC	191219104		6/19/2007	6/29/2009	335	0	467
47	COLGATE-PALMOLIVE CO	194162103		8/8/2008	6/29/2009	502	0	546
48	COLGATE-PALMOLIVE CO	194162103		8/8/2008	6/29/2009	215	0	233
49	COLGATE-PALMOLIVE CO	194162103		8/8/2008	8/28/2009	655	0	699
50	COLGATE-PALMOLIVE CO	194162103		8/8/2008	8/31/2009	218	0	232
51	COLGATE-PALMOLIVE CO	194162103		8/8/2008	8/31/2009	435	0	465
52	CONOCOPHILLIPS	20825C104		10/13/2003	3/17/2009	373	0	290
53	CONOCOPHILLIPS	20825C104		1/24/2007	3/17/2009	746	0	1,293
54	CONOCOPHILLIPS	20825C104		10/13/2003	6/29/2009	419	0	290
55	CUMMINS INC	231021106		5/1/2009	6/29/2009	325	0	307
56	CUMMINS INC	231021106		5/1/2009	6/29/2009	36	0	34
57	DANAHER CORP	235851102		3/14/2005	6/29/2009	627	0	548
58	DARDEN RESTAURANTS INC	237194105		5/8/2008	5/21/2009	1,010	0	1,099
59	DARDEN RESTAURANTS INC	237194105		5/8/2008	5/22/2009	328	0	363
60	DARDEN RESTAURANTS INC	237194105		5/8/2008	5/22/2009	328	0	363
61	DREYFUS PREM LT TRM HYLD-I	261980759		7/10/2008	6/29/2009	3,000	0	3,367
62	EMERSON ELECTRIC CO	291011104		1/24/2007	3/16/2009	676	0	1,114
63	EMERSON ELECTRIC CO	291011104		1/24/2007	3/17/2009	662	0	1,114
64	EXELON CORP	30161N101		10/7/2002	4/14/2009	467	0	241
65	EXELON CORP	30161N101		10/7/2002	6/29/2009	505	0	241
66	EXXON MOBIL CORP	30231G102		9/12/1997	6/29/2009	1,403	0	625
67	FIFTH THIRD BANCORP	316773100		10/14/2008	1/26/2009	169	0	775
68	FIFTH THIRD BANCORP	316773100		10/15/2008	1/26/2009	28	0	130
69	FIFTH THIRD BANCORP	316773100		10/15/2008	1/26/2009	140	0	655
70	FIRST HORIZON NATIONAL CORP	320517105		10/15/2008	6/29/2009	244	0	219
71	FIRST HORIZON NATIONAL CORP	320517105		10/15/2008	8/27/2009	6	0	5
72	GAP INC	364760108		11/20/2007	1/21/2009	907	0	1,604
73	GAP INC	364760108		11/20/2007	2/4/2009	447	0	842
74	GAP INC	364760108		11/21/2007	2/4/2009	106	0	200
75	GAP INC	364760108		11/20/2007	2/4/2009	421	0	762
76	GAP INC	364760108		11/20/2007	2/4/2009	110	0	200
77	GENERAL ELECTRIC COMPANY	369604103		10/25/1999	6/29/2009	587	0	2,063
78	GILEAD SCIENCES INC	375558103		1/21/2009	6/29/2009	473	0	487
79	GOLDMAN SACHS GROUP INC	38141G104		8/18/2003	3/10/2009	837	0	881
80	HALLIBURTON CO	406216101		1/24/2007	6/29/2009	417	0	601
81	HESS CORP	42809H107		3/17/2009	6/29/2009	545	0	615
82	HOME DEPOT INC	437076102		11/20/2008	6/29/2009	477	0	384
83	HONEYWELL INTL INC	438516106		1/14/2004	6/29/2009	322	0	360
84	HOSPIRA INC	441060100		6/1/2007	6/29/2009	387	0	407
85	INTEL CORP	458140100		5/15/2008	6/5/2009	317	0	498
86	INTEL CORP	458140100		5/16/2008	6/5/2009	950	0	1,493
87	INTEL CORP	458140100		3/10/2009	6/5/2009	1,109	0	962
88	INTEL CORP	458140100		3/10/2009	6/5/2009	475	0	412
89	INTERNATIONAL BUSINESS MACHINES	459200101		1/23/2008	8/21/2009	2,394	0	2,125
90	JPMORGAN CHASE & CO	46625H100		2/6/2009	6/29/2009	686	0	547

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

		Amount		(b) How acquired	(c) Date Acquired	(d) Date Sold	(e) Gross Sales Price	(f) Depreciation Allowed	(g) Cost or other basis plus expense of sale
Long Term CG Distributions	Short Term CG Distributions	6,814	0						
	(a) Kind(s) of property sold	CUSIP #							
91	JOHNSON & JOHNSON	478160104			11/9/2007	1/21/2009	1,675	0	1,952
92	JOHNSON & JOHNSON	478160104			2/5/2008	1/21/2009	1,675	0	1,899
93	FIRST HORIZON NATIONAL CORP	320517105			10/15/2008	2/25/2009	7	0	9
94	FIRST HORIZON NATIONAL CORP	320517105			10/15/2008	5/22/2009	1	0	1
95	JUNIPER NETWORKS INC	48203R104			10/29/2008	6/5/2009	722	0	559
96	JUNIPER NETWORKS INC	48203R104			10/29/2008	6/8/2009	235	0	186
97	JUNIPER NETWORKS INC	48203R104			10/28/2008	6/8/2009	235	0	178
98	JUNIPER NETWORKS INC	48203R104			10/28/2008	6/29/2009	235	0	178
99	KEYCORP NEW	493267108			10/14/2008	5/21/2009	161	0	351
100	KEYCORP NEW	493267108			10/14/2008	5/21/2009	54	0	117
101	KEYCORP NEW	493267108			10/14/2008	5/22/2009	157	0	351
102	KEYCORP NEW	493267108			10/15/2008	5/22/2009	105	0	233
103	KEYCORP NEW	493267108			10/14/2008	5/22/2009	106	0	234
104	KEYCORP NEW	493267108			10/15/2008	5/26/2009	311	0	700
105	LABORATORY CORP AMER HLDGS	50540R409			4/23/2008	1/21/2009	58	0	77
106	LABORATORY CORP AMER HLDGS	50540R409			4/23/2008	1/21/2009	577	0	770
107	LABORATORY CORP AMER HLDGS	50540R409			4/23/2008	1/21/2009	577	0	767
108	LABORATORY CORP AMER HLDGS	50540R409			4/24/2008	1/21/2009	519	0	666
109	ESTEE LAUDER COMPANIES CLASS A	518439104			8/14/2008	3/3/2009	212	0	513
110	ESTEE LAUDER COMPANIES CLASS A	518439104			8/14/2008	3/3/2009	212	0	508
111	ESTEE LAUDER COMPANIES CLASS A	518439104			8/15/2008	3/3/2009	149	0	360
112	ESTEE LAUDER COMPANIES CLASS A	518439104			8/14/2008	3/3/2009	85	0	202
113	ESTEE LAUDER COMPANIES CLASS A	518439104			8/15/2008	3/3/2009	63	0	154
114	ESTEE LAUDER COMPANIES CLASS A	518439104			8/14/2008	3/4/2009	129	0	303
115	ESTEE LAUDER COMPANIES CLASS A	518439104			8/14/2008	3/4/2009	644	0	1,515
116	LORILLARD INC	544147101			1/21/2009	6/29/2009	680	0	614
117	MCAFEE INC	579064106			6/1/2007	6/29/2009	419	0	367
118	MCAFEE INC	579064106			6/1/2007	7/29/2009	446	0	367
119	MCAFEE INC	579064106			5/31/2007	7/30/2009	1,297	0	1,099
120	MC DONALD'S CORPORATION	580135101			4/2/2008	3/17/2009	1,596	0	1,712
121	MC DONALD'S CORPORATION	580135101			4/1/2008	3/17/2009	532	0	570
122	MC DONALD'S CORPORATION	580135101			4/1/2008	5/7/2009	1,596	0	1,709
123	MEDTRONIC INC	585055106			5/3/2004	6/29/2009	347	0	512
124	MICROSOFT CORPORATION	594918104			3/31/2003	6/29/2009	475	0	490
125	MOLSON COORS BREWING CO-B	60871R209			10/3/2008	3/13/2009	314	0	465
126	MOLSON COORS BREWING CO-B	60871R209			10/6/2008	3/13/2009	314	0	453
127	MOLSON COORS BREWING CO-B	60871R209			10/6/2008	3/13/2009	314	0	454
128	MORGAN STANLEY	617446448			5/21/2009	6/29/2009	291	0	282
129	MOSAIC CO	61945A107			6/10/2008	4/14/2009	442	0	1,410
130	NATIONAL OILWELL VARCO INC	637071101			12/30/2008	4/23/2009	879	0	717
131	NATIONAL OILWELL VARCO INC	637071101			12/29/2008	4/24/2009	307	0	239
132	NATIONAL OILWELL VARCO INC	637071101			12/29/2008	4/24/2009	92	0	71
133	NATIONAL OILWELL VARCO INC	637071101			12/30/2008	4/24/2009	523	0	406
134	NEWS CORP INC	65248E203			1/24/2007	6/29/2009	424	0	972
135	NEWS CORP INC	65248E203			1/16/2007	6/29/2009	212	0	449

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		Amount						
		6,814						
		0						
	(a) Kind(s) of property sold	CUSIP #	(b) How acquired	(c) Date Acquired	(d) Date Sold	(e) Gross Sales Price	(f) Depreciation Allowed	(g) Cost or other basis plus expense of sale
136	NOKIA CORP-SPON ADR	654902204		7/28/2008	7/16/2009	400	0	845
137	NOKIA CORP-SPON ADR	654902204		7/28/2008	7/16/2009	133	0	282
138	NOKIA CORP-SPON ADR	654902204		7/28/2008	7/16/2009	400	0	846
139	NORTHERN TR CORP	665859104		1/21/2009	5/21/2009	103	0	107
140	NORTHERN TR CORP	665859104		1/21/2009	5/21/2009	510	0	534
141	NORTHERN TR CORP	665859104		2/4/2009	5/21/2009	512	0	605
142	NORTHERN TR CORP	665859104		1/21/2009	5/22/2009	417	0	428
143	NOVARTIS AG-ADR	66987V109		9/24/2008	4/24/2009	737	0	1,090
144	NOVARTIS AG-ADR	66987V109		9/25/2008	4/24/2009	111	0	166
145	NOVARTIS AG-ADR	66987V109		9/25/2008	4/24/2009	258	0	387
146	NOVARTIS AG-ADR	66987V109		10/7/2008	4/27/2009	509	0	756
147	NOVARTIS AG-ADR	66987V109		9/24/2008	4/27/2009	368	0	545
148	NOVARTIS AG-ADR	66987V109		9/24/2008	4/27/2009	368	0	545
149	NOVARTIS AG-ADR	66987V109		10/7/2008	4/27/2009	257	0	378
150	NOVARTIS AG-ADR	66987V109		10/7/2008	4/27/2009	331	0	486
151	OMNICOM GROUP INC	681919106		1/24/2007	6/29/2009	317	0	520
152	ORACLE CORP	68389X105		1/24/2007	6/29/2009	648	0	517
153	PNC FINANCIAL SERVICES GROUP	693475105		2/29/2008	2/4/2009	294	0	626
154	PEPSICO INC	713448108		6/1/2001	6/29/2009	1,094	0	896
155	PFIZER INC	717081103		6/11/1999	6/29/2009	611	0	1,335
156	PHILIP MORRIS INTERNAT-W/I	718172109		1/24/2007	6/29/2009	860	0	919
157	PRAXAIR INC	74005P104		6/24/2004	3/10/2009	1,150	0	777
158	PROCTER & GAMBLE CO	742718109		10/10/2003	6/29/2009	1,040	0	955
159	QUALCOMM INC	747525103		11/10/2008	6/29/2009	920	0	708
160	QUALCOMM INC	747525103		11/10/2008	8/21/2009	2,346	0	1,769
161	QUALCOMM INC	747525103		12/18/2003	8/21/2009	938	0	510
162	RAYTHEON CO	755111507		10/7/2008	6/29/2009	455	0	520
163	ROSS STORES INC	778296103		4/17/2008	6/25/2009	390	0	330
164	ROSS STORES INC	778296103		4/16/2008	6/25/2009	156	0	132
165	ROSS STORES INC	778296103		4/17/2008	6/25/2009	390	0	330
166	ROSS STORES INC	778296103		4/16/2008	6/26/2009	1,078	0	922
167	ROSS STORES INC	778296103		4/16/2008	6/26/2009	309	0	263
168	ST JUDE MEDICAL INC	790849103		11/6/2007	6/19/2009	402	0	405
169	ST JUDE MEDICAL INC	790849103		11/6/2007	6/19/2009	804	0	807
170	ST JUDE MEDICAL INC	790849103		11/6/2007	6/19/2009	401	0	405
171	SCHERING PLOUGH CORP	806605101		1/24/2007	6/29/2009	999	0	1,013
172	SCHWAB CHARLES CORP NEW	808513105		11/20/2008	6/29/2009	178	0	152
173	SEMPRA ENERGY	816851109		2/27/2007	6/29/2009	506	0	616
174	STATE STREET CORP	857477103		5/21/2009	6/29/2009	479	0	430
175	TAIWAN SEMICONDUCTOR MFG CO A	874039100		3/3/2009	6/29/2009	191	0	157
176	TARGET CORP	87612E106		6/1/2009	6/29/2009	792	0	831
177	THERMO FISHER SCIENTIFIC INC	883556102		1/24/2007	1/21/2009	719	0	965
178	THERMO FISHER SCIENTIFIC INC	883556102		1/24/2007	3/5/2009	683	0	964
179	TIME WARNER INC	887317303		12/4/2008	4/21/2009	7	0	7
180	TIME WARNER INC	887317303		12/4/2008	6/29/2009	253	0	214

		Amount		(a) Kind(s) of property sold	(b) How acquired	(c) Date Acquired	(d) Date Sold	(e) Gross Sales Price	(f) Depreciation Allowed	(g) Cost or other basis plus expense of sale
Long Term CG Distributions	Short Term CG Distributions	6,814	0							
181		88732J207		TIME WARNER CABLE INC		12/4/2008	4/22/2009	11	0	11
182		88732J207		TIME WARNER CABLE INC		12/4/2008	6/1/2009	550	0	505
183		902973304		US BANCORP		2/29/2008	1/21/2009	380	0	974
184		902973304		US BANCORP		2/29/2008	1/21/2009	127	0	324
185		902973304		US BANCORP		2/29/2008	1/21/2009	127	0	325
186		91912E105		VALE SA-SP ADR		5/10/2006	6/29/2009	354	0	288
187		92532F100		VERTEX PHARMACEUTICALS INC		3/6/2009	6/29/2009	360	0	282
188		92532F100		VERTEX PHARMACEUTICALS INC		3/5/2009	6/29/2009	360	0	280
189		931142103		WAL MART STORES INC		8/19/2004	5/7/2009	1,998	0	2,185
190		931142103		WAL MART STORES INC		2/9/2006	5/7/2009	999	0	910
191		931142103		WAL MART STORES INC		2/9/2006	5/28/2009	494	0	455
192		931142103		WAL MART STORES INC		11/20/2007	5/28/2009	494	0	452
193		931142103		WAL MART STORES INC		11/20/2007	6/1/2009	497	0	452
194		931142103		WAL MART STORES INC		11/20/2007	6/10/2009	1,503	0	1,357
195		949746101		WELLS FARGO & COMPANY		8/3/2001	1/21/2009	564	0	934
196		949746101		WELLS FARGO & COMPANY		8/3/2001	6/29/2009	488	0	467
197		983024100		WYETH		1/21/2009	6/29/2009	453	0	388
198		983024100		WYETH		1/21/2009	7/7/2009	316	0	271
199		983024100		WYETH		1/21/2009	7/7/2009	903	0	776
200		983024100		WYETH		1/21/2009	7/7/2009	677	0	582
201		983024100		WYETH		1/21/2009	7/8/2009	362	0	310
202		98385X106		XTO ENERGY INC		1/24/2007	6/29/2009	762	0	779
203		G1150G111		ACCENTURE LTD		2/27/2008	6/29/2009	334	0	367
204		H89128104		TYCO INTERNATIONAL LTD		8/11/2008	6/29/2009	530	0	906
205		00971T101		AKAMAI TECHNOLOGIES INC		3/26/2008	10/29/2008	381	0	973
206		00971T101		AKAMAI TECHNOLOGIES INC		3/26/2008	10/29/2008	396	0	968
207		037833100		APPLE COMPUTER INC COM		7/8/2008	11/11/2008	927	0	1,770
208		171232101		CHUBB CORPORATION COM		1/24/2007	11/20/2008	447	0	527
209		172967101		CITIGROUP INC		10/14/2008	11/20/2008	201	0	743
210		172967101		CITIGROUP INC		10/15/2008	11/20/2008	201	0	692
211		172967101		CITIGROUP INC		9/19/2008	11/20/2008	201	0	845
212		172967101		CITIGROUP INC		7/23/2008	11/20/2008	552	0	2,331
213		172967101		CITIGROUP INC		4/22/2008	11/20/2008	201	0	999
214		172967101		CITIGROUP INC		4/22/2008	11/20/2008	151	0	749
215		172967101		CITIGROUP INC		10/1/2008	11/20/2008	100	0	416
216		235851102		DANAHER CORP COMMON		3/14/2005	12/12/2008	488	0	548
217		24702R101		DELL INC		6/12/2008	10/14/2008	1,136	0	1,899
218		24702R101		DELL INC		6/12/2008	10/15/2008	407	0	712
219		26874Q100		ENSCO INTL INC		11/9/2007	12/29/2008	270	0	563
220		26874Q100		ENSCO INTL INC		11/9/2007	12/29/2008	54	0	113
221		26874Q100		ENSCO INTL INC		11/9/2007	12/30/2008	576	0	1,013
222		26874Q100		ENSCO INTL INC		11/12/2007	12/30/2008	529	0	1,103
223		278058102		EATON CORPORATION		1/24/2007	10/31/2008	1,338	0	2,275
224		291011104		EMERSON ELECTRIC CO		1/24/2007	12/23/2008	1,017	0	1,337
225		291011104		EMERSON ELECTRIC CO		1/24/2007	12/24/2008	337	0	446

Long Term CG Distributions Short Term CG Distributions		Amount						
		6,814	0					
	(a) Kind(s) of property sold	CUSIP #	(b) How acquired	(c) Date Acquired	(d) Date Sold	(e) Gross Sales Price	(f) Depreciation Allowed	(g) Cost or other basis plus expense of sale
226	EMERSON ELECTRIC CO	291011104		1/24/2007	12/24/2008	338	0	446
227	GTE NORTH INC DEB	362337AG2		2/16/2000	11/1/2008	25,000	0	25,000
228	GOLDMAN SACHS GROUP	38141G104		8/18/2003	10/28/2008	1,789	0	1,762
229	INTEL CORPORATION	458140100		5/15/2008	10/14/2008	953	0	1,495
230	INTEL CORPORATION	458140100		5/15/2008	10/15/2008	483	0	747
231	INTEL CORPORATION	458140100		5/15/2008	11/10/2008	571	0	997
232	INTEL CORPORATION	458140100		5/15/2008	11/10/2008	143	0	249
233	INTEL CORPORATION	458140100		5/15/2008	11/10/2008	143	0	249
234	INTEL CORPORATION	458140100		5/15/2008	11/11/2008	137	0	249
235	JOHNSON & JOHNSON	478160104		11/9/2007	10/30/2008	1,213	0	1,301
236	METLIFE INC	59156R108		8/22/2007	10/2/2008	1,219	0	2,003
237	METLIFE INC	59156R108		8/23/2007	10/2/2008	1,219	0	1,996
238	METLIFE INC	59156R108		8/24/2007	10/2/2008	818	0	1,327
239	METLIFE INC	59156R108		8/23/2007	10/2/2008	818	0	1,330
240	MORGAN STANLEY DEAN WITTER & CO	617446448		4/23/2008	9/17/2008	375	0	948
241	MORGAN STANLEY DEAN WITTER & CO	617446448		4/23/2008	9/17/2008	187	0	474
242	MORGAN STANLEY DEAN WITTER & CO	617446448		4/22/2008	9/17/2008	937	0	2,356
243	NORTEL NETWORKS CORP	656568508		7/25/2008	11/6/2008	32	0	45
244	PNC FINANCIAL SERVICES GRP	693475105		2/29/2008	10/14/2008	597	0	626
245	PNC FINANCIAL SERVICES GRP	693475105		2/29/2008	10/14/2008	610	0	626
246	PNC FINANCIAL SERVICES GRP	693475105		2/29/2008	10/15/2008	620	0	626
247	PRAXAIR INC	74005P104		6/24/2004	9/8/2008	1,681	0	777
248	RESEARCH IN MOTION LTD	760975102		4/8/2008	10/1/2008	1,322	0	2,401
249	SPRINT CORP	852061100		8/11/2008	10/28/2008	362	0	1,007
250	SPRINT CORP	852061100		8/11/2008	10/28/2008	114	0	322
251	SPRINT CORP	852061100		8/8/2008	10/29/2008	118	0	310
252	SPRINT CORP	852061100		8/11/2008	10/29/2008	46	0	124
253	TJX COS INC NEW	872540109		1/24/2007	12/4/2008	201	0	302
254	TJX COS INC NEW	872540109		1/24/2007	12/4/2008	790	0	1,206
255	TJX COS INC NEW	872540109		1/24/2007	12/4/2008	295	0	604
256	TJX COS INC NEW	872540109		1/24/2007	12/4/2008	593	0	904
257	TEREX CORP NEW	880779103		5/1/2008	10/21/2008	91	0	343
258	TEREX CORP NEW	880779103		5/1/2008	10/21/2008	183	0	698
259	TEREX CORP NEW	880779103		5/2/2008	10/21/2008	183	0	720
260	TEREX CORP NEW	880779103		5/1/2008	10/22/2008	80	0	343
261	TEREX CORP NEW	880779103		7/16/2008	10/22/2008	160	0	478
262	TEREX CORP NEW	880779103		7/17/2008	10/22/2008	320	0	995
263	THERMO ELECTRON CORP	883556102		1/24/2007	11/11/2008	703	0	965
264	US BANCORP DEL	902973304		2/29/2008	10/14/2008	620	0	650
265	US BANCORP DEL	902973304		2/29/2008	10/14/2008	310	0	325
266	US BANCORP DEL	902973304		2/29/2008	10/15/2008	313	0	325
267	US BANCORP DEL	902973304		2/29/2008	10/15/2008	627	0	650
268	WACHOVIA CORP 2ND NEW	929903102		9/8/2008	9/30/2008	300	0	1,659
269	WACHOVIA CORP 2ND NEW	929903102		9/19/2008	9/30/2008	267	0	1,644
270	WACHOVIA CORP 2ND NEW	929903102		9/8/2008	10/1/2008	31	0	184

Part IV (990-PF) - Capital Gains and Losses for

		Amount		(h) Gain or Loss	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (col (h) gain minus col (k), but not less than zero) or Losses (from col (h))
		Long Term CG Distributions	Short Term CG Distributions					
		(a) Kind(s) of property sold	CUSIP #					
1	ADOBE SYSTEMS INC		00724F101	-785			0	-785
2	ADOBE SYSTEMS INC		00724F101	-395			0	-395
3	AETNA INC		00817Y108	-149			0	-149
4	AETNA INC		00817Y108	-583			0	-583
5	AETNA INC		00817Y108	-73			0	-73
6	AETNA INC		00817Y108	-435			0	-435
7	AETNA INC		00817Y108	-366			0	-366
8	ALLIANCE DATA SYS CORP		018581108	-221			0	-221
9	AMERIPRISE FINANCIAL INC		03076C106	50			0	50
10	APPLE INC		037833100	-348			0	-348
11	AUTOLIV INC		052800109	-23			0	-23
12	BNY MELLON SMALL CAP STK FD CL M		05569M806	-7,015			0	-7,015
13	BNY MELLON BOND FD CL M		05569M830	24			0	24
14	BNY MELLON BOND FD CL M		05569M830	-108			0	-108
15	BNY MELLON BOND FD CL M		05569M830	47			0	47
16	BNY MELLON BOND FD CL M		05569M830	155			0	155
17	BNY MELLON BOND FD CL M		05569M830	188			0	188
18	BNY MELLON INTERNATIONAL FD CL M		05569M871	-943			0	-943
19	AT & T INC		00206R102	-346			0	-346
20	ABBOTT LABORATORIES		002824100	-106			0	-106
21	BNY MELLON INTERNATIONAL FD CL M		05569M871	-4,305			0	-4,305
22	BNY MELLON INTERNATIONAL FD CL M		05569M871	-2,675			0	-2,675
23	BNY MELLON INTERNATIONAL FD CL M		05569M871	-6,850			0	-6,850
24	BNY MELLON INTERNATIONAL FD CL M		05569M871	-1,538			0	-1,538
25	BANK OF AMERICA CORP		060505104	-3,431			0	-3,431
26	BANK OF AMERICA CORP		060505104	-1,382			0	-1,382
27	BANK OF AMERICA CORP		060505104	-1,477			0	-1,477
28	BANK OF AMERICA CORP		060505104	-243			0	-243
29	BANK OF AMERICA CORP		060505104	-857			0	-857
30	BANK OF AMERICA CORP		060505104	-536			0	-536
31	BANK OF AMERICA CORP		060505104	-60			0	-60
32	BANK OF AMERICA CORP		060505104	-587			0	-587
33	BANK OF AMERICA CORP		060505104	-31			0	-31
34	BEST BUY INC		086516101	25			0	25
35	CIGNA CORP		125509109	-7			0	-7
36	CVS CAREMARK CORP		126650100	-371			0	-371
37	CHUBB CORP		171232101	-421			0	-421
38	CHUBB CORP		171232101	-127			0	-127
39	CISCO SYSTEMS INC		17275R102	-291			0	-291
40	CISCO SYSTEMS INC		17275R102	-63			0	-63
41	CISCO SYSTEMS INC		17275R102	-83			0	-83
42	COACH INC		189754104	-206			0	-206
43	COACH INC		189754104	-65			0	-65
44	COACH INC		189754104	-51			0	-51
45	COACH INC		189754104	-106			0	-106

Part IV (990-PF) - Capital Gains and Losses for

		Amount		(a) Kind(s) of property sold	CUSIP #	(h) Gain or Loss	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (col (h) gain minus col (k), but not less than zero) or Losses (from col (h))
		Long Term CG Distributions	Short Term CG Distributions							
		6,814								
		0								
	46	COCA COLA ENTERPRISES INC		191219104	-132				0	-132
	47	COLGATE-PALMOLIVE CO		194162103	-44				0	-44
	48	COLGATE-PALMOLIVE CO		194162103	-18				0	-18
	49	COLGATE-PALMOLIVE CO		194162103	-44				0	-44
	50	COLGATE-PALMOLIVE CO		194162103	-14				0	-14
	51	COLGATE-PALMOLIVE CO		194162103	-30				0	-30
	52	CONOCOPHILLIPS		20825C104	83				0	83
	53	CONOCOPHILLIPS		20825C104	-547				0	-547
	54	CONOCOPHILLIPS		20825C104	129				0	129
	55	CUMMINS INC		231021106	18				0	18
	56	CUMMINS INC		231021106	2				0	2
	57	DANAHER CORP		235851102	79				0	79
	58	DARDEN RESTAURANTS INC		237194105	-89				0	-89
	59	DARDEN RESTAURANTS INC		237194105	-35				0	-35
	60	DARDEN RESTAURANTS INC		237194105	-35				0	-35
	61	DREYFUS PREM LT TRM HI YLD-I		261980759	-367				0	-367
	62	EMERSON ELECTRIC CO		291011104	-438				0	-438
	63	EMERSON ELECTRIC CO		291011104	-452				0	-452
	64	EXELON CORP		30161N101	226				0	226
	65	EXELON CORP		30161N101	264				0	264
	66	EXXON MOBIL CORP		30231G102	778				0	778
	67	FIFTH THIRD BANCORP		316773100	-606				0	-606
	68	FIFTH THIRD BANCORP		316773100	-102				0	-102
	69	FIFTH THIRD BANCORP		316773100	-515				0	-515
	70	FIRST HORIZON NATIONAL CORP		320517105	25				0	25
	71	FIRST HORIZON NATIONAL CORP		320517105	1				0	1
	72	GAP INC		364760108	-697				0	-697
	73	GAP INC		364760108	-395				0	-395
	74	GAP INC		364760108	-94				0	-94
	75	GAP INC		364760108	-341				0	-341
	76	GAP INC		364760108	-90				0	-90
	77	GENERAL ELECTRIC COMPANY		369604103	-1,476				0	-1,476
	78	GILEAD SCIENCES INC		375558103	-14				0	-14
	79	GOLDMAN SACHS GROUP INC		38141G104	-44				0	-44
	80	HALLIBURTON CO		406216101	-184				0	-184
	81	HESS CORP		42809H107	-70				0	-70
	82	HOME DEPOT INC		437076102	93				0	93
	83	HONEYWELL INTL INC		438516106	-38				0	-38
	84	HOSPIRA INC		441060100	-20				0	-20
	85	INTEL CORP		458140100	-181				0	-181
	86	INTEL CORP		458140100	-543				0	-543
	87	INTEL CORP		458140100	147				0	147
	88	INTEL CORP		458140100	63				0	63
	89	INTERNATIONAL BUSINESS MACHINES		459200101	269				0	269
	90	JPMORGAN CHASE & CO		46625H100	139				0	139

Part IV (990-PF) - Capital Gains and Losses for *

Long Term CG Distributions		Amount					
Short Term CG Distributions		6,814	0				
	(a) Kind(s) of property sold	CUSIP #	(h) Gain or Loss	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (col (h) gain minus col (k), but not less than zero) or Losses (from col (h))
91	JOHNSON & JOHNSON	478160104	-277			0	-277
92	JOHNSON & JOHNSON	478160104	-224			0	-224
93	FIRST HORIZON NATIONAL CORP	320517105	-2			0	-2
94	FIRST HORIZON NATIONAL CORP	320517105	0			0	0
95	JUNIPER NETWORKS INC	48203R104	163			0	163
96	JUNIPER NETWORKS INC	48203R104	49			0	49
97	JUNIPER NETWORKS INC	48203R104	57			0	57
98	JUNIPER NETWORKS INC	48203R104	57			0	57
99	KEYCORP NEW	493267108	-190			0	-190
100	KEYCORP NEW	493267108	-63			0	-63
101	KEYCORP NEW	493267108	-194			0	-194
102	KEYCORP NEW	493267108	-128			0	-128
103	KEYCORP NEW	493267108	-128			0	-128
104	KEYCORP NEW	493267108	-389			0	-389
105	LABORATORY CORP AMER HLDGS	50540R409	-19			0	-19
106	LABORATORY CORP AMER HLDGS	50540R409	-193			0	-193
107	LABORATORY CORP AMER HLDGS	50540R409	-190			0	-190
108	LABORATORY CORP AMER HLDGS	50540R409	-147			0	-147
109	ESTEE LAUDER COMPANIES CLASS A	518439104	-301			0	-301
110	ESTEE LAUDER COMPANIES CLASS A	518439104	-296			0	-296
111	ESTEE LAUDER COMPANIES CLASS A	518439104	-211			0	-211
112	ESTEE LAUDER COMPANIES CLASS A	518439104	-117			0	-117
113	ESTEE LAUDER COMPANIES CLASS A	518439104	-91			0	-91
114	ESTEE LAUDER COMPANIES CLASS A	518439104	-174			0	-174
115	ESTEE LAUDER COMPANIES CLASS A	518439104	-871			0	-871
116	LORILLARD INC	544147101	66			0	66
117	MCAFEES INC	579064106	52			0	52
118	MCAFEES INC	579064106	79			0	79
119	MCAFEES INC	579064106	198			0	198
120	MC DONALD'S CORPORATION	580135101	-116			0	-116
121	MC DONALD'S CORPORATION	580135101	-38			0	-38
122	MC DONALD'S CORPORATION	580135101	-113			0	-113
123	MEDTRONIC INC	585055106	-165			0	-165
124	MICROSOFT CORPORATION	594918104	-15			0	-15
125	MOLSON COORS BREWING CO-B	60871R209	-151			0	-151
126	MOLSON COORS BREWING CO-B	60871R209	-139			0	-139
127	MOLSON COORS BREWING CO-B	60871R209	-140			0	-140
128	MORGAN STANLEY	617446448	9			0	9
129	MOSAIC CO	61945A107	-968			0	-968
130	NATIONAL OILWELL VARCO INC	637071101	162			0	162
131	NATIONAL OILWELL VARCO INC	637071101	68			0	68
132	NATIONAL OILWELL VARCO INC	637071101	21			0	21
133	NATIONAL OILWELL VARCO INC	637071101	117			0	117
134	NEWS CORP INC	65248E203	-548			0	-548
135	NEWS CORP INC	65248E203	-237			0	-237

		Amount					
Long Term CG Distributions		6,814					
Short Term CG Distributions		0					
	(a) Kind(s) of property sold	CUSIP #	(h) Gain or Loss	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (col (h) gain minus col (k), but not less than zero) or Losses (from col. (h))
136	NOKIA CORP-SPON ADR	654902204	-445			0	-445
137	NOKIA CORP-SPON ADR	654902204	-149			0	-149
138	NOKIA CORP-SPON ADR	654902204	-446			0	-446
139	NORTHERN TR CORP	665859104	-4			0	-4
140	NORTHERN TR CORP	665859104	-24			0	-24
141	NORTHERN TR CORP	665859104	-93			0	-93
142	NORTHERN TR CORP	665859104	-11			0	-11
143	NOVARTIS AG-ADR	66987V109	-353			0	-353
144	NOVARTIS AG-ADR	66987V109	-55			0	-55
145	NOVARTIS AG-ADR	66987V109	-129			0	-129
146	NOVARTIS AG-ADR	66987V109	-247			0	-247
147	NOVARTIS AG-ADR	66987V109	-177			0	-177
148	NOVARTIS AG-ADR	66987V109	-177			0	-177
149	NOVARTIS AG-ADR	66987V109	-121			0	-121
150	NOVARTIS AG-ADR	66987V109	-155			0	-155
151	OMNICOM GROUP INC	681919106	-203			0	-203
152	ORACLE CORP	68389X105	131			0	131
153	PNC FINANCIAL SERVICES GROUP	693475105	-332			0	-332
154	PEPSICO INC	713448108	198			0	198
155	PFIZER INC	717081103	-724			0	-724
156	PHILIP MORRIS INTERNAT-W/I	718172109	-59			0	-59
157	PRAXAIR INC	74005P104	373			0	373
158	PROCTER & GAMBLE CO	742718109	85			0	85
159	QUALCOMM INC	747525103	212			0	212
160	QUALCOMM INC	747525103	577			0	577
161	QUALCOMM INC	747525103	428			0	428
162	RAYTHEON CO	755111507	-65			0	-65
163	ROSS STORES INC	778296103	60			0	60
164	ROSS STORES INC	778296103	24			0	24
165	ROSS STORES INC	778296103	60			0	60
166	ROSS STORES INC	778296103	156			0	156
167	ROSS STORES INC	778296103	46			0	46
168	ST JUDE MEDICAL INC	790849103	-3			0	-3
169	ST JUDE MEDICAL INC	790849103	-3			0	-3
170	ST JUDE MEDICAL INC	790849103	-4			0	-4
171	SCHERING PLOUGH CORP	806605101	-14			0	-14
172	SCHWAB CHARLES CORP NEW	808513105	26			0	26
173	SEMPRA ENERGY	816851109	-110			0	-110
174	STATE STREET CORP	857477103	49			0	49
175	TAIWAN SEMICONDUCTOR MFG CO A	874039100	34			0	34
176	TARGET CORP	87612E106	-39			0	-39
177	THERMO FISHER SCIENTIFIC INC	883556102	-246			0	-246
178	THERMO FISHER SCIENTIFIC INC.	883556102	-281			0	-281
179	TIME WARNER INC	887317303	0			0	0
180	TIME WARNER INC	887317303	39			0	39

Part IV (990-PF) - Capital Gains and Losses for

		Amount		(a) Kind(s) of property sold	CUSIP #	(h) Gain or Loss	(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (col (h) gain minus col (k), but not less than zero) or Losses (from col. (h))
Long Term CG Distributions	Short Term CG Distributions	6,814	0							
181	TIME WARNER CABLE INC			88732J207		0			0	0
182	TIME WARNER CABLE INC			88732J207		45			0	45
183	US BANCORP			902973304		-594			0	-594
184	US BANCORP			902973304		-197			0	-197
185	US BANCORP			902973304		-198			0	-198
186	VALE SA-SP ADR			91912E105		66			0	66
187	VERTEX PHARMACEUTICALS INC			92532F100		78			0	78
188	VERTEX PHARMACEUTICALS INC			92532F100		80			0	80
189	WAL MART STORES INC			931142103		-187			0	-187
190	WAL MART STORES INC			931142103		89			0	89
191	WAL MART STORES INC			931142103		39			0	39
192	WAL MART STORES INC			931142103		42			0	42
193	WAL MART STORES INC			931142103		45			0	45
194	WAL MART STORES INC			931142103		146			0	146
195	WELLS FARGO & COMPANY			949746101		-370			0	-370
196	WELLS FARGO & COMPANY			949746101		21			0	21
197	WYETH			983024100		65			0	65
198	WYETH			983024100		45			0	45
199	WYETH			983024100		127			0	127
200	WYETH			983024100		95			0	95
201	WYETH			983024100		52			0	52
202	XTO ENERGY INC			98385X106		-17			0	-17
203	ACCENTURE LTD			G1150G111		-33			0	-33
204	TYCO INTERNATIONAL LTD			H89128104		-376			0	-376
205	AKAMAI TECHNOLOGIES INC			00971T101		-592			0	-592
206	AKAMAI TECHNOLOGIES INC			00971T101		-572			0	-572
207	APPLE COMPUTER INC COM			037833100		-843			0	-843
208	CHUBB CORPORATION COM			171232101		-80			0	-80
209	CITIGROUP INC			172967101		-542			0	-542
210	CITIGROUP INC			172967101		-491			0	-491
211	CITIGROUP INC			172967101		-644			0	-644
212	CITIGROUP INC			172967101		-1,779			0	-1,779
213	CITIGROUP INC			172967101		-798			0	-798
214	CITIGROUP INC			172967101		-598			0	-598
215	CITIGROUP INC			172967101		-316			0	-316
216	DANAHER CORP COMMON			235851102		-60			0	-60
217	DELL INC			24702R101		-763			0	-763
218	DELL INC			24702R101		-305			0	-305
219	ENSCO INTL INC			26874Q100		-293			0	-293
220	ENSCO INTL INC			26874Q100		-59			0	-59
221	ENSCO INTL INC			26874Q100		-437			0	-437
222	ENSCO INTL INC			26874Q100		-574			0	-574
223	EATON CORPORATION			278058102		-937			0	-937
224	EMERSON ELECTRIC CO			291011104		-320			0	-320
225	EMERSON ELECTRIC CO			291011104		-109			0	-109

Part IV (990-PF) - Capital Gains and Losses for

		Amount		(h) Gain or Loss	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (col (h) gain minus col (k), but not less than zero) or Losses (from col (h))
		Long Term CG Distributions	Short Term CG Distributions					
		(a) Kind(s) of property sold	CUSIP #					
226	EMERSON ELECTRIC CO	291011104	-108				0	-108
227	GTE NORTH INC DEB	362337AG2	0				0	0
228	GOLDMAN SACHS GROUP	38141G104	27				0	27
229	INTEL CORPORATION	458140100	-542				0	-542
230	INTEL CORPORATION	458140100	-264				0	-264
231	INTEL CORPORATION	458140100	-426				0	-426
232	INTEL CORPORATION	458140100	-106				0	-106
233	INTEL CORPORATION	458140100	-106				0	-106
234	INTEL CORPORATION	458140100	-112				0	-112
235	JOHNSON & JOHNSON	478160104	-88				0	-88
236	METLIFE INC	59156R108	-784				0	-784
237	METLIFE INC	59156R108	-777				0	-777
238	METLIFE INC	59156R108	-509				0	-509
239	METLIFE INC	59156R108	-512				0	-512
240	MORGAN STANLEY DEAN WITTER & C	617446448	-573				0	-573
241	MORGAN STANLEY DEAN WITTER & C	617446448	-287				0	-287
242	MORGAN STANLEY DEAN WITTER & C	617446448	-1,419				0	-1,419
243	NORTEL NETWORKS CORP	656568508	-13				0	-13
244	PNC FINANCIAL SERVICES GRP	693475105	-29				0	-29
245	PNC FINANCIAL SERVICES GRP	693475105	-16				0	-16
246	PNC FINANCIAL SERVICES GRP	693475105	-6				0	-6
247	PRAXAIR INC	74005P104	904				0	904
248	RESEARCH IN MOTION LTD	760975102	-1,079				0	-1,079
249	SPRINT CORP	852061100	-645				0	-645
250	SPRINT CORP	852061100	-208				0	-208
251	SPRINT CORP	852061100	-192				0	-192
252	SPRINT CORP	852061100	-78				0	-78
253	TJX COS INC NEW	872540109	-101				0	-101
254	TJX COS INC NEW	872540109	-416				0	-416
255	TJX COS INC NEW	872540109	-309				0	-309
256	TJX COS INC NEW	872540109	-311				0	-311
257	TEREX CORP NEW	880779103	-252				0	-252
258	TEREX CORP NEW	880779103	-515				0	-515
259	TEREX CORP NEW	880779103	-537				0	-537
260	TEREX CORP NEW	880779103	-263				0	-263
261	TEREX CORP NEW	880779103	-318				0	-318
262	TEREX CORP NEW	880779103	-675				0	-675
263	THERMO ELECTRON CORP	883556102	-262				0	-262
264	US BANCORP DEL	902973304	-30				0	-30
265	US BANCORP DEL	902973304	-15				0	-15
266	US BANCORP DEL	902973304	-12				0	-12
267	US BANCORP DEL	902973304	-23				0	-23
268	WACHOVIA CORP 2ND NEW	929903102	-1,359				0	-1,359
269	WACHOVIA CORP 2ND NEW	929903102	-1,377				0	-1,377
270	WACHOVIA CORP 2ND NEW	929903102	-153				0	-153

Part IV (990-PF) - Capital Gains and Losses for

		Amount									
		Long Term CG Distributions		6,814							
		Short Term CG Distributions		0							
	(a) Kind(s) of property sold	CUSIP #	(h) Gain or Loss	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (col (h) gain minus col (k), but not less than zero) or Losses (from col (h))				
271	WELLS FARGO & CO NEW	949746101	1			0	1				
272	WYETH	983024100	-324				-324				
273	WYETH	983024100	-206			0	-206				
274	WYETH	983024100	-7			0	-7				
275	WYETH	983024100	-124			0	-124				
276			0			0	0				
277			0			0	0				
278			0			0	0				
279			0			0	0				

Part VI, Line 6a (990-PF) - Estimated Tax Payments

1	Credit from prior year return	1	233
2	First quarter estimated tax payment	2	
3	Second quarter estimated tax payment	3	
4	Third quarter estimated tax payment	4	
5	Fourth quarter estimated tax payment	5	
6	Other payments	6	0
7	Total	7	233

**Attachment to Form 990-PF Part VIII, Column (b) Title and average hours
per week devoted to position**

As Trustee, BNY Mellon, N.A. provides administrative services such as acting as investment manager for the named organization. These services require numerous individual bank employees' involvement in the activities of the organization and thus cannot be quantified on an hourly basis. Therefore, the Trustee's fees are not based upon an hourly basis but are calculated based upon factors such as the market value of the account and in accordance with our agreement with the client.

[illegible]

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name RUTH DYKEMAN CHILDREN'S CENTER				☐ Person	☒ Business
Street P.O. BOX 66010					
City SEATTLE		State WA	Zip code 98166-0010	Foreign Country	
Relationship		Foundation Status			
Purpose of grant/contribution CHARITABLE-GENERAL					Amount 11,500

Name AMERICAN RED CROSS - KING COUNTRY				☐ Person	☒ Business
Street 1900 25TH AVENUE SOUTH					
City SEATTLE		State WA	Zip code 98144-4706	Foreign Country	
Relationship		Foundation Status			
Purpose of grant/contribution CHARITABLE-GENERAL					Amount 1,000

Name EASTSIDE DOMESTIC VIOLENCE PROGRAM				☐ Person	☒ Business
Street P.O. BOX 6398					
City BELLEVUE		State WA	Zip code 98008-0398	Foreign Country	
Relationship		Foundation Status			
Purpose of grant/contribution CHARITABLE-GENERAL					Amount 500

Name JUBILEE WOMEN'S CENTER				☐ Person	☒ Business
Street 620 18TH AVENUE EAST					
City SEATTLE		State WA	Zip code 98112-3949	Foreign Country	
Relationship		Foundation Status			
Purpose of grant/contribution CHARITABLE-GENERAL					Amount 1,000

Name KC SSEXUAL ASSAULT RESOURCE CENTER				☐ Person	☒ Business
Street P O BOX 300					
City RENTON		State WA	Zip code 98057	Foreign Country	
Relationship		Foundation Status			
Purpose of grant/contribution CHARITABLE-GENERAL					Amount 1,000

Name NEW HORIZONS MINISTRIES				☐ Person	☒ Business
Street P O BOX 2801					
City SEATTLE		State WA	Zip code 98111	Foreign Country	
Relationship		Foundation Status			
Purpose of grant/contribution CHARITABLE-GENERAL					Amount 1,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

PACIFIC SCIENCE CENTER

☐

Person

☒

Business

Street

200 SECOND AVENUE NORTH

City

SEATTLE

State

WA

Zip code

98109-4895

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

CHARITABLE-GENERAL

Amount

500

Name

YOUTH EASTSIDE SERVICES

☐

Person

☒

Business

Street

10777 MAIN STREET, SUITE 300

City

BELLEVUE

State

WA

Zip code

98004

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

CHARITABLE-GENERAL

Amount

1,000

Name

FAGSTAFF ACADEMY

☐

Person

☒

Business

Street

City

State

Zip code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

CHARITABLE-GENERAL

Amount

550

Name

FAMILY RESOURCE CENTER

☐

Person

☒

Business

Street

16225 NE 87TH STREET, STE A-5

City

REDMOND

State

WA

Zip code

98052

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

CHARITABLE-GENERAL

Amount

500

Name

YMCA OF GREATER SEATTLE

☐

Person

☒

Business

Street

909 4TH AVENUE

City

SEATTLE

State

WA

Zip code

87104

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

CHARITABLE-GENERAL

Amount

100,000

Name

SEATTLE URBAN ACADEMY

☐

Person

☒

Business

Street

THE MIRACLE EFFECT 2009

City

State

Zip code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

CHARITABLE-GENERAL

Amount

2,550

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name WASHINGTON STATE UNIVERSITY				☐ Person	☒ Business
Street COLLEGE OF VETERINARY MEDICINE					
City		State	Zip code	Foreign Country	
Relationship		Foundation Status			
Purpose of grant/contribution CHARITABLE-GENERAL					Amount 300

Name WASHINGTON STATE UNIVERSITY				☐ Person	☒ Business
Street CENTENNIAL CAMPAIGN FOR APLHA SIGMA					
City		State	Zip code	Foreign Country	
SPOKANE		WA	99223		
Relationship		Foundation Status			
Purpose of grant/contribution CHARITABLE-GENERAL					Amount 1,000

Name WOODLAND PARK ZOO				☐ Person	☒ Business
Street 601 NORTH 59TH STREET					
City		State	Zip code	Foreign Country	
SEATTLE		WA	98103-5858		
Relationship		Foundation Status			
Purpose of grant/contribution CHARITABLE-GENERAL					Amount 1,750

Name WASHINGTON STATE UNIVERSITY				☐ Person	☒ Business
Street COLLEGE OF EDUCATION					
City		State	Zip code	Foreign Country	
PULLMAN		WA	99164-2114		
Relationship		Foundation Status			
Purpose of grant/contribution CHARITABLE-GENERAL					Amount 100

Name ARTSFUND				☐ Person	☒ Business
Street P O. BOX 19780					
City		State	Zip code	Foreign Country	
SEATTLE		WA	98109		
Relationship		Foundation Status			
Purpose of grant/contribution CHARITABLE-GENERAL					Amount 1,000

Name ARBORETUM FOUNDATION				☐ Person	☒ Business
Street					
City		State	Zip code	Foreign Country	
Relationship		Foundation Status			
Purpose of grant/contribution CHARITABLE-GENERAL					Amount 2,500

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

WASHINGTON WOMEN

☐

Person

☒

Business

Street

City

State

Zip code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

CHARITABLE-GENERAL

Amount

50

Name

☐

Person

☐

Business

Street

City

State

Zip code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

☐

Person

☐

Business

Street

City

State

Zip code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

☐

Person

☐

Business

Street

City

State

Zip code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

☐

Person

☐

Business

Street

City

State

Zip code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

☐

Person

☐

Business

Street

City

State

Zip code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0