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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

2008

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

For calendar year **2008**, or tax year beginning **10/01**, **2008**, and ending **09/30**, **2009**
G Check all that apply ☐ Initial return ☐ Final return ☐ Amended return ☒ Address change ☐ Name changeUse the IRS
label.
Otherwise,
print
or type.
See Specific
Instructions.

Name of foundation

THE MAGUIRE FOUNDATION

C/O THE AYCO COMPANY - NTG

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

P.O. BOX 15014

City or town, state, and ZIP code

ALBANY, NY 12212-5014

A Employer identification number

23-3057805

B Telephone number (see page 10 of the instructions)

(518) 640-5000

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, col (c), line 16) **\$ 59,763,390.**
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)	208,391.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments	93,114.	93,114.		STMT 1
4 Dividends and interest from securities	1,120,784.	1,120,723.		STMT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	67,725,483.			
b Gross sales price for all assets on line 6a	133,565,315.			
7 Capital gain net income (from Part IV, line 2)		67,725,483.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	69,147,772.	68,939,320.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	NONE			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule) STMT 3	28,499.	NONE	NONE	28,499.
b Accounting fees (attach schedule) STMT 4	6,187.	NONE	NONE	6,187.
c Other professional fees (attach schedule)				
17 Interest STMT 5	19,799.	19,799.		
18 Taxes (attach schedule) (see page 14 of the instructions) *	15.			15.
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) STMT 7	90,873.	90,873.		
24 Total operating and administrative expenses. Add lines 13 through 23	145,373.	110,672.	NONE	34,701.
25 Contributions, gifts, grants paid	6,523,428.			6,523,428.
26 Total expenses and disbursements. Add lines 24 and 25	6,668,801.	110,672.	NONE	6,558,129.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	62,478,971.			
b Net investment income (if negative, enter -0-)		68,828,648.		
c Adjusted net income (if negative, enter -0-)			-0-	

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions. **STMT 6

Form **990-PF** (2008)JSA
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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		-7,705,354.	27,500,259.	27,500,259.
	2	Savings and temporary cash investments		6,188.		
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶		49,452.		
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)				
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U S and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule) STMT 8		28,883,029.	277,710.	283,031.
	c	Investments - corporate bonds (attach schedule) STMT 9			30,983,730.	31,980,100.
	11	Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule)				
	12	Investments - mortgage loans				
	13	Investments - other (attach schedule)				
	14	Land, buildings, and equipment basis Less accumulated depreciation (attach schedule)				
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)		21,233,315.	58,761,699.	59,763,390.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)					
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>					
	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		21,233,315.	58,761,699.	
	30	Total net assets or fund balances (see page 17 of the instructions)		21,233,315.	58,761,699.	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)		21,233,315.	58,761,699.		

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	21,233,315.
2	Enter amount from Part I, line 27a	2	62,478,971.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	83,712,286.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10	5	24,950,587.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	58,761,699.

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 PART IV SCHEDULE					
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					
b					
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					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	67,725,483.	
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.					

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	3,554,301.	31,145,813.	0.114118
2006	2,559,694.	30,811,526.	0.083076
2005	3,269,494.	30,418,577.	0.107483
2004	754,395.	19,638,652.	0.038414
2003	555,763.	14,860,950.	0.037398
2 Total of line 1, column (d)			2 0.380489
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 0.076098
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5			4 62,299,532.
5 Multiply line 4 by line 3			5 4,740,870.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 688,286.
7 Add lines 5 and 6			7 5,429,156.
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 6,558,129.

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 <input type="checkbox"/> and enter "N/A" on line 1			
• Date of ruling letter _____ (attach copy of ruling letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	688,286.
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	
3 Add lines 1 and 2		3	688,286.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	688,286.
6 Credits/Payments			
a 2008 estimated tax payments and 2007 overpayment credited to 2008	6a	234.	
b Exempt foreign organizations-tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	234.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	21,016.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	709,068.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2009 estimated tax Refunded	11		

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?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, 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) 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	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

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(3)? 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?	13	X	

Website address **▶ N/A**

14 The books are in care of **▶ THE AYCO COMPANY - NTG** Telephone no **▶ 518-640-5000**
 Located at **▶ 25 BRITISH AMERICAN BLVD LATHAM, NY** ZIP + 4 **▶ 12210**

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

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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b 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)?	1b	N/A
Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>		
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years ▶ _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see 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 ▶ _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b 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	N/A
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

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see 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
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
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

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
SEE STATEMENT 11		NONE	NONE	NONE

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				

Total number of other employees paid over \$50,000 ☐ NONE

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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 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		

Total number of others receiving over \$50,000 for professional services **NONE****Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 <u>PLEASE NOTE, THE FOUNDATION IS NOT INVOLVED IN ANY DIRECT CHARITABLE ACTIVITIES. ITS PRIMARY PURPOSE IS TO SUPPORT, BY CONTRIBUTIONS, OTHER CHARITABLE ORGANIZATIONS EXEMPT</u>	NONE
2 <u>UNDER INTERNAL REVENUE CODE SECTION 501(C)(3).</u>	
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 <u>NONE</u>	
2	
All other program-related investments. See page 24 of the instructions	
3 <u>NONE</u>	
Total. Add lines 1 through 3	

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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	56,286,099.
b	Average of monthly cash balances	1b	6,962,157.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	63,248,256.
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	NONE
3	Subtract line 2 from line 1d	3	63,248,256.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	948,724.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	62,299,532.
6	Minimum investment return. Enter 5% of line 5	6	3,114,977.

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	3,114,977.
2a	Tax on investment income for 2008 from Part VI, line 5	2a	688,286.
b	Income tax for 2008 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	688,286.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,426,691.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	2,426,691.
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	2,426,691.

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	6,558,129.
b	Program-related investments - total from Part IX-B	1b	NONE
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	6,558,129.
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	688,286.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	5,869,843.

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				2,426,691.
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2008				
a From 2003				
b From 2004				
c From 2005 804,474.				
d From 2006 1,019,118.				
e From 2007 1,997,010.				
f Total of lines 3a through e	3,820,602.			
4 Qualifying distributions for 2008 from Part XII, line 4 ▶ \$ 6,558,129.				
a Applied to 2007, but not more than line 2a . . .				
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2008 distributable amount				2,426,691.
e Remaining amount distributed out of corpus . .	4,131,438.			
5 Excess distributions carryover applied to 2008 . (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	7,952,040.			
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 page 27 of the instructions				
e Undistributed income for 2007 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009				
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)				
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	7,952,040.			
10 Analysis of line 9				
a Excess from 2004				
b Excess from 2005 804,474.				
c Excess from 2006 1,019,118.				
d Excess from 2007 1,997,010.				
e Excess from 2008 3,820,602.				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) **NOT APPLICABLE**

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

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the 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))

SEE STATEMENT 12

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

N/A

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

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

c Any submission deadlines

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE STATEMENT 13				
Total				3a 6,523,428.
b Approved for future payment				
Total				3b

Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- [illegible]

- 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 on which preparer has any knowledge.

Sign Here

Signature of officer or trustee

Date _____

Title

Preparer's
signature

Date _____

Check if self-employed ☐

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

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

THE AYCO COMPANY, LP
PO BOX 15014
ALBANY, NY

12212-5014

EIN ▶ 33-1187432

Phone no 518-640-5000

Schedule of Contributors

OMB No 1545-0047

2008

► Attach to Form 990, 990-EZ, and 990-PF.

Name of the organization

Employer identification number

THE MAGUIRE FOUNDATION

C/O THE AYCO COMPANY - NTG

23-3057805

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**. (Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.)

General Rule

☒ For organizations filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

☐ For a section 501(c)(3) organization filing Form 990, or Form 990-EZ, that met the 33 1/3 % support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on Form 990, Part VIII, line 1h or 2% of the amount on Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, aggregate contributions or bequests of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, some contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. (If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year.) ► \$

Caution. Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF), but they **must** answer "No" on Part IV, line 2 of their Form 990, or check the box in the heading of their Form 990-EZ, or on line 2 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990. These instructions will be issued separately.

Schedule B (Form 990, 990-EZ, or 990-PF) (2008)

Name of organization	THE MAGUIRE FOUNDATION C/O THE AYCO COMPANY - NTG	Employer identification number 23-3057805
----------------------	--	--

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	JAMES MAGUIRE C/O THE AYCO COMPANY, LP. P.O. BOX 15014 ALBANY, NY 12212-5014	\$ 208,391.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
62852738.		DEUTSCHE BANK #250386 - SEE ATTACHED SCH PROPERTY TYPE: SECURITIES 62179136.				P	VARIOUS 673,602.	VARIOUS
34120077.		554,798 SHS PHILADELPHIA CONS HLDG PROPERTY TYPE: SECURITIES 2,152,616.				D	01/05/2000 31967461.	12/01/2008
13530000.		220,000 SHS PHILADELPHIA CONS HLDG PROPERTY TYPE: SECURITIES 855,580.				D	12/28/2005 12674420.	12/01/2008
3,075,000.		50,000 SHS PHILADELPHIA CONS HLDG PROPERTY TYPE: SECURITIES 87,000.				D	12/13/2007 2,988,000.	12/01/2008
19987500.		325,000 SHS RSTK PHILADELPHIA CONS HLDG PROPERTY TYPE: SECURITIES 565,500.				D	08/28/2008 19422000.	12/03/2008
TOTAL GAIN(LOSS)					----- 67725483. =====	

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
DEUTSCHE BANK #015657 - MONEY MARKET	18,513.	18,513.
DEUTSCHE BANK #250386 - MONEY MARKET	74,047.	74,047.
GOLDMAN SACHS #31677 - MONEY MARKET	554.	554.
-----	-----	-----
TOTAL	93,114.	93,114.
	=====	=====

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
DEUTSCHE BANK #015657	2,841.	2,841.
DEUTSCHE BANK #015657 - TAX EXEMPT DIVS	61.	
DEUTSCHE BANK #250386	1,211,311.	1,211,311.
DEUTSCHE BANK #250386 - ACCRUED INTEREST	365,755.	365,755.
DEUTSCHE BANK #250386 - ACCRUED INTEREST PAID	-401,664.	-401,664.
DEUTSCHE BANK #250386 - AMORTIZATION	-57,520.	-57,520.
	-----	-----
TOTAL	1,120,784.	1,120,723.
	=====	=====

FORM 990PF, PART I - LEGAL FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
LEGAL FEES	28,499.			28,499.
	-----	-----	-----	-----
TOTALS	28,499.	NONE	NONE	28,499.
	=====	=====	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREP FEES	6,187.			6,187.
	-----	-----	-----	-----
TOTALS	6,187.	NONE	NONE	6,187.
	=====	=====	=====	=====

FORM 990PF, PART I - INTEREST EXPENSE
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
DEUTSCHE BANK #015657 - MARGIN INTEREST EXPENSE	19,799.	19,799.
TOTALS	19,799.	19,799.
	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	CHARITABLE PURPOSES -----
STATE FILING FEE	15.	15.
TOTALS	15.	15.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
DEUTSCHE BANK #015657 ACCT FEE	15.	15.
DEUTSCHE BANK #250386 ACCT FEE	90,848.	90,848.
BENEFICIAL SAVINGS - ACCT FEE	10.	10.
TOTALS	----- 90,873. =====	----- 90,873. =====

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION

	ENDING BOOK VALUE	ENDING FMV
DEUTSCHE BANK #015657 - SEE ATTACHED	277,710.	283,031.
TOTALS	277,710.	283,031.



Deutsche Bank Alex. Brown

A Division of Deutsche Bank Securities Inc.
P.O. Box 1776, Baltimore, MD 21203

Philadelphia
1735 Market Street, 24th Floor
Philadelphia, PA 19103
(215) 563-2300, (800) 443-7500

THE MARQUEE FOUNDATION 23-3057805

Statement Period: 09/01/2009 - 09/30/2009

Portfolio Holdings

Quantity	Opening Date	Account Number	Activity Ending	Opening Balance	Closing Balance	Accrued Income	Income This Year	30-Day Yield	Current Yield
Cash, Money Funds, and FDIC Deposits 17.00% of Portfolio									
Margin Balance				-133,322.06	0.00				
Money Market									
DBAB CASH RESERVE PRIME INSTL									
59,652.120	09/01/09	0000002405	09/30/09	0.00	59,652.12	0.00	3,970.41	0.17%	0.24%
Total Money Market				\$0.00	\$59,652.12	\$0.00	\$3,970.41		
Total Cash, Money Funds, and FDIC Deposits				-\$133,322.06	\$59,652.12	\$0.00	\$3,970.41		

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities 83.00% of Portfolio								
Common Stocks								
3EMC CORP (MASS) COM								
Dividend Option: Cash								
5,000.00 of these shares are in your margin account								
Security Identifier: EMC								
Ratings: DBSI: hold								
Tier 1 Rsch: buy								
5,000.000	05/20/02	7.8200	39,100.00 ✓	17.0400	85,200.00	46,100.00		
3SMUCKER J M CO COM NEW								
Dividend Option: Cash								
50.00 of these shares are in your margin account								
Security Identifier: SJM								
Ratings: DBSI: buy								
S&P: buy								
DB SOLAR: L02								
50.000	01/03/02	30.9500	1,542.51 ✓	53.0100	2,650.50	1,107.99	70.00	2.64%
Total Common Stocks			\$40,642.51		\$87,850.50	\$47,207.99	\$70.00	

THE MACQUIE FOUNDATION 23-3057805

Portfolio Holdings (continued)

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Real Estate Investment Trusts								
3LIBERTY PROPERTY TRUST SBI								
Dividend Option: Cash								
6,000.00 of these shares are in your margin account								
Security Identifier: LRY								
4,000.000	08/20/04	39.8590	159,437.00✓	32.5300	130,120.00	-29,317.00	7,600.00	5.84%
2,000.000	09/29/04	38.8150	77,630.00✓	32.5300	65,060.00	-12,570.00	3,800.00	5.84%
6,000.000	Total		\$237,067.00		\$195,180.00	-\$41,887.00	\$11,400.00	
Total Real Estate Investment Trusts			\$237,067.00		\$195,180.00	-\$41,887.00	\$11,400.00	
Total Equities			\$277,709.51		\$283,030.50	\$5,320.99	\$11,470.00	

See Important Information and Disclosures section for information about Security Ratings

Total Portfolio Holdings

Cost Basis	Market Value	Unrealized Gain/Loss	Accrued Interest	Estimated Annual Income
\$337,361.63	\$342,682.62	\$5,320.99	\$0.00	\$15,440.41

Footnotes

³ The cost basis of securities positions acquired prior to the availability of the PORTFOLIO EVALUATION SERVICE for this account, or delivered into this account, has been provided to PERSHING by your financial institution, and we make no representation as to the accuracy of such cost basis

The values, where indicated, of real estate investment trusts (REITs) and direct participation programs (DPPs), including limited partnerships, have been provided by the REITs or DPPs, generally through an intermediary. The values are not guaranteed and are intended to reflect an estimate of the interest in the REIT or DPP represented by the units or shares described above. REIT and DPP securities are generally illiquid, and the value may not be realized when you seek to liquidate the security. Where no value is indicated, please note that:

- REIT or DPP securities are generally illiquid
- The value of the security may be different from its purchase price
- Accurate valuation information is not available.

Please note the values for DPPs and REITs which are provided by the REITs and DPPs may not reflect recent activity and do not reflect an independent evaluation of the REIT or DPP

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
DEUTSCHE BANK #250386 - SEE ATTACHED	30,983,730.	31,980,100.
TOTALS	30,983,730.	31,980,100.



Fixed Income

Quantity	Description	% of Category	Tax Cost	Current Price	Market Value	Accrued Income	Rate	Est. Annual Income	YTM %
Corporate									
1,000,000.00	HOUSEHOLD FIN CORP NT DTD 11/23/04 4.125% 11/16/2009	3.2	992,470.00	100.327	1,003,270.00	15,468.75	4.125	41,250.00	1.53
1,000,000.00	WELLS FARGO & CO NEW NT DTD 12/06/04 4 20% 01/15/2010	3.1	1,014,000.00	100.789	1,007,890.00	8,866.67	4.200	42,000.00	1.50
1,000,000.00	REGIONS BK FDIC GTD DTD 12/11/08 2.75% 12/10/2010	3.2	1,006,100.00	102.376	1,023,760.00	8,479.17	2.750	27,500.00	0.75
1,000,000.00	TOYOTA MTR CR CORP NT DTD 12/09/03 4.35% 12/15/2010	3.2	1,025,400.00	102.127	1,021,270.00	12,808.33	4.350	43,500.00	2.55
1,000,000.00	GOLDMAN SACHS GROUP INC FDIC GTD DTD 03/19/09 1.70% 03/15/2011	3.1	998,230.00	101.202	1,012,020.00	755.56	1.700	17,000.00	0.87
1,000,000.00	STATE STREET CORP FDIC GTD NT DTD 03/20/09 1.85% 03/15/2011	3.1	999,520.00	101.417	1,014,170.00	822.22	1.850	18,500.00	0.87
1,000,000.00	CITIBANK NA FDIC GTD NT DTD 03/30/09 1.625% 03/30/2011	3.1	998,570.00	101.132	1,011,320.00	45.14	1.625	16,250.00	0.87
1,000,000.00	CATERPILLAR FIN SERV CORP MTN DTD 03/11/05 4.70% 03/15/2012	3.3	1,018,900.00	104.868	1,048,680.00	2,088.89	4.700	47,000.00	2.64
1,000,000.00	KEY BANK NA FDIC GTD NT DTD 12/15/08 3.20% 06/15/2012	3.3	1,025,100.00	104.232	1,042,320.00	9,422.22	3.200	32,000.00	1.60
1,000,000.00	DEERE JOHN CAP CORP FDIC GTD DTD 12/19/08 2.875% 06/19/2012	3.2	1,022,290.00	103.320	1,033,200.00	8,145.83	2.875	28,750.00	1.62
1,000,000.00	GENERAL ELEC CAP CORP MTN DTD 08/13/09 3.50% 08/13/2012	3.1	1,000,190.00	101.246	1,012,460.00	4,666.67	3.500	35,000.00	3.04
1,000,000.00	PRUDENTIAL FINANCIAL INC MEDIUM TERM NTS DTD 09/15/09 3.625% 09/17/2012	3.1	1,005,090.00	100.617	1,006,170.00	1,611.11	3.625	36,250.00	3.40



Fixed Income

Quantity	Description	% of Category	Tax Cost	Current Price	Market Value	Accrued Income	Rate	Est. Annual Income	YTM %
Corporate									
1,000,000.00	DISNEY WALT COMPANY NT DTD 12/04/07 4.70% 12/01/2012	3.4	1,042,540.00	107.880	1,078,800.00	15,666.67	4.700	47,000.00	2.12
1,000,000.00	DU PONT E I DE NEMOURS NT DTD 12/03/07 5.00% 01/15/2013	3.4	1,072,660.00	108.299	1,082,990.00	10,555.56	5.000	50,000.00	2.36
1,000,000.00	DEERE JOHN CAPITAL CORP DTD 04/03/08 4.50% 04/03/2013	3.3	1,017,110.00	105.726	1,057,260.00	22,250.00	4.500	45,000.00	2.78
500,000.00	CITIGROUP INC GLOBAL SR NT DTD 04/11/08 5.50% 04/11/2013	1.6	466,395.00	102.333	511,665.00	12,986.11	5.500	27,500.00	4.78
500,000.00	AMERICAN EXPRESS CO NT DTD 07/24/03 4.875% 07/15/2013	1.6	475,555.00	103.043	515,215.00	5,145.83	4.875	24,375.00	4.00
1,000,000.00	UNIV OF NOTRE DAME DTD 01/29/09 4.141% 09/01/2013	3.3	1,000,000.00	104.847	1,048,470.00	3,450.83	4.141	41,410.00	2.83
500,000.00	GOLDMAN SACHS GROUP INC NT DTD 10/14/03 5.25% 10/15/2013	1.7	502,620.00	106.161	530,805.00	12,104.17	5.250	26,250.00	3.60
1,000,000.00	INTERNATIONAL BUSINESS MACHS CORP NT DTD 10/15/08 6.50% 10/15/2013	3.6	1,118,800.00	114.000	1,140,000.00	29,972.22	6.500	65,000.00	2.81
1,000,000.00	BP CAPITAL MARKETS PLC NT DTD 11/07/08 5.25% 11/07/2013	3.5	1,076,870.00	109.543	1,095,430.00	21,000.00	5.250	52,500.00	2.77
1,000,000.00	NOVARTIS CAP CORP NT DTD 02/10/09 4.125% 02/10/2014	3.3	1,028,810.00	105.595	1,055,950.00	5,843.75	4.125	41,250.00	2.75
1,000,000.00	LILLY ELI & CO NT DTD 03/06/09 4.20% 03/06/2014	3.3	1,005,280.00	106.104	1,061,040.00	2,916.67	4.200	42,000.00	2.73
1,000,000.00	SHELL INTL FIN NT DTD 03/23/09 4.00% 03/21/2014	3.3	999,730.00	105.042	1,050,420.00	1,111.11	4.000	40,000.00	2.79
1,000,000.00	UNITED PARCEL SERVICE DTD 03/24/09 3.875% 04/01/2014	3.3	997,780.00	104.849	1,048,490.00	20,128.47	3.875	38,750.00	2.71
500,000.00	BANK OF AMERICA CORP DTD 05/13/09 7.375% 05/15/2014	1.8	524,225.00	111.266	556,330.00	14,135.42	7.375	36,875.00	4.63



THE MAGUIRE FOUNDATION

Account 250386

USD Base Currency

Portfolio Review

Holdings for Portfolio

As of September 30, 2009

page 8

Fixed Income

Quantity	Description	% of Category	Tax Cost	Current Price	Market Value	Accrued Income	Rate	Est. Annual Income	YTM %
Corporate									
500,000.00	MORGAN STANLEY DTD 04/28/08 6.00% 04/28/2015	1.7	491,865.00	105.897	529,485.00	12,750.00	6.000	30,000.00	4.78
1,000,000.00	ORACLE CORP NT DTD 01/13/06 5.25% 01/15/2016	3.4	1,046,070.00	108.787	1,087,870.00	11,083.33	5.250	52,500.00	3.67
1,000,000.00	CISCO SYSTEMS INC NT DTD 02/17/09 4.95% 02/15/2019	3.3	1,006,970.00	105.118	1,051,180.00	6,325.00	4.950	49,500.00	4.28
1,000,000.00	PROCTER & GAMBLE CO DTD 02/06/09 4.70% 02/15/2019	3.3	1,003,390.00	104.512	1,045,120.00	6,005.56	4.700	47,000.00	4.11
1,000,000.00	CHEVRON CORPORATION SR NT DTD 03/03/09 4.95% 03/03/2019	3.3	1,003,830.00	106.739	1,067,390.00	3,850.00	4.950	49,500.00	4.08
1,000,000.00	ABBOTT LABORATORIES NT DTD 03/03/09 5.125% 04/01/2019	3.4	998,070.00	105.972	1,059,720.00	29,611.11	5.125	51,250.00	4.30
1,000,000.00	JOHNS HOPKINS UNIVERSITY DTD 03/26/09 5.25% 07/01/2019	3.4	999,300.00	106.994	1,069,940.00	13,125.00	5.250	52,500.00	4.36
Total Corporate		100.0	30,983,730.00		31,980,100.00	333,197.37		1,295,160.00	2.76
Total Fixed Income									
		100.0	30,983,730.00		31,980,100.00	333,197.37		1,295,160.00	2.76

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES
=====DESCRIPTION
-----AMOUNT
-----ADJUSTMENT - FAIR MARKET VALUE TO COST
PRIOR PERIOD ADJUSTMENT

24,944,623.

5,964.

TOTAL

24,950,587.
=====

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
JAMES MAGUIRE C/O THE AYCO COMPANY, LP - NTG P.O. BOX 15014 ALBANY, NY 12212-5014	PRESIDENT	NONE	NONE	NONE
FRANCES M. MAGUIRE C/O THE AYCO COMPANY, LP - NTG P.O. BOX 15014 ALBANY, NY 12212-5014	SECRETARY, TREASURER	NONE	NONE	NONE

GRAND TOTALS

NONE

NONE

NONE

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

=====

MR. JAMES MAGUIRE
MRS. FRANCES MAGUIRE

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

SEE ATTACHED SCHEDULE

NONE

501 (C) (3)

FOR GENERAL NEEDS OF ORGANIZATION

6,523,428.

TOTAL CONTRIBUTIONS PAID

6,523,428.

Donations Paid

10/15/08	Academy of Community Music, Fort Washington, PA	\$	15,000.00
10/03/08	The Papal Foundation, Bala Cynwyd PA	\$	100,000.00
10/15/08	Chestnut Hill College, Philadelphia, PA	\$	5,000.00
10/24/08	Norwood Fontbonne Academy, Philadelphia, PA	\$	50,000.00
11/20/08	Magee Rehabilitation Foundation, Philadelphia, PA	\$	10,000.00
11/21/08	Gwynedd-Mercy College, Gwynedd Valley, PA	\$	100,000.00
12/08/08	Philadelphia Museum of Art, Philadelphia, PA	\$	100,000.00
12/24/08	Vero Beach Museum of Art, Vero Beach, FL	\$	1,500.00
12/22/08	The Ace Club, Lafayette Hill, PA	\$	3,810.79
12/24/08	Archdiocese of Philadelphia, Philadelphia, PA	\$	200,000.00
01/07/09	Chestnut Hill Community Association, Philadelphia, PA	\$	500.00
01/02/09	Mercy Vocational High School, Philadelphia, PA	\$	115,000.00
01/02/09	Project H O M E , Philadelphia, PA	\$	100,000.00
01/12/09	Friends of the Wissahickon, Philadelphia, PA	\$	30,000.00
02/18/09	Face to Face, Philadelphia, PA	\$	15,000.00
02/12/09	Stewards of Saint John Neuman, Philadelphia, PA	\$	25,000.00
02/13/09	LaSalle University, Philadelphia, PA	\$	10,000.00
02/26/08	Catholic Philopatrian Literary Institute, Philadelphia, PA	\$	1,000.00
03/02/09	InSyte Partners - Our Mother of Good Council, Bryn Mawr, PA	\$	1,000.00
03/05/09	Saint Malachy School, Philadelphia, PA, 19122	\$	1,000.00
03/02/09	Pennsylvania Academy of Fine Arts, Philadelphia, PA	\$	500,000.00
03/24/09	Challenged Athletes Foundation, San Diego, CA	\$	9,000.00
04/09/09	Gwynedd-Mercy College, Gwynedd Valley, PA	\$	200,000.00
05/21/09	University of Pennsylvania School of Medicine, Philadelphia, PA	\$	200,000.00
04/13/09	Saint Joseph's University, Philadelphia, PA	\$	401,054.67
04/13/09	Mercy Vocational High School, Philadelphia, PA	\$	66,377.00
04/21/09	Morris Arboretum, Philadelphia, PA	\$	100,000.00
04/20/09	Friends of BO, Philadelphia, PA	\$	300.00
04/21/09	Nazareth College, Sheila A. Maguire Memorial Scholarship, Rochester, NY	\$	10,000.00
04/27/09	Friends of the Wissahickon, Philadelphia, PA	\$	1,000.00
04/22/09	A Front Row Seat to Learning, Wayne, PA	\$	10,000.00
05/01/09	Project H O M E , Philadelphia, PA	\$	100,000.00
05/04/09	Studio Incamminati, Philadelphia, PA	\$	10,000.00
06/08/09	Rev Pawel Rytel-Andrianik, Philadelphia, PA	\$	2,500.00
05/15/09	American Cancer Society - Hope Lodge, Philadelphia, PA	\$	5,000.00
05/20/09	Our Mother of Consolation, Philadelphia, PA	\$	200,000.00
06/29/09	Masterworks, Museum of Bermuda Art, Hamilton HM HX, Bermuda	\$	10,000.00
05/28/09	Mercy Vocational High School, Philadelphia, PA	\$	130,165.00
06/12/09	Saint Joseph's University, Tom Nerney Hall of Fame, Philadelphia, PA	\$	12,500.00
06/22/09	Hearts at Home, Bloomington, IL	\$	1,000.00
07/06/09	St Joseph's University, Philadelphia, PA	\$	1,100.00
06/26/09	World Bicycle Relief, Chicago, IL	\$	1,340.00
06/19/09	Children's Crisis Treatment Center, Philadelphia, PA	\$	5,500.00
06/23/09	Pennsylvania School for the Deaf, Philadelphia, PA	\$	200,000.00
06/26/09	Baldwin School, Bryn Mawr, PA	\$	10,000.00
07/27/09	PAHS Football, Pottsville, PA	\$	100.00
07/01/09	Business Leadership Organized for Catholic Schools, Conshohocken, PA	\$	10,000.00
07/02/09	Variety - The Children's Charity, Philadelphia, PA	\$	300.00
07/10/09	Saint Joseph's University, Philadelphia, PA	\$	686,167.83
07/13/09	Crossing the Finish Line, Blue Bell, PA	\$	500.00
07/30/09	Mercy Vocational High School, Philadelphia, PA	\$	95,062.00
08/19/09	American Cancer Society, Philadelphia, PA	\$	37,500.00
08/25/09	American Catholic Historical Society, Philadelphia, PA	\$	5,000.00
08/25/09	Face to Face, Philadelphia, PA	\$	350.00
08/27/09	American Ireland Fund, Philadelphia, PA	\$	5,000.00
08/31/09	Saint Joseph's Villa, Rochester, NY	\$	5,000.00

09/03/09	Catholic Philopatrian Literary Institute, Philadelphia, PA	\$	5,000.00
08/31/09	Norwood Fontbonne Academy, Philadelphia, PA	\$	50,000 00
09/09/09	DePaul Catholic School, Philadelphia, PA	\$	5,000.00
09/10/09	World Bicycle Relief, Chicago, IL	\$	5,000 00
09/14/09	Generation Life, West Chester, PA	\$	10,000 00
09/15/09	Saint Joseph's University, Philadelphia, PA	\$	2,000,000.00
09/22/09	Magee Rehabilitation Foundation, Philadelphia, PA	\$	10,000 00
09/22/09	Mercy Vocational High School, Philadelphia, PA	\$	52,069.00
09/24/09	Philadelphia Museum of Art, Philadelphia, PA	\$	100,000 00
09/29/09	Saint Joseph's University, Philadelphia, PA	\$	5,000.00
09/29/09	Face to Face, Philadelphia, PA	\$	20,000 00
09/30/09	Saint Joseph's University, Philadelphia, PA	\$	256,035.45
12/08/08	Mental Health Foundation	\$	5,000 00
12/10/08	Generation Life, West Chester, PA	\$	5,000 00
12/16/08	Philadelphia Youth Orchestra, Philadelphia, PA	\$	10,000 00
12/12/08	Pennsylvania Horticultural Society, Philadelphia, PA	\$	10,000 00
12/18/08	Indian River Medical Center, Vero Beach, FL	\$	10,000 00
01/12/09	Masterworks Foundation, Hamilton HM HX, Bermuda	\$	5,000.00
01/08/09	The Mann Center for the Performing Arts, Philadelphia, PA	\$	5,000.00
08/14/09	Pennsylvania Academy Of Fine Arts, Philadelphia, PA	\$	10,000 00
Various	Other Donations Paid	\$	29,696 00
		\$	<u>6,523,427.74</u>

SCHEDULE D
(Form 1041)

Capital Gains and Losses

OMB No 1545-0092

2008

Department of the Treasury
Internal Revenue Service

► **Attach to Form 1041, Form 5227, or Form 990-T. See the separate instructions for Form 1041 (also for Form 5227 or Form 990-T, if applicable).**

Name of estate or trust **THE MAGUIRE FOUNDATION**
C/O THE AYCO COMPANY - NTG

Employer identification number
23-3057805

Note: Form 5227 filers need to complete **only Parts I and II**

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	23,083,602.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2007 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ►	5	23,083,602.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	44,641,881.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2007 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back ►	12	44,641,881.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2008

Part III Summary of Parts I and II		(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		23,083,602.
14	Net long-term gain or (loss):			
a	Total for year	14a		44,641,881.
b	Unrecaptured section 1250 gain (see line 18 of the wrkst)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a ▶	15		67,725,483.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation

16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of	16	()
a	The loss on line 15, column (3) or		
b	\$3,000		

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** on page 7 of the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the worksheet on page 8 of the instructions if

- Either line 14b, col (2) or line 14c, col (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18	
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- . . . ▶	21	
22	Subtract line 21 from line 20. If zero or less, enter -0-	22	
23	Subtract line 22 from line 17. If zero or less, enter -0-	23	
24	Enter the smaller of the amount on line 17 or \$2,200	24	
25	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26, go to line 27 and check the "No" box <input type="checkbox"/> No. Enter the amount from line 23.	25	
26	Subtract line 25 from line 24.	26	
27	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29	Subtract line 28 from line 27	29	
30	Multiply line 29 by 15% (15)	30	
31	Figure the tax on the amount on line 23. Use the 2008 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions)	31	
32	Add lines 30 and 31	32	
33	Figure the tax on the amount on line 17. Use the 2008 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions)	33	
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on line 1a of Schedule G, Form 1041 (or line 36 of Form 990-T)	34	

Schedule D (Form 1041) 2008

Department of the Treasury
Internal Revenue Service

► See instructions for Schedule D (Form 1041).

► Attach to Schedule D to list additional transactions for lines 1a and 6a.

2008

Name of estate or trust

Employer identification number

THE MAGUIRE FOUNDATION

23-3057805

Part	Short-Term Capital Gains and Losses - Assets Held One Year or Less
------	--

[illegible]

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b	23,083,602.
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For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2008

Employer identification number

[illegible]

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b	44,641,881.
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Schedule D-1 (Form 1041) 2008

Schedule D Attachment

Cash / Securities Analysis Maguire Foundation FYE 09/30/09
Account: Deutsche Bank #250386

EIN: 23-3057805

Description	Acq Date	Date Sold	Shares	Cost	Proceeds	Gain/Loss
Federal Home Ln Bk Cons Due 12/1/2009	12/19/08	03/19/09	1,800,000 00	\$ 1,784,205 00	\$ 1,787,307 37	\$ 3,102 37
Federal Home Ln Bk Cons Due 12/1/2009	12/19/08	03/20/09	1,500,000 00	\$ 1,486,837 50	\$ 1,489,603 35	\$ 2,765 85
Federal Home Ln Bk Cons Due 12/1/2009	12/19/08	05/21/09	100,000 00	\$ 99,122 50	\$ 99,414 78	\$ 292 28
Federal Home Ln Bk Cons Due 12/1/2009	12/19/08	06/09/09	1,000,000 00	\$ 991,225 00	\$ 993,798 14	\$ 2,573 14
Federal Home Ln Bk Cons Due 12/1/2009	12/19/08	06/11/09	600,000 00	\$ 594,735 00	\$ 596,385 34	\$ 1,650 34
Federal Home Ln Bks Due 7/23/2009	01/20/09	02/27/09	3,000,000 00	\$ 2,992,793 33	\$ 2,992,793 33	\$ 0 00
Federal Home Ln Bks Due 7/23/2009	01/20/09	03/05/09	2,000,000 00	\$ 1,995,195 55	\$ 1,995,195 55	\$ (0 00)
Federal Home Ln Bk Cons Due 10/13/09	01/30/09	03/17/09	2,000,000 00	\$ 1,991,466 67	\$ 1,991,466 67	\$ 0 00
Federal Home Ln Bk Cons Due 10/13/09	01/30/09	03/18/09	1,500,000 00	\$ 1,493,600 00	\$ 1,493,600 00	\$ (0 00)
Federal Home Ln Bk Cons Due 10/13/09	01/30/09	03/20/09	1,500,000 00	\$ 1,493,600 00	\$ 1,493,600 00	\$ (0 00)
Federal Home Loan Bank Cons Due 12/16/09	06/29/09	08/12/09	2,000,000 00	\$ 1,997,089 44	\$ 1,997,089 44	\$ -
Federal Home Loan Bank Due 6/11/2010 3 00%	12/12/08	03/25/09	2,000,000 00	\$ 2,039,260 00	\$ 2,040,937 50	\$ 1,677 50
Federal Home Loan Bank Due 12/29/2010 1 625%	12/18/08	09/22/09	2,000,000 00	\$ 2,000,000 00	\$ 2,006,000 00	\$ 6,000 00
Federal Home Loan Mtg Due 12/30/2010 2 125%	12/18/08	06/30/09	2,200,000 00	\$ 2,200,000 00	\$ 2,200,000 00	\$ -
Massachusetts St Cons Due 8/1/2010 5 25%	12/16/08	06/11/09	2,000,000 00	\$ 2,066,220 00	\$ 2,102,160 00	\$ 35,940 00
Virginia St Pub Sch Auth Due 8/1/2010 5 00%	12/16/08	06/11/09	2,000,000 00	\$ 2,067,500 00	\$ 2,094,100 00	\$ 26,600 00
Venzon Communications Due 4/3/2009	12/11/08	04/03/09	2,000,000 00	\$ 1,988,212 00	\$ 1,988,212 00	\$ -
Household Fin Corp Due 11/16/2009 4 125%	12/17/08	09/22/09	500,000 00	\$ 496,235 00	\$ 502,340 00	\$ 6,105 00
Wells Fargo & Co Due 1/15/2010 4.20%	12/17/08	09/22/09	660,000 00	\$ 669,240 00	\$ 667,009 20	\$ (2,230 80)
Regions Bk FDIC Due 12/10/2010 2 75%	12/11/08	09/21/09	1,000,000 00	\$ 1,006,100 00	\$ 1,024,410 00	\$ 18,310 00
Key Bank NA FDIC Due 6/15/2012 3 20%	12/16/08	09/16/09	1,500,000 00	\$ 1,537,650 00	\$ 1,564,680 00	\$ 27,030 00
Key Bank NA FDIC Due 6/15/2012 3 20%	12/16/08	09/21/09	500,000 00	\$ 512,550 00	\$ 519,665 00	\$ 7,115 00
General Elec Cap Corp Due 1/7/2011 1 625%	01/08/09	09/09/09	1,700,000 00	\$ 1,698,844 00	\$ 1,719,822 00	\$ 20,978 00
General Elec Cap Corp Due 1/7/2011 1 625%		09/22/09	300,000 00	\$ 299,796 00	\$ 303,387 00	\$ 3,591 00
Deere John Cap Corp Due 6/19/2012 2 875%	01/08/09	09/21/09	1,000,000 00	\$ 1,022,290 00	\$ 1,029,900 00	\$ 7,610 00
Deere John Cap Corp Due 6/19/2012 2 875%		09/22/09	500,000 00	\$ 511,145 00	\$ 515,130 00	\$ 3,985 00
BP Commercial Markets Due 11/7/2013 5 25%	01/21/09	09/22/09	1,000,000 00	\$ 1,076,870 00	\$ 1,091,800 00	\$ 14,930 00
Walt Disney Company Due 12/1/2012 4 7%	01/21/09	09/21/09	1,000,000 00	\$ 1,042,540 00	\$ 1,078,820 00	\$ 36,280 00
Deere John Cap Corp Due 4/3/2013 4 5%	01/21/09	09/21/09	1,000,000 00	\$ 1,017,110 00	\$ 1,049,510 00	\$ 32,400 00
Caterpillar Fin Serv Corp Due 3/15/2012 4 7%	01/22/09	09/21/09	1,000,000 00	\$ 1,018,900 00	\$ 1,054,570 00	\$ 35,670 00
Procter & Gamble Co Due 2/15/19 4 7%	02/04/09	09/21/09	1,000,000 00	\$ 1,003,390 00	\$ 1,033,650 00	\$ 30,260 00
Int'l Business Machines Corp Due 10/15/13 6 5%	02/05/09	09/22/09	1,000,000 00	\$ 1,118,800 00	\$ 1,141,350 00	\$ 22,550 00
SBC Communications Inc Due 9/15/09 4 125%	02/13/09	09/15/09	2,000,000 00	\$ 2,026,360 00	\$ 2,000,000 00	\$ (26,360 00)
Cisco Systems Inc Due 2/15/19 4 95%	02/13/09	09/21/09	1,000,000 00	\$ 1,006,970 00	\$ 1,043,220 00	\$ 36,250 00
Abbott Laboratones Due 4/1/19 5 125%	02/27/09	09/21/09	1,000,000 00	\$ 998,070 00	\$ 1,059,630 00	\$ 61,560 00
Chevron Corp Due 3/3/19 4 95%	02/27/09	09/21/09	1,000,000 00	\$ 1,003,830 00	\$ 1,054,980 00	\$ 51,150 00
Lilly Eli & Co Due 3/6/14 4 20%	03/04/09	09/22/09	1,000,000 00	\$ 1,005,280 00	\$ 1,053,050 00	\$ 47,770 00
Goldman Sachs Group Due 3/15/11 1 70%	03/13/09	09/21/09	1,000,000 00	\$ 998,230 00	\$ 1,011,680 00	\$ 13,450 00
State Street Corp FDIC Due 3/15/11 1 85%	03/17/09	09/21/09	1,000,000 00	\$ 999,520 00	\$ 1,013,680 00	\$ 14,160 00
Shell Intl Fin Due 3/21/14 4 00%	03/18/09	09/22/09	600,000 00	\$ 599,838 00	\$ 626,556 00	\$ 26,718 00
United Parcel Service Due 4/1/14 3 875%	03/19/09	09/22/09	500,000 00	\$ 498,890 00	\$ 521,140 00	\$ 22,250 00
Johns Hopkins University Due 7/1/19 5 25%	03/19/09	09/21/09	400,000 00	\$ 399,720 00	\$ 430,984 00	\$ 31,264 00
Citibank NA FDIC Due 3/30/11 1 625%	03/24/09	09/21/09	1,000,000 00	\$ 998,570 00	\$ 1,009,500 00	\$ 10,930 00
Oracle Corp Due 1/15/16 5 25%	05/13/09	09/21/09	500,000 00	\$ 523,035 00	\$ 536,930 00	\$ 13,895 00
Novartis Cap Corp Due 2/10/14 4 125%	06/17/09	09/22/09	500,000 00	\$ 514,405 00	\$ 522,890 00	\$ 8,485 00
General Elec Cap Corp Due 8/13/12 3 5%	08/10/09	09/22/09	1,000,000 00	\$ 1,000,190 00	\$ 1,016,040 00	\$ 15,850 00
DuPont E I De Nemours Due 1/15/13 5 00%	08/12/09	09/21/09	750,000 00	\$ 804,495 00	\$ 806,730 00	\$ 2,235 00
Prudential Financial Inc Due 9/17/12 3 625%	09/11/09	09/21/09	500,000 00	\$ 502,545 00	\$ 501,355 00	\$ (1,190 00)
City of Chicago Disc NT Due 1/20/2009 3 008%	12/19/08	01/20/09	5,000,000 00	\$ 4,986,666 67	\$ 4,986,666 67	\$ -
Total Short Term Gain/Loss				\$ 62,179,136.66	\$ 62,852,738.34	\$ 673,601.68 ST
Total Long Term Gain/Loss				\$0.00	\$0.00	\$0.00 LT
Total Gain/Loss				\$62,179,136.66	\$62,852,738.34	\$673,601.68