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

2008

Department 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

OCT 01, 2008, and ending

SEP 30, 2009

G Check all that apply:		Initial return	Final return	Amended return	Address change	Name change
Use the IRS label.	Name of foundation FIRST FEDERAL CHARITABLE FOUNDATION					
Otherwise, print or type.	Number/street (or P O box no if mail is not delivered to street add) 8 WEST BROAD STREET			Room/suite		
See Specific Instructions.	City or town, state, and ZIP code HAZLETON PA 18201					
H Check type of organization	<input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation					
I Fair market value of all assets at end of year (from Part II, col (c), line 16)	J Accounting method	<input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> 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), & (d) may not necessarily equal the amounts in column (a) (see instr))		(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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
	3 Interest on savings and temp cash investments					
	4 Dividends and interest from securities	189,797.	189,797.			
	5a Gross rents					
	b Net rental income or (loss) _____					
	6a Net gain/(loss) from sale of assets not on line 10	(597,270.)				
	b Gross sales price for all assets on line 6a _____					
	7 Capital gain net income (from Part IV line 2)					
	8 Net short-term capital gain					
	9 Income modifications					
	10a Gross sales less rts & allowances					
b Less Cost of goods sold _____						
c Gross profit or (loss) (attach schedule)						
11 Other income (attach schedule)						
12 Total. Add lines 1 through 11	(407,473.)	189,797.				
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	64,877.	16,220.		48,658.	
	14 Other employee salaries and wages					
	15 Pension plans, employee benefits	5,169.	1,292.		3,877.	
	16a Legal fees (attach schedule)	512.	512.			
	b Accounting fees (attach schedule)	3,300.	825.		2,475.	
	c Other professional fees (attach schedule)	44,026.	43,824.		202.	
	17 Interest					
	18 Taxes (attach schedule) (see instructions)	1,263.	61.			
	19 Depreciation (attach sch) and depletion					
	20 Occupancy	6,708.	1,677.		5,031.	
	21 Travel, conferences, and meetings	8,815.			8,815.	
	22 Printing and publications					
	23 Other expenses (attach schedule)	6,670.	1,630.		5,013.	
	24 Total operating and administrative expenses Add lines 13 through 23	141,340.	66,041.		74,071.	
25 Contributions, gifts, grants paid	223,425.			223,425.		
26 Total exp & disbursements Add lines 24 and 25	364,765.	66,041.		297,496.		
27 Subtract line 26 from line 12						
a Excess of revenue over expenses and disbursements	(772,238.)					
b Net Investment Income (if neg, enter -0)		123,756.				
c Adjusted net income (if neg, enter -0)						

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

Form 990-PF (2008)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See inst.)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	(14,066.)	175,823.	175,823.
	2	Savings and temporary cash investments			
	3	Accounts receivable ►			
		Less. allowance for doubtful accts ►			
	4	Pledges receivable ►			
		Less allowance for doubtful accts ►			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7	Other notes and loans receivable (attach schedule) ►			
		Less allowance for doubtful accounts ►			
	8	Inventories for sale or use	3,976.	3,160.	3,160.
	9	Prepaid expenses and deferred charges	368,363.	352,649.	366,350.
	10a	Investments - U S. and state govt obligations (attach schedule)	4,757,860.	3,856,991.	3,810,708.
	b	Investments - corporate stock (attach schedule)	1,721,708.	1,677,008.	1,762,850.
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis (attach schedule) ►			
	Less accumulated depreciation (attach schedule) ►				
12	Investments - mortgage loans				
13	Investments - other (attach schedule)				
14	Land, buildings, and equipment basis (attach schedule) ►				
	Less accumulated depreciation (attach schedule) ►				
15	Other assets (describe ►)				
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item 1)	6,837,841.	6,065,631.	6,118,891.	
Liabilities	17	Accounts payable and accrued expenses	1,582.	4,610.	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ►)			
23	Total liabilities (add lines 17 through 22)	4,582.	4,610.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	6,833,259.	6,061,021.	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, ck. here ► <input type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	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 the instructions)	6,833,259.	6,061,021.	
	31	Total liabilities and net assets/fund balances (see the instructions)	6,837,841.	6,065,631.	

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	6,833,259.
2	Enter amount from Part I, line 27a	2	(772,238.)
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	6,061,021.
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,061,021.

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)
1 a PUBLICLY TRADED SECURITIES-SEE ATTACHED		P	VA/RI/OUS	09/30/2009
b PUBLICLY TRADED SECURITIES-SEE ATTACHED		P	10/14/2008	09/30/2009
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 323,442.			338,088.	(14,646.)
b 1,775,001.			2,357,626.	(582,625.)
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F.M.V. as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				(14,646.)
b				(582,625.)
c				
d				
e				
2 Capital gain net income or (net capital loss)		If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2 (597,271.)
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0- in Part I, line 8		3 (582,625.)

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beg. in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2007	268,712.	7,320,782.	0.0367
2006	251,172.	7,639,538.	0.0329
2005	217,316.	7,164,498.	0.0303
2004	405,480.	7,254,869.	0.0559
2003	361,237.	6,810,708.	0.0530
2 Total of line 1, column (d)			2 0.2088
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 0.0418
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5			4 5,495,536.
5 Multiply line 4 by line 3			5 229,713.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,238.
7 Add lines 5 and 6			7 230,951.
8 Enter qualifying distributions from Part XII, line 4			8 297,496.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> & enter "N/A" on line 1. . .		
Date of ruling letter _____ (attach copy of ruling letter if necessary - see instructions)		1	1,238.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 2b.		
c	All other domestic foundations enter 2% of line 2b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2	3	1,238.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	Tax based on Investment Income. Subtract line 4 from line 3 If zero or less, enter -0-	5	1,238.
6 Credits/Payments			
a	2008 estimated tax payments and 2007 overpayment credited to 2008	6a	3,000.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d	7	3,000.
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,762.
11	Enter the amount of line 10 to be Credited to 2009 estimated tax ► 1,762. Refunded ►	11	

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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			
c	Did the foundation file Form 1120-POL for this year?	1c	X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year		
(1)	On the foundation ► \$ _____	(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?	2	X
If "Yes," attach a detailed description of the activities			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5	X
If "Yes," attach the statement required by General Instruction T			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either	6	X
<ul style="list-style-type: none"> ● 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? 			
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X
8a	Enter the states to which the foundation reports or with which it is registered (see the instructions)	8b	X
► PA			
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	9	X
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV)? If "Yes," complete Part XIV	10	X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.1STFEDERALCHARITABLE.COM</u>	13	X
14	The books are in care of ► <u>MEGAN KENNEDY</u> Located at ► <u>8 WEST BROAD STREET PA HAZLETON</u>	Telephone no ► <u>570-501-2784</u> ZIP+4 ► <u>18201</u>	
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		15

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (6) Agree to pay money or property to a government official? Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
1b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		
1c	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?		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? ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
2b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see the instructions)		
3a	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
3b	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
4a	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)		
4b	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		

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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 the instructions)? Organizations relying on a current notice regarding disaster assistance check here	<input type="checkbox"/>	►	<input type="checkbox"/>
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?	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If you answered "Yes" to 6b, also file Form 8870	<input type="checkbox"/>		<input type="checkbox"/>
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/>		

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 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 comp	(e) Expense account, other allowances
THOMAS KENNEDY C/O FOUNDATI		SEE STMT		
A CUSATIS C/O FOUNDATI				
MEGAN KENNEDY C/O FOUNDATI				
J OSIECKI C/O FOUNDATION				

2 Compensation of five highest-paid employees (other than those included on line 1 - see 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				

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NATIONAL PENN INVESTORS TRUST CO 2201 RIDGEWOOD 19610 PA WYOMISSING	INVEST MANAGEMENT	43,756.

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

Part IX-A Summary of Direct Charitable Activities

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

1 TO MAKE GRANTS TO CHARITIES ORGANIZED TO BENEFIT THE COMMUNITIES LOCATED IN NORTHEASTERN AND CENTRAL PENNSYLVANIA	Expenses
	297,496.
2	
3	
4	

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

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

1 NONE	Amount
2	
All other program-related investments See instructions	
3	
Total Add lines 1 through 3	►

Part X Minimum Investment Return (All domestic foundations must complete this part Foreign foundations, see 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 5,381,110.
b	Average of monthly cash balances	1b 194,954.
c	Fair market value of all other assets (see the instructions)	1c 3,160.
d	Total (add lines 1a, b, and c)	1d 5,579,224.
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 5,579,224.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see the instructions)	4 83,688.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5 5,495,536.
6	Minimum Investment return. Enter 5% of line 5	6 274,777.

Part XI Distributable Amount (see 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	1 274,777.
2 a	Tax on investment income for 2008 from Part VI, line 5	2a 1,238.
b	Income tax for 2008 (This does not include the tax from Part VI)	2b
c	Add lines 2a and 2b	2c 1,238.
3	Distributable amount before adjustments Subtract line 2c from line 1	3 273,539.
4	Recoveries of amounts treated as qualifying distributions	4
5	Add lines 3 and 4	5 273,539.
6	Deduction from distributable amount (see the instructions)	6
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7 273,539.

Part XII Qualifying Distributions (see 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 297,496.
b	Program-related investments-total from Part IX-B	1b
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2
3	Amounts set aside for specific charitable projects that satisfy the	
a	Suitability test (prior IRS approval required)	3a
b	Cash distribution test (attach the required schedule)	3b
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4 297,496.
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 the instructions)	5 1,238.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6 296,258.

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 the instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				273,539.
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			201,388.	
b Total for prior yrs 20____, 20____, 20____				
3 Excess distribs. carryover, if any, to 2008				
a From 2003				
b From 2004				
c From 2005				
d From 2006				
e From 2007				
f Total of lines 3a through e				
4 Qualifying distributions for 2008 from Part XII, line 4 ► \$ 297,496.				
a Applied to 2007, but not more than line 2a			201,388.	
b Applied to undistributed income of prior years (Election required - see the instr)				
c Treated as distributions out of corpus (Election required - see the instructions)				
d Applied to 2008 distributable amount				96,108.
e Remaining amt distributed out of corpus				
5 Excess distribs. carryover applied to 2008				
(If an amount appears in column (d), the same amount must be shown in col (a))				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, & 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
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 the instructions				
e Undistributed income for 2007 Subtract line 4a from line 2a Taxable amount - see the instructions				
f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009				177,431.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see the instructions)				
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see the instructions)				
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2004				
b Excess from 2005				
c Excess from 2006				
d Excess from 2007				
e Excess from 2008				

Part XIV Private Operating Foundations (see the instructions and Part VII-A, question 9)

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

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

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

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 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

MEGAN KENNEDY 570-501-2784 8 W BROAD STREET HAZLETON PA 18201

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

THE FOUNDATION HAS DEVELOPED AN APPLICATION FORM AVAILABLE ON WEBSITE

- c Any submission deadlines

APPROXIMATELY TWO WEEKS PRIOR TO THE BOARD MEETING

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

THE SEVEN COUNTY BUSINESS AREA OF THE FORMER FIRST FEDERAL BANK

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year SEE STAT 1				223,425.
Total				► 3a 223,425.
b Approved for future payment				
Total				► 3b

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See the instructions)
	(a) Business code	(b) Amount	(c) Excl code	(d) Amount	
1 Program service revenue.					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	189,797.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental inc or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	(597,270.)	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue	a				
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				(407,473.)	
13 Total Add line 12, columns (b), (d), and (e)					13 (407,473.)

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

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

- | | Yes | No |
|---|-------|----|
| 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a Transfers from the reporting foundation to a noncharitable exempt organization of | | |
| (1) Cash | 1a(1) | X |
| (2) Other assets | 1a(2) | X |
| b Other transactions | | |
| (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| (4) Reimbursement arrangements | 1b(4) | X |
| (5) Loans or loan guarantees | 1b(5) | X |
| (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d If the answer to any of the above is "Yes," complete the following schedule Column(b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column(d) the value of the goods, other assets, or services received | | |

- 2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes No

b If "Yes," complete the following schedule

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

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


Signature of officer or trustee

IX 1-26-10

EXECUTIVE DIRECTOR
Title

Signature of filer or trustee		Date	Check if self-employed ► <input type="checkbox"/>	Preparer's SSN or PTIN (See Signature in the instructions)
Paid Preparer's Use Only	Preparer's signature 	01/06/2010		P00033277
	Firm's name (or yours if self-employed), address, and ZIP code	EDWARDS AND AMERISE CPAS 85 SOUTH MAIN ROAD MOUNTAIN TOP PA 18707-1962	EIN ► 23-3000408	Phone no 570-403-5480

US 990

Legal Fees

2008

Description	Expenses per books	Net investment income	Adjusted net income	Charitable purposes
CT CORPORATION FEES	512. 512.	512. 512.		

US 990	Accounting Fees	2008		
Description	Expenses per books	Net investment income	Adjusted net income	Charitable purposes
EDWARDS & AMERISE, CPAS FOR COMP	3,300. 3,300.	825. 825.		2,475. 2,475.

US 990

Other Professional Fees

2008

Description	Expenses per books	Net investment income	Adjusted net income	Charitable purposes
INVESTMENT MANAGEMENT FEES	43,756.	43,756.		
CONTRACT LABOR	270. 44,026.	68. 43,824.		202. 202.

US 990**Taxes****2008**

Description	Expenses per books	Net investment income	Adjusted net income	Charitable purposes
EXCISE TAX PD ON FYE 9/30/09 INC	1,202.			
FOREIGN TAXES PAID ON INVESTMENT	61. 1,263.	61. 61.		

US 990

Other Expenses

2008

Description	Expenses per books	Net investment income	Adjusted net income	Charitable purposes
INSURANCE	4,469.	1,117.		3,352.
TELEPHONE	1,644.	411.		1,233.
OFFICE EXPENSES	256.	64.		192.
POSTAGE AND DELIVERY	129.	32.		97.
ADVERTISING	120.			120.
SUPPLIES	25.	6.		19.
MISC EXPENSE	27.			
	6,670.	1,630.		5,013.

US 990**Investments: Corporate Stock as of Year End****2008**

Description	Book value	FMV
COMMON STOCKS W/ NATIONAL PENN INVEST TRUST	3,856,991.	3,810,708.
	3,856,991.	3,810,708.

US 990

Investments: Corporate Bonds as of Year End

2008

Description	Book value	FMV
BONDS-CORP FINANCIAL W/NATL PENN INV TRUST	315,553.	335,227.
BONDS-CORP INDUSTRIAL W/NATL PENN INV TRUST	418,219.	440,049.
BONDS-CORP UTILITY W/NATL PENN INV TRUST	66,312.	70,852.
BONDS-MBS POOLED W/NATL PENN INV TRUST	876,924.	916,722.
	1,677,008.	1,762,850.

2008

US
List of Officers, Directors, Trustees and Key Employees
990EZ: Page 2 Part IV; 990-PF: Page 6, Part VIII

		Name and Address	Title/Average Hours Per Week Devoted to Position	Amount Paid	Amount for Employee Benefit Plan	Expense Account and Other Allowances
THOMAS KENNEDY	C/O FOUNDATI	18201 PA HAZLETON	CHAIRMAN			
A CUSATIS	C/O FOUNDATI	18201 PA HAZLETON	PRESIDENT			
MEGAN KENNEDY	C/O FOUNDATI	18201 PA HAZLETON	EXEC DIR	1		
JOSIECKI	C/O FOUNDATI	18201 PA HAZLETON	DIRECTOR	40		
JOHN SINK	C/O FOUNDATI	18201 PA HAZLETON	DIRECTOR			
R P HAENTJENS	C/O FOUNDATI	18201 PA HAZLETON	DIRECTOR			
JOHN RAYNOCK	C/O FOUNDATI	18201 PA HAZLETON	DIRECTOR			
N SCHLITZER	C/O FOUNDATI	18201 PA HAZLETON	DIRECTOR			
W SPEAR	C/O FOUNDATI	18201 PA HAZLETON	DIRECTOR			
				64,877.	64,877.	


**NATIONAL PENN
INVESTORS TRUST COMPANY**

**NATIONAL
PENN
INVESTORS
TRUST CO
Gain/Loss
With
Pending
Trades
Report**

Run on 11/10/2009 12:0

Start Date: 10/1

End Date: 09/30

Account: M05595**Administrator: Mary Ann Zubris 570-459-6714****AGENT UNDER I/M DTD 06/17/2008 EXECUTED BY FIRST FEDERAL
CHARITABLE FOUNDATION**

Description	Sold	Acquired	Proceeds	Cost	Gain/Loss
** SHORT TERM CAPITAL GAIN (LOSS)					
1425 SHARES OF CHUBB CORP COM	10/14/2008	07/14/2008	64,853.95	67,231.50	2,377.55-
1250 SHARES OF ZIMMER HOLDINGS INC COM	11/21/2008	07/14/2008	43,283.13	86,304.37	43,021.24-
1225 SHARES OF FREEPORT-MCMORAN COPPER & GOLD COM	12/03/2008	07/14/2008	21,492.50	135,227.26	113,734.76-
330 SHARES OF FREEPORT-MCMORAN COPPER & GOLD COM	12/03/2008	10/14/2008	5,789.81	14,550.03	8,760.22-
785 SHARES OF LIFE TECHNOLOGIES CORP COM	12/10/2008	07/14/2008	17,022.62	26,973.06	9,950.44-
1700 SHARES OF PPL CORP COM	02/09/2009	07/14/2008	55,344.89	86,380.74	31,035.85-
2400 SHARES OF TEXAS INSTRUMENTS INC COM	03/12/2009	07/14/2008	37,290.12	65,601.72	28,305.60-
1095 SHARES OF SCHLUMBERGER LTD COM	03/13/2009	10/14/2008	43,521.74	72,434.36	28,912.62-
950 SHARES OF PPG INDS INC COM	03/25/2009	12/03/2008	34,395.50	40,814.85	6,419.35-
1775 SHARES OF AUTODESK, INC COM	03/25/2009	07/14/2008	26,672.42	59,518.06	32,845.64-
1415 SHARES OF NOBLE CORPORATION COM	03/25/2009	03/13/2009	35,401.98	34,949.94	452.04
985 SHARES OF U.S. BANCORP COM	05/07/2009	07/14/2008	20,753.51	23,528.01	2,774.50-
1025 SHARES OF T ROWE PRICE GROUP INC COM	05/07/2009	07/14/2008	41,361.37	50,997.13	9,635.76-
850 SHARES OF FEDEX CORPORATION COM	06/02/2009	07/14/2008	48,926.86	62,331.69	13,404.83-
250 SHARES OF MANPOWER INC COM	10/16/2008	07/14/2008	7,335.74	12,764.00	5,428.26-
825 SHARES OF FRONTIER OIL CORP COM	10/16/2008	07/14/2008	8,124.55	15,350.28	7,225.73-
200 SHARES OF KINETIC CONCEPTS INC COMMON	10/29/2008	07/14/2008	4,749.61	8,215.20	3,465.59-
325 SHARES OF BORGWARNER, INC COM	11/05/2008	07/14/2008	7,715.67	12,332.45	4,616.78-
550 SHARES OF CYMER INC COM	11/05/2008	07/14/2008	14,011.33	14,671.80	660.47-
1100 SHARES OF COMMERCIAL METALS CO COM	11/05/2008	07/14/2008	12,833.84	36,176.03	23,342.19-
250 SHARES OF SCRIPPS NETWORKS INTERACTIVE COM	11/05/2008	07/14/2008	7,026.29	10,300.00	3,273.71-
83.325 SHARES OF SCRIPPS CO (E.W.) CL A COM	11/05/2008	07/14/2008	348.26	864.50	516.24-
675 SHARES OF	11/26/2008	07/14/2008	7,519.39	8,888.40	1,369.01-

NETGEAR INC COM					
320 SHARES OF CON-WAY INC COM	02/06/2009	07/24/2008	7,564.21	15,350.94	7,786.73-
975 SHARES OF KORN/FERRY INTERNATIONAL COM	02/06/2009	07/14/2008	10,164.62	16,430.70	6,266 08-
350 SHARES OF LINCOLN ELECTRIC HOLDINGS INC COM	03/19/2009	07/14/2008	11,316.10	24,761.10	13,445.00-
340.000000 SHARES OF NETFLIX INC COM	03/19/2009	07/24/2008	14,143.76	9,189.39	4,954.37
200 SHARES OF LAM RESEARCH CORP COM	03/20/2009	07/14/2008	4,804.38	6,449.60	1,645.22-
90.000000 SHARES OF FMC CORP COM	03/20/2009	07/14/2008	3,651.26	6,172.02	2,520.76-
225 SHARES OF SMUCKER (J.M.) CO COM NEW	04/09/2009	07/14/2008	8,691.28	9,880.20	1,188.92-
425 SHARES OF STANCORP FINANCIAL GROUP COM	04/09/2009	07/14/2008	10,300.25	19,734.41	9,434 16-
520 SHARES OF SONOCO PRODUCTS CO COM	04/09/2009	11/05/2008	11,886.78	13,395.20	1,508.42-
93 SHARES OF HARRIS STRATEX NETWORKS CL A COM	06/01/2009	05/27/2009	448.94	496.62	47.68-
275 SHARES OF UNIT CORP COM	06/01/2009	07/14/2008	9,514.16	22,561.00	13,046.84-
.16 SHARES OF HARRIS STRATEX NETWORKS CL A COM	06/04/2009	05/27/2009	0.91	0.85	0.06
575 SHARES OF WR BERKLEY CORP COM	07/14/2009	07/14/2008	12,386.33	13,258.35	872.02-
285 SHARES OF ONEOK INC COM	07/14/2009	07/14/2008	8,262.37	13,495.32	5,232 95-
240 SHARES OF TELEFLEX INC COM	09/14/2009	02/06/2009	11,110.94	13,010.31	1,899 37-
175 SHARES OF COMPUTER PROGRAMS & SYS INC. COM	10/09/2008	09/10/2008	4,338.19	4,881.22	543.03-
350 SHARES OF KNIGHT TRANSPORTATION INC COM	10/09/2008	09/10/2008	5,064.72	6,140.02	1,075.30-
50 SHARES OF RAVEN INDUSTRIES INC COM	11/14/2008	09/10/2008	1,537.33	2,055.08	517 75-
500 SHARES OF INNOVATIVE SOLUTNS & SUPPORT INC COM	11/17/2008	09/10/2008	2,469.98	3,533.00	1,063 02-
250 SHARES OF PSYCHEMEDICS CORPORATION COM	11/13/2008	09/11/2008	2,074.98	3,777.50	1,702.52-
25 SHARES OF LANDAUER INC COM	12/04/2008	09/10/2008	1,460.61	1,559.88	99.27-
400 SHARES OF DIGI INTERNATIONAL INC COM	12/05/2008	09/10/2008	3,351.30	4,650.00	1,298.70-
100 SHARES OF PRIVATEBANCORP INC COM	01/26/2009	09/10/2008	1,430.86	3,458.89	2,028 03-
75 SHARES OF NVE CORP COM	04/13/2009	09/10/2008	2,787.86	2,103.34	684.52
75 SHARES OF ADVENT SOFTWARE INC COM	05/04/2009	09/10/2008	2,471.21	3,028.88	557 67-
50 SHARES OF QUALITY SYSTEMS INC COM	05/19/2009	09/10/2008	2,963.38	2,316.97	646.41
150 SHARES OF ROLLINS INC COM	05/19/2009	09/10/2008	2,545.76	2,634.86	89.10-
100 SHARES OF TMX GROUP INC COM	05/19/2009	09/11/2008	2,725.90	3,353.86	627.96-
100 SHARES OF TMX GROUP INC COM	05/19/2009	10/14/2008	2,725.89	2,660.32	65.57
175 SHARES OF WORLD ACCEPTANCE CORP COM	06/01/2009	09/10/2008	3,457.94	6,800.66	3,342.72-
100 SHARES OF NVE CORP COM	07/23/2009	09/10/2008	5,343.35	2,804.45	2,538.90
125 SHARES OF CURTISS-WRIGHT CORP COM	07/29/2009	09/10/2008	4,027.17	6,297.25	2,270.08-

25 SHARES OF ANSYS INC COM	08/27/2009	09/10/2008	904.17	1,069.08	164.91-
125 SHARES OF NEOGEN CORP COM	09/04/2009	09/10/2008	3,733.91	3,209.89	524.02
11450.381 SHARES OF ARTISAN INTERNATIONAL FD-INV #661	10/09/2008	09/09/2008	180,000.00	247,671.75	67,671.75-
22482.014 SHARES OF GOLDMAN SACHS STRUCTURED INTERNATIONAL EQUITY FUND	10/09/2008	09/09/2008	187,500.00	252,473.02	64,973.02-
556.01 UNITS OF FHLMC POOL # G03432 DTD 10/01/2007 5.5% 11/01/2037	10/15/2008	09/03/2008	556.01	550.97	5.04
445.00 UNITS OF FHLMC 5 5% 12/01/2035	10/15/2008	02/15/2008	445.00	445.28	0.28-
590.52 UNITS OF GNMA POOL # 676516 DTD 02/01/2008 6% 02/15/2038	10/15/2008	09/03/2008	590.52	601.22	10.70-
40000 UNITS OF FHLMC NOTE DTD 01/09/2007 5.375% 01/09/2014-2009	10/17/2008	09/19/2008	40,000.00	40,263.60	263.60-
15000 UNITS OF MORGAN STANLEY DTD 04/27/2007 5.55% 04/27/2017	10/20/2008	08/25/2008	11,775.00	13,222.50	1,447.50-
10000 UNITS OF MORGAN STANLEY DTD 04/27/2007 5.55% 04/27/2017	10/20/2008	09/19/2008	7,850.00	8,200.00	350.00-
726.54 UNITS OF FNMA POOL #735301 DTD 02/01/2005 4% 03/01/2020	10/27/2008	01/29/2008	726.54	721.32	5.22
1083.76 UNITS OF FNMA POOL #735315 DTD 02/01/2005 4.5% 03/01/2020	10/27/2008	01/22/2008	1,083.76	1,099.85	16.09-
689.24 UNITS OF FNMA POOL # 888129 DTD 01/01/2007 5.5% 02/01/2037	10/27/2008	09/03/2008	689.24	684.50	4.74
201.97 UNITS OF FNMA POOL # 963999 DTD 06/01/2008 6% 06/01/2038	10/27/2008	09/03/2008	201.97	204.81	2.84-
62.04 UNITS OF GNMA POOL # 689984 DTD 09/01/2008 6% 09/15/2038	11/17/2008	10/17/2008	62.04	62.74	0.70-
887.02 UNITS OF GNMA POOL # 676516 DTD 02/01/2008 6% 02/15/2038	11/17/2008	09/03/2008	887.02	903.10	16.08-
973.45 UNITS OF FHLMC 5.5% 12/01/2035	11/17/2008	02/15/2008	973.45	974.06	0.61-
868.90 UNITS OF FHLMC POOL # G03432 DTD 10/01/2007 5.5% 11/01/2037	11/17/2008	09/03/2008	868.90	861.03	7.87
1414.93 UNITS OF FNMA POOL #735301 DTD 02/01/2005 4% 03/01/2020	11/25/2008	01/29/2008	1,414.93	1,404.76	10.17
1221.91 UNITS OF FNMA POOL #735315 DTD 02/01/2005 4.5% 03/01/2020	11/25/2008	01/22/2008	1,221.91	1,240.05	18.14-
210.59 UNITS OF FNMA POOL # 963999 DTD 06/01/2008 6% 06/01/2038	11/25/2008	09/03/2008	210.59	213.55	2.96-
988.51 UNITS OF FNMA POOL # 888129 DTD 01/01/2007 5.5% 02/01/2037	11/25/2008	09/03/2008	988.51	981.71	6.80
756.96 UNITS OF FHLMC 5.5% 12/01/2035	12/15/2008	02/15/2008	756.96	757.43	0.47-
299.97 UNITS OF GNMA POOL # 676516 DTD 02/01/2008 6% 02/15/2038	12/15/2008	09/03/2008	299.97	305.41	5.44-

500.18 UNITS OF FHLMC POOL # G03432 DTD 10/01/2007 5 5% 11/01/2037	12/15/2008	09/03/2008	500.18	495.65	4.53
62.04 UNITS OF GNMA POOL # 689984 DTD 09/01/2008 6% 09/15/2038	12/16/2008	10/17/2008	62.04	62.74	0.70-
40000 UNITS OF FHLB NOTE DTD 11/01/2006 4.875% 11/18/2011	12/17/2008	09/19/2008	43,360.00	41,909.88	1,450.12
25000 UNITS OF COSTCO WHSL CORP NEW DTD 02/20/2007 5.5% 03/15/2017	12/17/2008	08/25/2008	26,655.75	25,667.50	988.25
35000 UNITS OF COSTCO WHSL CORP NEW DTD 02/20/2007 5.5% 03/15/2017	12/17/2008	09/19/2008	37,318.05	36,057.00	1,261.05
772.87 UNITS OF FNMA POOL #735301 DTD 02/01/2005 4% 03/01/2020	12/26/2008	01/29/2008	772.87	767.31	5.56
685.11 UNITS OF FNMA POOL #735315 DTD 02/01/2005 4.5% 03/01/2020	12/26/2008	01/22/2008	685.11	695.28	10.17-
316.55 UNITS OF FHLMC 5.5% 12/01/2035	01/15/2009	02/15/2008	316.55	316.75	0.20-
1154.15 UNITS OF FHLMC POOL # G03432 DTD 10/01/2007 5.5% 11/01/2037	01/15/2009	09/03/2008	1,154.15	1,143.69	10.46
734.30 UNITS OF GNMA POOL # 676516 DTD 02/01/2008 6% 02/15/2038	01/15/2009	09/03/2008	734.30	747.61	13.31-
59.57 UNITS OF GNMA POOL # 689984 DTD 09/01/2008 6% 09/15/2038	01/15/2009	10/17/2008	59.57	60.24	0.67-
40000 UNITS OF FHLMC NOTE DTD 06/12/2008 5% 07/01/2013- 2009	01/15/2009	09/18/2008	40,725.00	40,560.80	164.20
1327.05 UNITS OF FNMA POOL #735301 DTD 02/01/2005 4% 03/01/2020	01/26/2009	01/29/2008	1,327.05	1,317.51	9.54
620.86 UNITS OF FNMA POOL # 888129 DTD 01/01/2007 5.5% 02/01/2037	12/26/2008	09/03/2008	620.86	616.59	4.27
1029.63 UNITS OF FNMA POOL # 963999 DTD 06/01/2008 6% 06/01/2038	12/26/2008	09/03/2008	1,029.63	1,044.11	14.48-
165.39 UNITS OF FNMA POOL # 963999 DTD 06/01/2008 6% 06/01/2038	01/26/2009	09/03/2008	165.39	167.72	2.33-
1087.07 UNITS OF FNMA POOL # 888129 DTD 01/01/2007 5.5% 02/01/2037	01/26/2009	09/03/2008	1,087.07	1,079.60	7.47
2684.09 UNITS OF FHLMC POOL # G03432 DTD 10/01/2007 5.5% 11/01/2037	02/17/2009	09/03/2008	2,684.09	2,659.77	24.32
61.12 UNITS OF GNMA POOL # 689984 DTD 09/01/2008 6% 09/15/2038	02/17/2009	10/17/2008	61.12	61.81	0.69-
835.07 UNITS OF GNMA POOL # 676516 DTD 02/01/2008 6% 02/15/2038	02/17/2009	09/03/2008	835.07	850.21	15.14-
2430.61 UNITS OF FNMA POOL # 888129 DTD 01/01/2007 5.5% 02/01/2037	02/25/2009	09/03/2008	2,430.61	2,413.90	16.71
1848.37 UNITS OF FNMA POOL # 963999 DTD 06/01/2008 6% 06/01/2038	02/25/2009	09/03/2008	1,848.37	1,874.36	25.99-
541.04 UNITS OF FNMA POOL # 745019 DTD 10/01/2005 4% 11/01/2020	02/25/2009	01/15/2009	541.04	553.30	12.26-

40000 UNITS OF FNMA NOTE DTD 04/17/2008 3.5% 04/28/2011-2009	02/23/2009	09/19/2008	40,137.50	40,000.00	137.50
40000 UNITS OF FHLMC NOTE DTD 03/05/2004 5.2% 03/05/2019-2009	03/05/2009	09/19/2008	40,000.00	40,100.00	100.00-
3666.58 UNITS OF FHLMC POOL # G03432 DTD 10/01/2007 5.5% 11/01/2037	03/16/2009	09/03/2008	3,666.58	3,633.35	33.23
1314.31 UNITS OF GNMA POOL # 676516 DTD 02/01/2008 6% 02/15/2038	03/16/2009	09/03/2008	1,314.31	1,338.13	23.82-
1033.52 UNITS OF GNMA POOL # 689984 DTD 09/01/2008 6% 09/15/2038	03/16/2009	10/17/2008	1,033.52	1,045.15	11.63-
3450.03 UNITS OF FNMA POOL # 888129 DTD 01/01/2007 5.5% 02/01/2037	03/25/2009	09/03/2008	3,450.03	3,426.31	23.72
147.73 UNITS OF FNMA POOL # 963999 DTD 06/01/2008 6% 06/01/2038	03/25/2009	09/03/2008	147.73	149.81	2.08-
684.93 UNITS OF FNMA POOL # 745019 DTD 10/01/2005 4% 11/01/2020	03/25/2009	01/15/2009	684.93	700.45	15.52-
15000 UNITS OF WELLS FARGO & CO DTD 09/05/2002 5.125% 09/01/2012	04/07/2009	08/25/2008	14,252.85	15,037.50	784.65-
10000 UNITS OF WELLS FARGO & CO DTD 09/05/2002 5.125% 09/01/2012	04/07/2009	09/16/2008	9,501.90	10,050.00	548.10-
30000 UNITS OF WELLS FARGO & CO DTD 09/05/2002 5.125% 09/01/2012	04/07/2009	09/19/2008	28,505.70	30,075.00	1,569.30-
3377.81 UNITS OF FHLMC POOL # G03432 DTD 10/01/2007 5.5% 11/01/2037	04/15/2009	09/03/2008	3,377.81	3,347.20	30.61
2337.66 UNITS OF GNMA POOL # 676516 DTD 02/01/2008 6% 02/15/2038	04/15/2009	09/03/2008	2,337.66	2,380.03	42.37-
61.55 UNITS OF GNMA POOL # 689984 DTD 09/01/2008 6% 09/15/2038	04/15/2009	10/17/2008	61.55	62.24	0.69-
542.27 UNITS OF FNMA POOL # 735580 DTD 05/01/2005 5% 06/01/2035	04/27/2009	03/11/2009	542.27	556.00	13.73-
712.47 UNITS OF FNMA POOL # 745019 DTD 10/01/2005 4% 11/01/2020	04/27/2009	01/15/2009	712.47	728.61	16.14-
147.35 UNITS OF FNMA POOL # 963999 DTD 06/01/2008 6% 06/01/2038	04/27/2009	09/03/2008	147.35	149.42	2.07-
2892.80 UNITS OF FNMA POOL # 888129 DTD 01/01/2007 5.5% 02/01/2037	04/27/2009	09/03/2008	2,892.80	2,872.91	19.89
40000 UNITS OF FHLMC NOTE DTD 04/30/2008 5% 04/30/2018-2009	04/30/2009	09/19/2008	40,000.00	39,978.80	21.20
15000 UNITS OF HOUSEHOLD FINANCE CORP DTD 10/23/2001 6.375% 10/15/2011	04/30/2009	08/25/2008	14,808.00	15,356.25	548.25-
40000 UNITS OF HOUSEHOLD FINANCE CORP DTD 10/23/2001 6.375% 10/15/2011	04/30/2009	09/19/2008	39,488.00	40,840.40	1,352.40-
3053.23 UNITS OF FHLMC POOL # G03432 DTD 10/01/2007 5.5% 11/01/2037	05/15/2009	09/03/2008	3,053.23	3,025.56	27.67
58.92 UNITS OF	05/15/2009	10/17/2008	58.92	59.58	0.66-

GNMA POOL # 689984 DTD 09/01/2008 6% 09/15/2038	2671.49 UNITS OF	05/15/2009	09/03/2008	2,671.49	2,719.91	48 42-
GNMA POOL # 676516 DTD 02/01/2008 6% 02/15/2038	661.50 UNITS OF	05/26/2009	01/15/2009	661.50	676.49	14 99-
FNMA POOL # 745019 DTD 10/01/2005 4% 11/01/2020	612.30 UNITS OF	05/26/2009	03/11/2009	612.30	627.80	15 50-
FNMA POOL # 735580 DTD 05/01/2005 5% 06/01/2035	881.22 UNITS OF	05/26/2009	09/03/2008	881.22	893.61	12.39-
FNMA POOL # 963999 DTD 06/01/2008 6% 06/01/2038	2876.88 UNITS OF	05/26/2009	09/03/2008	2,876.88	2,857.10	19.78
FNMA POOL # 888129 DTD 01/01/2007 5.5% 02/01/2037	2639.43 UNITS OF	06/15/2009	10/17/2008	2,639.43	2,669.12	29.69-
GNMA POOL # 689984 DTD 09/01/2008 6% 09/15/2038	2968.82 UNITS OF	06/15/2009	09/03/2008	2,968.82	2,941.91	26.91
FHLMC POOL # G03432 DTD 10/01/2007 5.5% 11/01/2037	477.84 UNITS OF	06/15/2009	05/12/2009	477.84	485.46	7 62-
FHLMC POOL # J09458 DTD 03/01/2009 4% 03/01/2024	1410.69 UNITS OF	06/15/2009	09/03/2008	1,410.69	1,436.26	25.57-
GNMA POOL # 676516 DTD 02/01/2008 6% 02/15/2038	683.06 UNITS OF	06/25/2009	01/15/2009	683.06	698.54	15 48-
FNMA POOL # 745019 DTD 10/01/2005 4% 11/01/2020	2799.36 UNITS OF	06/25/2009	09/03/2008	2,799.36	2,780.11	19.25
FNMA POOL # 888129 DTD 01/01/2007 5.5% 02/01/2037	5502.62 UNITS OF	06/25/2009	09/03/2008	5,502.62	5,580.00	77 38-
FNMA POOL # 963999 DTD 06/01/2008 6% 06/01/2038	618.80 UNITS OF	06/25/2009	03/11/2009	618.80	634.46	15.66-
FNMA POOL # 735580 DTD 05/01/2005 5% 06/01/2035	567.29 UNITS OF	07/15/2009	05/12/2009	567.29	576.33	9 04-
FHLMC POOL # J09458 DTD 03/01/2009 4% 03/01/2024	59.40 UNITS OF	07/15/2009	10/17/2008	59.40	60.07	0 67-
GNMA POOL # 689984 DTD 09/01/2008 6% 09/15/2038	3206.23 UNITS OF	07/15/2009	09/03/2008	3,206.23	3,177.17	29.06
FHLMC POOL # G03432 DTD 10/01/2007 5.5% 11/01/2037	1368.51 UNITS OF	07/15/2009	09/03/2008	1,368.51	1,393.31	24 80-
GNMA POOL # 676516 DTD 02/01/2008 6% 02/15/2038	1824.12 UNITS OF	07/27/2009	09/03/2008	1,824.12	1,849.77	25 65-
FNMA POOL # 963999 DTD 06/01/2008 6% 06/01/2038	925.39 UNITS OF	07/27/2009	01/15/2009	925.39	946.36	20.97-
FNMA POOL # 745019 DTD 10/01/2005 4% 11/01/2020	609.05 UNITS OF	07/27/2009	03/11/2009	609.05	624.47	15.42-
FNMA POOL # 735580 DTD 05/01/2005 5% 06/01/2035	2910.66 UNITS OF	07/27/2009	09/03/2008	2,910.66	2,890.65	20.01
FNMA POOL # 888129 DTD 01/01/2007 5.5% 02/01/2037	40000 UNITS OF	08/03/2009	02/23/2009	40,264.00	40,000.00	264.00
FNMA NOTE DTD 03/02/2009 2% 03/02/2011						

40000 UNITS OF FNMA NOTE DTD 02/16/2007 5.55% 02/16/2017- 2010	08/03/2009	09/19/2008	40,996.40	41,012.00	15 60-
2441.09 UNITS OF FHLMC POOL # G03432 DTD 10/01/2007 5.5% 11/01/2037	08/17/2009	09/03/2008	2,441.09	2,418.97	22.12
190.00 UNITS OF FHLMC POOL # J09458 DTD 03/01/2009 4% 03/01/2024	08/17/2009	05/12/2009	190.00	193.03	3.03-
64.64 UNITS OF GNMA POOL # 689984 DTD 09/01/2008 6% 09/15/2038	08/17/2009	10/17/2008	64.64	65.37	0.73-
1088.52 UNITS OF GNMA POOL # 676516 DTD 02/01/2008 6% 02/15/2038	08/17/2009	09/03/2008	1,088.52	1,108.25	19.73-
451.77 UNITS OF FNMA POOL # 735580 DTD 05/01/2005 5% 06/01/2035	08/25/2009	03/11/2009	451.77	463.21	11.44-
539.07 UNITS OF FNMA POOL # 745019 DTD 10/01/2005 4% 11/01/2020	08/25/2009	01/15/2009	539.07	551.28	12.21-
929.75 UNITS OF FNMA POOL # 963999 DTD 06/01/2008 6% 06/01/2038	08/25/2009	09/03/2008	929.75	942.82	13.07-
2210.26 UNITS OF FNMA POOL # 888129 DTD 01/01/2007 5.5% 02/01/2037	08/25/2009	09/03/2008	2,210.26	2,195.06	15.20
40000 UNITS OF CLOROX CO DTD 12/03/2004 5% 01/15/2015	09/10/2009	09/19/2008	42,240.00	39,200.00	3,040.00
182.03 UNITS OF FHLMC POOL # J09458 DTD 03/01/2009 4% 03/01/2024	09/15/2009	05/12/2009	182.03	184.93	2.90-
61.52 UNITS OF GNMA POOL # 689984 DTD 09/01/2008 6% 09/15/2038	09/15/2009	10/17/2008	61.52	62.21	0.69-
5000 UNITS OF ALLSTATE LIFE GL DTD 04/24/2008 5.375% 04/30/2013	09/11/2009	09/19/2008	5,314.70	4,964.15	350.55
342.35 UNITS OF FNMA POOL # 735580 DTD 05/01/2005 5% 06/01/2035	09/25/2009	03/11/2009	342.35	351.02	8.67-
573.48 UNITS OF FNMA POOL # 745019 DTD 10/01/2005 4% 11/01/2020	09/25/2009	01/15/2009	573.48	586.47	12.99-
** TOTAL SHORT TERM CAPITAL GAIN (LOSS)			1,773,860.42	2,357,625.90	583,765.48-

**** LONG TERM CAPITAL GAIN (LOSS)**

700 SHARES OF AFLAC INC COM	10/14/2008	12/19/2006	33,074.04	31,822.00	1,252.04
2000 SHARES OF CVS/CAREMARK CORP COM	10/17/2008	03/22/2007	54,959.69	68,900.00	13,940.31-
830 SHARES OF WELLS FARGO & CO COM	05/07/2009	01/14/2008	21,759.71	23,311.66	1,551.95-
1940 SHARES OF U.S. BANCORP COM	09/14/2009	07/14/2008	41,730.07	46,339.42	4,609.35-
125 SHARES OF VARIAN INC	07/30/2009	07/14/2008	6,338.66	6,303.50	35.16
371 SHARES OF GRACO INC COM	09/14/2009	07/24/2008	10,202.71	14,477.87	4,275.16-
124 SHARES OF GRACO INC COM	09/15/2009	07/24/2008	3,446.56	4,838.96	1,392.40-
1028.33 UNITS OF FHLMC GOLD FED HOME LOAN MTG GOLD POOL	10/15/2008	12/29/2005	1,028.33	1,052.72	24.39-

# G11600 6% 02/01/2019						
233.00 UNITS OF FNMA POOL #820651 DTD 04/01/2005 5.5% 04/01/2025	10/27/2008	12/29/2005	233.00	233.27	0.27-	
421.81 UNITS OF FNMA POOL #863151 DTD 12/01/2005 4.5% 11/01/2020	10/27/2008	12/29/2005	421.81	410.98	10.83	
826.86 UNITS OF FNMA POOL #881729 DTD 03/01/2006 6.5% 03/01/2036	10/27/2008	05/25/2006	826.86	837.71	10.85-	
847.80 UNITS OF FHLMC GOLD FED HOME LOAN MTG GOLD POOL # G11600 6% 02/01/2019	11/17/2008	12/29/2005	847.80	867.91	20.11-	
400.05 UNITS OF FNMA POOL #881729 DTD 03/01/2006 6.5% 03/01/2036	11/25/2008	05/25/2006	400.05	405.30	5.25-	
1458.77 UNITS OF FNMA POOL #863151 DTD 12/01/2005 4.5% 11/01/2020	11/25/2008	12/29/2005	1,458.77	1,421.32	37.45	
233.02 UNITS OF FNMA POOL #820651 DTD 04/01/2005 5.5% 04/01/2025	11/25/2008	12/29/2005	233.02	233.29	0.27-	
644.50 UNITS OF FHLMC GOLD FED HOME LOAN MTG GOLD POOL # G11600 6% 02/01/2019	12/15/2008	12/29/2005	644.50	659.79	15.29-	
3722.50 UNITS OF FNMA POOL #863151 DTD 12/01/2005 4.5% 11/01/2020	12/26/2008	12/29/2005	3,722.50	3,626.94	95.56	
63.61 UNITS OF FNMA POOL #881729 DTD 03/01/2006 6.5% 03/01/2036	12/26/2008	05/25/2006	63.61	64.44	0.83-	
233.75 UNITS OF FNMA POOL #820651 DTD 04/01/2005 5.5% 04/01/2025	12/26/2008	12/29/2005	233.75	234.02	0.27-	
1237.37 UNITS OF FHLMC GOLD FED HOME LOAN MTG GOLD POOL # G11600 6% 02/01/2019	01/15/2009	12/29/2005	1,237.37	1,266.72	29.35-	
823.25 UNITS OF FNMA POOL #735315 DTD 02/01/2005 4.5% 03/01/2020	01/26/2009	01/22/2008	823.25	835.47	12.22-	
237.00 UNITS OF FNMA POOL #820651 DTD 04/01/2005 5.5% 04/01/2025	01/26/2009	12/29/2005	237.00	237.27	0.27-	
407.07 UNITS OF FNMA POOL #863151 DTD 12/01/2005 4.5% 11/01/2020	01/26/2009	12/29/2005	407.07	396.62	10.45	
409.91 UNITS OF FNMA POOL #881729 DTD 03/01/2006 6.5% 03/01/2036	01/26/2009	05/25/2006	409.91	415.29	5.38-	
852.88 UNITS OF FHLMC GOLD FED HOME LOAN MTG GOLD POOL # G11600 6% 02/01/2019	02/17/2009	12/29/2005	852.88	873.11	20.23-	
585.89 UNITS OF FHLMC 5.5% 12/01/2035	02/17/2009	02/15/2008	585.89	586.26	0.37-	
1933.93 UNITS OF FNMA POOL #820651 DTD 04/01/2005 5.5% 04/01/2025	02/25/2009	12/29/2005	1,933.93	1,936.15	2.22-	
1855.56 UNITS OF FNMA POOL #863151 DTD 12/01/2005 4.5% 11/01/2020	02/25/2009	12/29/2005	1,855.56	1,807.93	47.63	
56.30 UNITS OF FNMA POOL #881729 DTD 03/01/2006 6.5% 03/01/2036	02/25/2009	05/25/2006	56.30	57.04	0.74-	
1259.71 UNITS OF FNMA POOL #735301 DTD 02/01/2005 4% 03/01/2020	02/25/2009	01/29/2008	1,259.71	1,250.66	9.05	

954.97 UNITS OF FNMA POOL #735315 DTD 02/01/2005 4.5% 03/01/2020	02/25/2009	01/22/2008	954.97	969.15	14 18-
1913.15 UNITS OF FHLMC 5.5% 12/01/2035	03/16/2009	02/15/2008	1,913.15	1,914.35	1 20-
904.14 UNITS OF FHLMC GOLD FED HOME LOAN MTG GOLD POOL # G11600 6% 02/01/2019	03/16/2009	12/29/2005	904.14	925.58	21 44-
231.70 UNITS OF FNMA POOL #820651 DTD 04/01/2005 5.5% 04/01/2025	03/25/2009	12/29/2005	231.70	231.97	0.27-
2241.06 UNITS OF FNMA POOL #863151 DTD 12/01/2005 4.5% 11/01/2020	03/25/2009	12/29/2005	2,241.06	2,183.53	57.53
1404.25 UNITS OF FNMA POOL #881729 DTD 03/01/2006 6.5% 03/01/2036	03/25/2009	05/25/2006	1,404.25	1,422.68	18.43-
1216.27 UNITS OF FNMA POOL #735301 DTD 02/01/2005 4% 03/01/2020	03/25/2009	01/29/2008	1,216.27	1,207.53	8.74
1437.69 UNITS OF FNMA POOL #735315 DTD 02/01/2005 4.5% 03/01/2020	03/25/2009	01/22/2008	1,437.69	1,459.03	21 34-
1146.31 UNITS OF FHLMC 5.5% 12/01/2035	04/15/2009	02/15/2008	1,146.31	1,147.03	0 72-
969.09 UNITS OF FHLMC GOLD FED HOME LOAN MTG GOLD POOL # G11600 6% 02/01/2019	04/15/2009	12/29/2005	969.09	992.07	22 98-
1574.43 UNITS OF FNMA POOL #735301 DTD 02/01/2005 4% 03/01/2020	04/27/2009	01/29/2008	1,574.43	1,563.11	11.32
1112.97 UNITS OF FNMA POOL #735315 DTD 02/01/2005 4.5% 03/01/2020	04/27/2009	01/22/2008	1,112.97	1,129.49	16.52-
234.06 UNITS OF FNMA POOL #820651 DTD 04/01/2005 5.5% 04/01/2025	04/27/2009	12/29/2005	234.06	234.33	0.27-
380.75 UNITS OF FNMA POOL #863151 DTD 12/01/2005 4.5% 11/01/2020	04/27/2009	12/29/2005	380.75	370.98	9.77
399.57 UNITS OF FNMA POOL #881729 DTD 03/01/2006 6.5% 03/01/2036	04/27/2009	05/25/2006	399.57	404.81	5.24-
878.59 UNITS OF FHLMC 5.5% 12/01/2035	05/15/2009	02/15/2008	878.59	879.14	0.55-
887.49 UNITS OF FHLMC GOLD FED HOME LOAN MTG GOLD POOL # G11600 6% 02/01/2019	05/15/2009	12/29/2005	887.49	908.54	21.05-
1093.18 UNITS OF FNMA POOL #735301 DTD 02/01/2005 4% 03/01/2020	05/26/2009	01/29/2008	1,093.18	1,085.32	7.86
1166.98 UNITS OF FNMA POOL #735315 DTD 02/01/2005 4.5% 03/01/2020	05/26/2009	01/22/2008	1,166.98	1,184.30	17.32-
2634.67 UNITS OF FNMA POOL #820651 DTD 04/01/2005 5.5% 04/01/2025	05/26/2009	12/29/2005	2,634.67	2,637.69	3.02-
2945.02 UNITS OF FNMA POOL #863151 DTD 12/01/2005 4.5% 11/01/2020	05/26/2009	12/29/2005	2,945.02	2,869.42	75.60
56.03 UNITS OF FNMA POOL #881729 DTD 03/01/2006 6.5% 03/01/2036	05/26/2009	05/25/2006	56.03	56.77	0.74-
1096.57 UNITS OF FHLMC GOLD FED HOME LOAN MTG GOLD POOL # G11600 6% 02/01/2019	06/15/2009	12/29/2005	1,096.57	1,122.58	26.01-

915.08 UNITS OF FHLMC 5.5% 12/01/2035	06/15/2009	02/15/2008	915.08	915.65	0.57-
1860.21 UNITS OF FNMA POOL #735315 DTD 02/01/2005 4.5% 03/01/2020	06/25/2009	01/22/2008	1,860.21	1,887.82	27.61-
687.28 UNITS OF FNMA POOL #881729 DTD 03/01/2006 6.5% 03/01/2036	06/25/2009	05/25/2006	687.28	696.30	9.02-
1134.50 UNITS OF FNMA POOL #735301 DTD 02/01/2005 4% 03/01/2020	06/25/2009	01/29/2008	1,134.50	1,126.35	8.15
1051.26 UNITS OF FNMA POOL #820651 DTD 04/01/2005 5.5% 04/01/2025	06/25/2009	12/29/2005	1,051.26	1,052.47	1.21-
3156.79 UNITS OF FNMA POOL #863151 DTD 12/01/2005 4.5% 11/01/2020	06/25/2009	12/29/2005	3,156.79	3,075.75	81.04
1603.99 UNITS OF FHLMC 5.5% 12/01/2035	07/15/2009	02/15/2008	1,603.99	1,604.99	1.00-
1332.48 UNITS OF FHLMC GOLD FED HOME LOAN MTG GOLD POOL # G11600 6% 02/01/2019	07/15/2009	12/29/2005	1,332.48	1,364.08	31.60-
1662.02 UNITS OF FNMA POOL #735301 DTD 02/01/2005 4% 03/01/2020	07/27/2009	01/29/2008	1,662.02	1,650.07	11.95
2350.20 UNITS OF FNMA POOL #735315 DTD 02/01/2005 4.5% 03/01/2020	07/27/2009	01/22/2008	2,350.20	2,385.09	34.89-
223.93 UNITS OF FNMA POOL #820651 DTD 04/01/2005 5.5% 04/01/2025	07/27/2009	12/29/2005	223.93	224.19	0.26-
3714.61 UNITS OF FNMA POOL #863151 DTD 12/01/2005 4.5% 11/01/2020	07/27/2009	12/29/2005	3,714.61	3,619.25	95.36
1169.08 UNITS OF FNMA POOL #881729 DTD 03/01/2006 6.5% 03/01/2036	07/27/2009	05/25/2006	1,169.08	1,184.42	15.34-
1023.92 UNITS OF FHLMC 5.5% 12/01/2035	08/17/2009	02/15/2008	1,023.92	1,024.56	0.64-
789.48 UNITS OF FHLMC GOLD FED HOME LOAN MTG GOLD POOL # G11600 6% 02/01/2019	08/17/2009	12/29/2005	789.48	808.20	18.72-
1865.14 UNITS OF FNMA POOL #863151 DTD 12/01/2005 4.5% 11/01/2020	08/25/2009	12/29/2005	1,865.14	1,817.26	47.88
691.83 UNITS OF FNMA POOL #881729 DTD 03/01/2006 6.5% 03/01/2036	08/25/2009	05/25/2006	691.83	700.91	9.08-
233.16 UNITS OF FNMA POOL #820651 DTD 04/01/2005 5.5% 04/01/2025	08/25/2009	12/29/2005	233.16	233.43	0.27-
1681.23 UNITS OF FNMA POOL #735315 DTD 02/01/2005 4.5% 03/01/2020	08/25/2009	01/22/2008	1,681.23	1,706.19	24.96-
1814.21 UNITS OF FNMA POOL #735301 DTD 02/01/2005 4% 03/01/2020	08/25/2009	01/29/2008	1,814.21	1,801.17	13.04
20000 UNITS OF CLOROX CO DTD 12/03/2004 5% 01/15/2015	09/10/2009	08/25/2008	21,120.00	19,525.00	1,595.00
1477.91 UNITS OF FHLMC POOL # G03432 DTD 10/01/2007 5.5% 11/01/2037	09/15/2009	09/03/2008	1,477.91	1,464.52	13.39
977.99 UNITS OF GNMA POOL # 676516 DTD 02/01/2008 6% 02/15/2038	09/15/2009	09/03/2008	977.99	995.72	17.73-
734.51 UNITS OF	09/15/2009	02/15/2008	734.51	734.97	0.46-

TOTAL LONG TERM CAPITAL GAIN (LOSS)	20,908.47-
TOTAL PENDING LONG TERM CAPITAL GAIN (LOSS)	0.00
TOTAL LONG TERM CAPITAL GAINS DIVIDENDS	6,262.82
TOTAL 28% RATE CAPITAL GAINS DIVIDENDS	0.00
TOTAL SEC 1250 CAPITAL GAINS DIVIDENDS	0.00
TOTAL SEC 1202 CAPITAL GAINS DIVIDENDS	0.00
NET LONG TERM CAPITAL GAIN (LOSS)	14,645.65-
NET CAPITAL GAIN (LOSS)	597,269.76-
TOTAL GAIN/LOSS FROM SALES WITH UNKNOWN COST/ACQUISITION DATE	0.00
TOTAL GAIN/LOSS FROM PENDING SALES WITH UNKNOWN COST/ACQUISITION DATE	0.00

***INCLUDES UNSETTLED TRADE GAIN/LOSS INFORMATION**

First Federal Charitable Foundation
GRANTS PAID IN YEAR ENDED SEPTEMBER 30, 2009
ID: 06-1512796

October 2008 through September 2009

Recipient	Foundation Status of Recipient	Amount	Date	County	Purpose of Grant
Carbon County Partners For Progress	Public	10,000.00	11/12/2008	Carbon	maintain mobile dental van
Goodwill	Public	10,000.00	11/12/2008	Schuykill	office supplies and materials
Misericordia University	Public	10,000.00	11/12/2008	Luzeerne	Women with children program
St. Joseph's Center	Public	10,000.00	11/12/2008	Schuykill	physical education program
CTC Manufacturing	Public	10,000.00	11/12/2008	Carbon	new equipment
Rural Health Corporation	Public	10,000.00	11/12/2008	Luzeerne	new dental chair
Catholic Social Services	Public	10,000.00	11/12/2008	Luzeerne	drug treatment court
Hazleton Blind Association	Public	10,000.00	11/12/2008	Luzeerne	purchase van for client transport
Habitat for Humanity	Public	10,000.00	11/12/2008	Luzeerne	rehabilitate 2 family home
American Red Cross Hazleton	Public	10,000.00	11/12/2008	Luzeerne	materials for babysitting course
Orwigsburg Veterans Memorial	Public	15,000.00	03/18/2009	Schuykill	renovations to town center
Hazleton Area Public Library	Public	10,000.00	04/02/2009	Luzeerne	Capital campaign donation
Skip Contribution	Public	1,000.00	04/02/2009	Schuykill	purchase educational materials
Jewish Family Services	Public	5,000.00	04/02/2009	Luzeerne	kids care program materials
Wyoming Valley Childrens	Public	1,500.00	04/02/2009	Luzeerne	early intervention screenings
St. Ambrose School	Public	2,500.00	04/02/2009	Schuykill	purchase new computers
Sevento Gardens	Public	5,000.00	04/02/2009	Luzeerne	donation to new building fund
URS	Public	26,000.00	04/02/2009	Luzeerne	workforce introduction program
West Hazleton Little League	Public	2,750.00	04/02/2009	Luzeerne	new bleachers
Pathstone Inc Carbon County	Public	7,500.00	04/02/2009	Carbon	purchase educational materials
Luzeerne Foundation	Public	10,000.00	04/02/2009	Luzeerne	castle capital campaign donation
Alzheimer's Association	Public	2,500.00	04/02/2009	Luzeerne	caregiver support programs
NCAC	Public	500.00	04/27/2009	Luzeerne	dinner program donation
Berwick YMCA	Public	7,500.00	05/05/2009	Luzeerne	new pool contribution
Tri-Area Rec Authority	Public	13,000.00	05/05/2009	Luzeerne	new pavillion
Mahanoy City Public Library	Public	10,000.00	06/05/2009	Schuykill	library renovations
Center for Landscape Design & Stewardship	Public	3,250.00	06/16/2009	Luzeerne	create public garden
Leadership Hazleton	Public	2,250.00	08/11/2009	Luzeerne	Alvaro Galliani - partial scholarship tuition

TOTAL PAID IN FY09

223,425.00

FIRST FEDERAL CHARITABLE FOUNDATION
FOR THE YEAR ENDED SEPTEMBER 30, 2009
ID: 06-1512796
FORM 990-PF

STATEMENTS FOR AMOUNTS SET ASIDE DURING THE YEAR ENDED SEPTEMBER 30, 2005
THAT SATISFIED THE CASH DISTRIBUTION TEST

- 1) In September 2005, the First Federal Charitable Foundation pledged three \$50,000 grants to the following organizations.

CARBON COUNTY DENTAL INITIATIVE: Grant would be used to purchase a \$250,000 mobile dental lab which will travel to elementary schools in Carbon County to provide free dental care to the 3,000 children in the county on medical assistance. The van is expected to be purchased by the 2005 year end

GREATER HAZLETON YMCA/YWCA: Grant will be used to renovate the second floor of a recently purchased building into a Teen Center. This will be a safe place for teens to gather after school for entertainment and help with homework. Renovations are set to begin in the spring of 2006

RURAL HEALTH CORPORATION OF NE PA: Grant will be used to expand health care facilities which service the uninsured and under-insured of the greater Hazleton area. The total cost of the project is \$200,000. Renovations are scheduled to begin in March 2006

- 2) The three \$50,000 grants totalling \$150,000 set aside during the fiscal year ended September 30, 2005 were paid for the specific projects during the fiscal year ending September 30, 2006.
- 3) The three projects identified were not completed before September 30, 2005.
- 4) The following is a schedule of the distributable amounts for all past tax years in the foundations start-up and full-payment periods and the total amount of actual payments.

<u>Start-up Period</u>	<u>Distributable Amount</u>	<u>Qualifying Distributions Paid</u>
12/31/98	-	181,840
FYE 9/30/1999	177,847	194,926
FYE 9/30/2000	230,531	254,000
FYE 9/30/2001	281,386	294,950
FYE 9/30/2002	325,105	413,175

<u>Full-payment Period</u>		
FYE 9/30/2003	310,639	193,310
FYE 9/30/2004	327,016	361,237
FYE 9/30/2005	334,126	434,097
FYE 9/30/2006	356,600	217,316
FYE 9/30/2007	377,422	270,933
FYE 9/30/2008	363,611	268,712