Form **990-PF**

Department of the Treasury
Internal Revenue Service (77)

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

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

OMB No 1545 0052

2008

For calendar year 2008, or tax year beginning 10/01 **, 2008, and ending** 9/30 , 2009

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.

THE THOMAS FAMILY FOUNDATION, INC.
P.O. BOX 30580
FT. LAUDERDALE, FL 33303

A Employer identification number: 36-4311966

B Telephone number (see the instructions): 954-524-3643

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: [X] Section 501(c)(3) exempt private foundation [ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, column (c), line 16)* ► $ 4,886,960.

J Accounting method [X] Cash [ ] Accrual [ ] Other (specify) ______________ *(Part I, column (d) must be on cash basis.)*

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions).)*

	Line	(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 (att sch)				
	2 Ck ► [X] if the foundn is **not** req to att Sch B				
	3 Interest on savings and temporary cash investments	9,840.	9,840.	N/A	
	4 Dividends and interest from securities	221,946.	221,946.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	-178,702.			
	b Gross sales price for all assets on line 6a 637,261.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit/(loss) (att sch)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	53,084.	231,786.		
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) SEE ST 1	2,500.	1,250.		1,250.
	c Other prof fees (attach sch)				
	17 Interest				
	18 Taxes (attach schedule) SEE STMT 2	10,200.			
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) SEE STATEMENT 3	11,969.	11,954.		15.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	24,669.	13,204.		1,265.
	25 Contributions, gifts, grants paid PART XV	307,435.			307,435.
	26 **Total expenses and disbursements.** Add lines 24 and 25	332,104.	13,204.		308,700.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-279,020.			
	b **Net investment income** (if negative, enter -0-)		218,582.		
	c **Adjusted net income** (if negative, enter -0-)				

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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			
	2	Savings and temporary cash investments	1,049,668.	339,646.	339,646.
	3	Accounts receivable ►			
		Less allowance for doubtful accounts ►			
	4	Pledges receivable ►			
		Less· allowance for doubtful accounts ►			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7	Other notes and loans receivable (attach sch) ►			
		Less allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments – U.S and state government obligations (attach schedule)			
	b	Investments – corporate stock (attach schedule) STATEMENT 4	4,426,072.	4,954,112.	3,340,038.
	c	Investments – corporate bonds (attach schedule) STATEMENT 5	1,466,622.	1,369,584.	1,207,276.
	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 instructions Also, see page 1, item I)	6,942,362.	6,663,342.	4,886,960.
LIABILITIES	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ►)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES		**Foundations that follow SFAS 117, check here ► [ ] and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ► [X] and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	5,711,885.	5,711,885.	
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	1,230,477.	951,457.	
	30	**Total net assets or fund balances** (see the instructions)	6,942,362.	6,663,342.	
	31	**Total liabilities and net assets/fund balances** (see the instructions)	6,942,362.	6,663,342.	

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	6,942,362.
2	Enter amount from Part I, line 27a	2	-279,020.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	6,663,342.
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	6,663,342.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	SEE SCHEDULE ATTACHED	P	VARIOUS	VARIOUS
b	CAPITAL GAIN DIVIDENDS			
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	627,420.		815,963.	-188,543.
b				
c				
d				
e				

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

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				-188,543.
b				9,841.
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** -178,702.

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** 0.

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2007	249,247.	5,938,366.	0.041972
2006	232,549.	6,100,388.	0.038120
2005	194,292.	5,044,586.	0.038515
2004	197,901.	4,377,521.	0.045208
2003	170,095.	3,804,897.	0.044704

2	**Total** of line 1, column (d)	2	0.208519
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	0.041704
4	Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	4,168,399.
5	Multiply line 4 by line 3	5	173,839.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,186.
7	Add lines 5 and 6	7	176,025.
8	Enter qualifying distributions from Part XII, line 4	8	308,700.

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

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here ► [ ] 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 ► [X] and enter 1% of Part I, line 27b		1	2,186.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3	Add lines 1 and 2		3	2,186.
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	2,186.
6	Credits/Payments			
a	2008 estimated tax pmts and 2007 overpayment credited to 2008	6a 13,207.		
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	13,207.
8	Enter any **penalty** for underpayment of estimated tax Check here [X] if Form 2220 is attached		8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ►		9	0.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ►		10	11,021.
11	Enter the amount of line 10 to be. Credited to 2009 estimated tax ► 11,021.	Refunded ►	11	0.

Part VII-A — Statements Regarding Activities

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

Part VII-A Statements Regarding Activities *Continued*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► N/A

14 The books are in care of ► ALFRED THOMAS Telephone no ► 954-524-3643

Located at ► P.O. BOX 30580 FT. LAUDERDALE FL ZIP + 4 ► 33303

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

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

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

				Yes	No
1 a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is 'Yes' to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)?		1b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ► ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2008?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008?	☐ Yes ☒ No			
	If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer 'No' and attach statement – see the instructions)		2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ► 20__ , 20__ , 20__ , 20__				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If 'Yes,' did it have excess business holdings in 2008 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2008)*		3b	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

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

5a During the year did the foundation pay or incur any amount to
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? — 5b N/A

Organizations relying on a current notice regarding disaster assistance check here ► ☐

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No
If 'Yes,' attach the statement required by Regulations section 53 4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? — 6b No: X
If you answered 'Yes' to 6b, also file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? — 7b N/A

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

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

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation **(If not paid, enter -0-)**	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ALFRED THOMAS P.O. BOX 30580 FT. LAUDERDALE, FL 33303	PRES/TREAS 2.00	0.	0.	0.
PHYLLIS THOMAS P.O. BOX 30580 FT. LAUDERDALE, FL 33303	V PRES/SECR 2.00	0.	0.	0.
LYDIA BART P.O. BOX 30580 FT. LAUDERDALE, FL 33303	VICE PRESIDE 2.00	0.	0.	0.

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

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

Total number of other employees paid over $50,000 ► 0

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

3 Five highest-paid independent contractors for professional services – (see instructions). If none, enter 'NONE.'

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

Total number of others receiving over $50,000 for professional services ►	0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:			
a	Average monthly fair market value of securities		1a	3,331,295.
b	Average of monthly cash balances		1b	900,582.
c	Fair market value of all other assets (see instructions)		1c	
d	**Total** (add lines 1a, b, and c)		1d	4,231,877.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	4,231,877.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)		4	63,478.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	4,168,399.
6	**Minimum investment return.** Enter 5% of line 5		6	208,420.

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

1	Minimum investment return from Part X, line 6		1	208,420.
2a	Tax on investment income for 2008 from Part VI, line 5	2a 2,186.		
b	Income tax for 2008 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	2,186.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	206,234.
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	206,234.
6	Deduction from distributable amount (see instructions)		6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	206,234.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes:		
a	Expenses, contributions, gifts, etc — total from Part I, column (d), line 26	1a	308,700.
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	308,700.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	2,186.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	306,514.

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 instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				206,234.
2 Undistributed income, if any, as of the end of 2007:				
a Enter amount for 2007 only			282,029.	
b Total for prior years 20___, 20___, 20___		0.		
3 Excess distributions carryover, if any, to 2008.				
a From 2003				
b From 2004				
c From 2005				
d From 2006				
e From 2007				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2008 from Part XII, line 4 ► $ 308,700.				
a Applied to 2007, but not more than line 2a			282,029.	
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2008 distributable amount				26,671.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2008 *(If an amount appears in column (d), the same amount must be shown in column (a))*	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount – see instructions		0.		
e Undistributed income for 2007 Subtract line 4a from line 2a Taxable amount – see instructions			0.	
f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009				179,563.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see instructions)	0.			
9 **Excess distributions carryover to 2009.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2004				
b Excess from 2005				
c Excess from 2006				
d Excess from 2007				
e Excess from 2008				

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

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

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

	Tax year	Prior 3 years			
	(a) 2008	(b) 2007	(c) 2006	(d) 2005	(e) Total
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 organization had $5,000 or more in assets at any time during the year – see 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))

ALFRED THOMAS

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 ► [X] 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 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

N/A

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

N/A

c Any submission deadlines

N/A

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

N/A

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE SCHEDULE ATTACHED	N/A		TO AID DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTION	307,435.
Total			► 3a	307,435.
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		
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	(e) Related or exempt function income (see the instructions)
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			14	9,840.	
4 Dividends and interest from securities			14	221,946.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-178,702.	
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)				53,084.	

13 **Total.** Add line 12, columns (b), (d), and (e) 13 53,084.

(See worksheet in the instructions for line 13 to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See the instructions)
N/A	

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

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

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

b If 'Yes,' complete the following schedule.

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

SIGN HERE

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

▶ Alfred T[...] | 2/10/10 | ▶ President

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only				
Preparer's signature ▶ Paul J D'Antonio, CPA	Date 2/4/10	Check if self-employed ▶ ☑	Preparer's Identifying number (See **Signature** in the instrs)
Firm's name (or yours if self-employed), address, and ZIP code ▶ PAUL J. D'ANTONIO 201 PALMER ALLEY NEWTOWN, PA 18940		EIN ▶ Phone no ▶	

THE THOMAS FAMILY FOUNDATION
CAPITAL GAINS & LOSSES
FEIN 36-4311966
FYE 9/30/09

		DATE ACQU'D	DATE SOLD	SALES PROCEEDS	BASIS	GAIN (LOSS)
A/C #37744						
200000	CHARTER COMM HLDS LLC 11 75%	3/21/2001	10/17/2008	191,000 00	146,468 29	44,531 71
4000	CITIGROUP INC 8 125% PFD	1/22/2008	2/27/2009	32,133 56	100,000 00	(67,866 44)
1500	CITIGROUP CAP XVI 6 45%	2/27/2009	6/4/2009	24,244 09	12,586 97	11,657 12
2500	CITIGROUP CAP XVI 6 45%	2/27/2009	6/3/2009	40,253 95	20,978 28	19,275 67
4000	CITIGROUP CAP XVI 6 45%	11/15/2006	6/3/2009	64,302 98	100,000 00	(35,697 02)
A/C #37443						
0 666	TIME WARNER CABLE INC	3/6/2007	3/12/2009	16 66	74 05	(57 39)
0 666	TIME WARNER INC NEW	1/30/2002	3/30/2009	12 14	50 90	(38 76)
3000	AUTONATION INC	6/24/2008	4/9/2009	47,098 79	34,789 33	12,309 46
2000	AUTONATION INC	7/23/2008	4/9/2009	31,399 19	20,418 82	10,980 37
2000	CITIGROUP INC	9/14/2007	4/14/2009	8,599 78	92,380 00	(83,780 22)
2000	CITIGROUP INC	9/28/2007	4/14/2009	8,599 78	93,359 74	(84,759 96)
1000	CITIGROUP INC	1/24/2008	4/14/2009	4,299 89	27,080 00	(22,780 11)
1000	ISHARES FTSE/XINHUA CHINA 25	8/20/2008	9/22/2009	43,248 88	41,116 97	2,131 91
6250	MORGAN STANLEY INDIA INVT FD	VARIOUS	9/28/2009	132,209 81	126,659 42	5,550 39
TOTALS				627,419 50	815,962 77	(188,543 27)

THE THOMAS FAMILY FOUNDATION
FEIN 36-4311966
FORM 990-PF, PAGE 11, PART XV
GRANTS AND CONTRIBUTIONS PAID
F/Y/E 9/30/2009

MISSION INTERNATIONAL RESCUE	1,500
ASSOCIATION OF SMALL FOUNDATIONS	495
WESTMINSTER ACADEMY	6,500
FIRST PRESBYTERIAN CHURCH	14,400
OLD TOWN FOLK SCHOOL	5,000
THE NIGHT MINISTRY	47,500
DANIEL MURPHY FOUNDATION	4,000
AMERICAN CANCER SOCIETY	1,000
THE BELOVED COMMUNITY-FAITH COMMUNITY OF ST. SABINA	25,000
ST. SABINA YOUTH FUND	25,000
PAWS	600
MENNONITE BOARD OF MISSIONS	2,500
ST. JUDES CHILDREN'S RESEARCH	3,000
CIRCLE OF FRIENDS	3,000
BROWARD CENTER FOR THE PERFORMING ARTS	2,500
HUMANE SOCIETY OF BROWARD COUNTY	2,500
MARCH OF DIMES	500
SHENANDOAH VALLEY CHILDREN'S CHOIR	1,000
BUILD ON HOPE FOUNDATION	1,500
JACK & JILL CHILDREN'S CENTER	2,200
WOMEN IN DISTRESS OF BROWARD COUNTY	30,000
BROWARD PARTNERSHIP FOR THE HOMELESS	25,000
COOPERATIVE FEEDING PROGRAM	10,000
AMERICAN RED CROSS	5,000
WORLD VISION	5,000
SUSAN G KOMEN THE CURE	3,000
MAKE-A-WISH FOUNDATION	2,000
CHILDREN'S HOSPITAL	35,000
CENTRAL ASIA INSTITUTE	5,000
BROWARD MEALS ON WHEELS	2,920
FLORIDA INSTITUTE OF TECHNOLOGY	875
HANDY, INC.	33,695
WOLVES HIGH SCHOOL HOCKEY	250
	307,435

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

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEE	$ 2,500.	$ 1,250.		$ 1,250.
TOTAL	$ 2,500.	$ 1,250.		$ 1,250.

STATEMENT 2
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FED EXCISE TAX-9/30/09	$ 10,200.			
TOTAL	$ 10,200.	$ 0.		$ 0.

STATEMENT 3
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEES	$ 15.			$ 15.
INVESTMENT FEES	11,954.	$ 11,954.		
TOTAL	$ 11,969.	$ 11,954.		$ 15.

STATEMENT 4
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE SCHEDULE ATTACHED-UBS #37443	COST	$ 3,220,638.	$ 1,831,972.
SEE SCHEDULE ATTACHED-UBS #37443	COST	778,307.	828,640.
SEE SCHEDULE ATTACHED-UBS #37744	COST	417,226.	84,237.
SEE SCHEDULE ATTACHED-UBS #37443	COST	-18,824.	-17,350.
FLAHERTY & CRUMRINE PFD SECS INC FD	COST	56,760.	97,050.
WELLS FARGO ADV ULTRA ST INC FD	COST	500,005.	515,489.
	TOTAL	$ 4,954,112.	$ 3,340,038.

STATEMENT 5
FORM 990-PF, PART II, LINE 10C
INVESTMENTS - CORPORATE BONDS

CORPORATE BONDS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE SCHEDULE ATTACHED-UBS #37744	COST	$ 594,584.	$ 569,906.
SEE SCHEDULE ATTACHED-UBS #37744	COST	775,000.	637,370.
	TOTAL	$ 1,369,584.	$ 1,207,276.

Account name: THOMAS FAMILY FOUNDATION
Friendly account name: Foundation
Account number: Y4 37443 0B

Your Financial Advisor:
JOHN Q SMITH
312-525-7400/888-827-8469

The Thomas Family Foundation, Inc
ID # 36-4311966
FYE 9/30/09

Your assets

Some prices, income and current values shown may be approximate As a result, gains and losses may not be accurately reflected See *Important information about your statement* at the end of this document for more information

Equities

Common stock

Holding	Trade date		Number of shares	Purchase price per share ($)	Cost basis ($)	Price per share on Sep 30 ($)	Value on Sep 30 ($)
AMEREN CORP							
Symbol AEE Exchange NYSE							
EAI $7,700 Current yield 6 09%	Jun 26, 03		1,000 000	44 280	44,280 00	25 280	25,280 00
	Jun 26, 03	(2)	1,000 000	44 284	54,075.00	25 280	25,280 00
	Aug 6, 03	(2)	1,000 000	41 179	54,075.00	25 280	25,280 00
	Mar 20, 07		2,000 000	50 330	100,660 00	25 280	50,560 00
Security total			5,000 000		253,090.00		126,400 00
BARCLAYS PLC ADR							
Symbol BCS Exchange NYSE	Mar 1, 07		2,000 000	57 385	114,771 00	23 640	47,280 00
	Mar 5, 07		1,000 000	55 259	55,259 72	23 640	23,640 00
	Sep 11, 07		1,000 000	49.186	49,186 00	23 640	23,640 00
	Nov 5, 07		1,000 000	43 293	43,293 00	23 640	23,640 00
	Feb 21, 08		2,000 000	37 830	75,661 00	23 640	47,280 00
	Jun 24, 08		2,000 000	24 673	49,347 00	23 640	47,280 00
	Jul 8, 08		1,000 000	22 190	22,190 00	23 640	23,640 00
Security total			10,000 000		409,707 72		236,400 00

UBS

Friendly account name: Foundation
Account number: Y4 37443 08

THE THOMAS FAMILY FOUNDATION, INC.
ID # 36-4311966
FYE 9/30/08

Your assets › Equities › Common stock (continued)

Holding	Trade date		Number of shares	Purchase price per share ($)	Cost basis ($)	Price per share on Sep 30 ($)	Value on Sep 30 ($)
BASIN WATER INC (DELA)							
Symbol BWTRQ Exchange OTC	Nov 3, 06		2,000 000	8 180	16,360 00	0.034	68 00
	Mar 30, 07		3,000 000	6 856	20,570 00	0 034	102 00
Security total			5,000 000		36,930 00		170 00
BOSTON SCIENTIFIC CORP							
Symbol BSX Exchange NYSE	Dec 5, 05		2,000 000	26 260	52,520 00	10 590	21,180 00
	Jun 27, 06		1,000 000	16 560	16,560 00	10 590	10,590 00
	Oct 19, 06		2,000 000	16 040	32,080 00	10 590	21,180 00
Security total			5,000 000		101,160 00		52,950 00
BRISTOL MYERS SQUIBB CO							
Symbol BMY Exchange NYSE							
EAI $2,480 Current yield 5 51%	Sep 7, 06		2,000 000	22 830	45,660 00	22 520	45,040 00
CITIGROUP INC							
Symbol C Exchange NYSE	Jan 24, 08		1,000 000	27 080	27,080 00	4 840	4,840 00
	Feb 13, 08		2,000 000	26 050	52,100 00	4 840	9,680 00
	Jun 24, 08		2,000 000	18 867	37,734 85	4 840	9,680 00
	Jul 31, 08		2,000 000	18 438	36,877 99	4 840	9,680 00
Security total			7,000 000		153,792 84		33,880 00
DOW CHEMICAL							
Symbol DOW Exchange NYSE							
EAI $3,000 Current yield 2 30%	Oct 27, 05		1,000 000	45 400	45,400 00	26 070	26,070 00
	Feb 1, 06		2,000 000	42 034	84,068 00	26 070	52,140 00
	Sep 3, 08		2,000 000	34 836	69,673 00	26 070	52,140 00
Security total			5,000 000		199,141 00		130,350 00
DUKE ENERGY HOLDING CORP NEW							
Symbol DUK Exchange NYSE							
EAI $9,600 Current yield 6 10%	Nov 19, 03	(2)	2,000 000	10 175	38,503.69	15 740	31,480 00
	Jul 16, 04	(2)	3,000 000	11 941	57,755.53	15 740	47,220 00
	Apr 29, 09		5,000 000	13 925	69,627 50	15 740	78,700 00
Security total			10,000 000		165,886.72		157,400 00
DYNEGY INC NEW (DELA) CL A							
Symbol DYN Exchange NYSE	Jan 22, 08		3,000 000	6 509	19,529 70	2 550	7,650 00
	Jan 24, 08		5,000 000	6 400	32,000 00	2 550	12,750 00
	Jul 31, 08		2,000 000	6 785	13,570 84	2 550	5,100 00

Account name: THOMAS FAMILY FOUNDATION
Friendly account name. Foundation
Account number: Y4 37443 0B

Your Financial Advisor:
JOHN Q SMITH
312-525-7400/888-827-8469

THE THOMAS FAMILY FOUNDATION,
ID # 36-4311966
FYE 9/30/09

Your assets › **Equities** › **Common stock** (continued)

Holding	Trade date		Number of shares	Purchase price per share ($)	Cost basis ($)	Price per share on Sep 30 ($)	Value on Sep 30 ($)
	Aug 12, 08		5,000 000	5 950	29,751.50	2 550	12,750 00
	Sep 9, 08		5,000 000	4 939	24,695 00	2 550	12,750 00
	Sep 10, 08		5,000 000	4 749	23,745 00	2.550	12,750 00
	Oct 8, 08		5,000.000	2 550	12,751 50	2 550	12,750 00
Security total			30,000 000		156,043 54		76,500 00
EL PASO CORP							
Symbol EP Exchange NYSE							
EAI $3,200 Current yield 1.94%	Jun 17, 05	(D)	5,000 000	11 440	76,650.00	10 320	51,600.00
	Aug 12, 08		5,000 000	16 496	82,484 43	10 320	51,600 00
	Sep 2, 08		2,000 000	16 019	32,039 78	10 320	20,640 00
	Sep 9, 08		2,000 000	14 450	28,900 60	10 320	20,640 00
	Sep 10, 08		2,000 000	13 850	27,700 60	10 320	20,640 00
Security total			16,000 000		247,775.41		165,120 00
FANNIE MAE							
Symbol FNM Exchange NYSE	Dec 21, 07		2,000 000	36 417	72,834 00	1 520	3,040 00
	Jan 24, 08		2,000 000	33 255	66,510 00	1 520	3,040 00
Security total			4,000 000		139,344 00		6,080 00
GENL ELECTRIC CO							
Symbol GE Exchange NYSE							
EAI $2,000 Current yield 2 44%	May 29, 08		2,000 000	30 609	61,219 26	16 420	32,840 00
	Jun 24, 08		2,000 000	27 499	54,998 56	16 420	32,840 00
	Jul 31, 08		1,000 000	28 558	28,558 50	16 420	16,420 00
Security total			5,000 000		144,776 32		82,100 00
GREAT PLAINS ENERGY INC							
Symbol GXP Exchange NYSE							
EAI $2,131 Current yield 4 62%	Jul 15, 08		2,568 000	25 740	66,100 32	17 950	46,095 60
LABRANCHE & CO							
Symbol LAB Exchange NYSE	Jun 6, 06		2,000 000	12 786	25,573 94	3 400	6,800 00
	Jul 27, 06		2,000 000	9 490	18,980 00	3 400	6,800 00
Security total			4,000 000		44,553 94		13,600 00
MARVELL TECHNOLOGY GROUP LTD							
Symbol MRVL Exchange OTC	Apr 5, 07		2,500 000	17 050	42,625 00	16 190	40,475 00

UBS

Friendly account name. Foundation
Account number. Y4 37443 0B

THE THOMAS FAMILY FOUNDATION, INC.
ID # 36-4311866
FYE 9/30/09

Your assets › Equities › Common stock (continued)

Holding	Trade date		Number of shares	Purchase price per share ($)	Cost basis ($)	Price per share on Sep 30 ($)	Value on Sep 30 ($)
MICROSOFT CORP							
Symbol. MSFT Exchange OTC							
EAI $7,800 Current yield 2 02%	Sep 18, 01		2,000 000	27 120	54,240 00 [1]	25 720	51,440 00
	Mar 23, 04	(D)	2,000 000	24 570	71,900.00	25 720	51,440 00
	Apr 20, 04	(D)	1,000 000	25 779	35,950.00	25 720	25,720 00
	Apr 20, 04		1,000 000	25 809	25,809 00	25 720	25,720 00
	Jan 20, 06	(D)	5,000.000	26 550	179,750.00	25 720	128,600 00
	May 16, 06	(D)	1,000 000	22 940	35,950.00	25 720	25,720 00
	Jun 14, 06	(D)	1,000 000	21 850	35,950.00	25 720	25,720 00
	Nov 18, 08		2,000 000	19 320	38,640 00	25 720	51,440 00
Security total			15,000 000		478,189.00		385,800 00
PENN WEST ENERGY TRUST UNIT ORD							
Symbol PWE Exchange NYSE							
EAI $11,683 Current yield 10.54%	Aug 7, 07		2,000 000	29 796	59,592 00	15 840	31,680 00
	Jan 3, 08		2,000 000	27 012	54,025 17	15 840	31,680 00
	Apr 23, 09		3,000 000	10 829	32,489 00	15 840	47,520 00
Security total			7,000 000		146,106 17		110,880 00
PFIZER INC							
Symbol. PFE Exchange NYSE							
EAI $2,560 Current yield 3 87%	Mar 23, 04		1,000 000	34 070	34,070 00	16 550	16,550 00
	Apr 20, 04		1,000 000	37 230	37,230 00	16 550	16,550 00
	Jan 20, 05		2,000 000	24 890	49,780 00	16 550	33,100 00
Security total			4,000 000		121,080 00		66,200 00
TIME WARNER CABLE INC							
Symbol TWC Exchange NYSE	Sep 18, 01		83 000	92 209	7,653 42	43 090	3,576 47
	Jan 30, 02		83 000	75 396	6,257 87	43 090	3,576 47
	Jan 30, 02		1 000	82 740	82 74	43 090	43 09
	Feb 14, 07		241 000	122 738	29,580 00	43 090	10,384 69
	Mar 6, 07		425 000	111 089	47,212 95	43 090	18,313 25
Security total			833 000		90,786 98		35,893 97
TIME WARNER INC NEW							
Symbol TWX Exchange NYSE							
EAI $500 Current yield 2 61%	Sep 18, 01		333 000	70 247	23,392 52 [1]	28 780	9,583 74

Account name: THOMAS FAMILY FOUNDATION
Friendly account name: Foundation
Account number: Y4 37443 0B

Your Financial Advisor:
JOHN Q SMITH
312-525-7400/888-827-8469

THE THOMAS FAMILY FOUNDATION;
ID # 36-4311866
FYE 9/30/09

Your assets › **Equities** › Common stock (continued)

Holding	Trade date	Number of shares	Purchase price per share ($)	Cost basis ($)	Price per share on Sep 30 ($)	Value on Sep 30 ($)
	Jan 30, 02	333 000	57 438	19,127 03 [1]	28 780	9,583 74
Security total		666 000		42,519 55		19,167 48
WASH MUTUAL INC						
Symbol. WAMUQ Exchange· OTC	Oct 25, 07	3,000 000	27 875	83,626 00	0 245	735 00
	Dec 7, 07	1,000 000	19 650	19,650 00	0 245	245 00
	Jan 24, 08	2,000 000	16 046	32,093 00	0 245	490 00
Security total		6,000 000		135,369 00		1,470 00
Total				$ 3,220,637.51		**$1,831,972.05**

Closed end mutual funds

Holding	Trade date	Number of shares	Purchase price per share ($)	Cost basis ($)	Price per share on Sep 30 ($)	Value on Sep 30 ($)
EATON VANCE TAX MANAGED DIVERSIFIED EQUITY INCOME FUND Symbol ETY Exchange NYSE EAI $9,250 Current yield 14 45%	Aug 16, 07	5,000 000	15 937	79,686 00	12 800	64,000.00
EATON VANCE TAX MANAGED GLOBAL DIVERSIFIED EQUITY INCOME FUND Symbol EXG Exchange NYSE EAI $9,500 Current yield 15 50%	Aug 27, 08	5,000 000	13 543	67,715 00	12 260	61,300 00
ISHARES INC MSCI SOUTH KOREA INDEX FD Symbol EWY Exchange NYSE EAI $2,010 Current yield 0 85%	Aug 20, 08	3,000 000	47 231	141,695 68	47 380	142,140 00
	Aug 27, 08	2,000 000	44 456	88,912 53	47 380	94,760 00
Security total		5,000 000		230,608 21		236,900 00
ISHARES INC MSCI BRAZIL (FREE) INDEX FD Symbol EWZ Exchange NYSE EAI $2,490 Current yield 1 23%	Aug 20, 08	1,000 000	72 476	72,476 75	67 640	67,640 00

UBS

Friendly account name: Foundation
Account number: Y4 37443 0B

THE THOMAS FAMILY FOUNDATION, INC.
ID # 36-4311966
FYE 9/30/09

Your assets › Equities › Closed end mutual funds (continued)

Holding	Trade date	Number of shares	Purchase price per share ($)	Cost basis ($)	Price per share on Sep 30 ($)	Value on Sep 30 ($)
	Apr 15, 09	2,000 000	43 362	86,724 00	67 640	135,280 00
Security total		3,000 000		159,200 75		202,920 00
ISHARES FTSE/XINHUA CHINA 25 INDEX FUND						
Symbol FXI Exchange NYSE						
EAI $3,918 Current yield 1 60%	Aug 20, 08	2,000 000	41 116	82,233 93	40 920	81,840 00
	Oct 10, 08	2,000 000	27 450	54,900 00	40 920	81,840 00
	Apr 15, 09	2,000 000	32 770	65,540 00	40 920	81,840 00
Security total		6,000 000		202,673 93		245,520 00
Total				A # 739,883.89		B $810,640.00

Mutual funds

Total reinvested is the total of all reinvested dividends It does not include any cash dividends It is not a tax lot for the purposes of determining holding periods or cost basis The shares you receive each time you reinvest dividends become a separate tax lot

Cost basis is the total purchase cost of the security, including reinvested dividends The cost basis may need to be adjusted for return of capital payments in order to determine the adjusted cost basis for tax reporting purposes

Unrealized gain or loss is the difference between the current value and the cost basis The unrealized gain or loss may need to be adjusted for return of capital payments in order to determine the realized gain or loss for tax reporting purposes

Investment return is the current value minus the amount you invested It does not include any cash dividends that were not reinvested

Holding	Number of shares	Purchase price per share ($)	Client investment ($)	Cost basis ($)	Price per share on Sep 30 ($)	Value on Sep 30 ($)
BLACKROCK EUROFUND INSTITUTIONAL						
Trade date Sep 19, 00	1,099 206	30 613	33,650 00	33,650 00 [1]	13 440	14,773 33
Total reinvested	240 080	19 880		4,772 91	13 440	3,226 67
EAI $533 Current yield 2 96%						
Security total	1,339 286		33,650 00	A 38,422 91		B 18,000 00

[1] Indicates cost basis information has been provided by a source other than UBS Financial Services

TOTAL - ΣA + ΣB $ 778,306.80 $ 828,640.00

Account name: THOMAS FAMILY FOUNDATION
Friendly account name: Foundation
Account number: Y4 37443 08

Your Financial Advisor:
JOHN Q SMITH
312-525-7400/888-827-8469

THE THOMAS FAMILY FOUNDATION, INC
ID #36-4311966
FYE 9/30/09

Your assets › Equities (continued)

Short options

Holding	Trade date	Number of contracts	Sale price per contract ($)	Sale proceeds ($)	Price per contract on Sep 30 ($)	Contract premium ($)	Value on Sep 30 ($)
CALL ISHARES INC MSCI SO							
DUE 10/17/09 48.000							
Expires Oct 09							
Symbol EHTJV Exchange AMEX	Sep 22, 09	-25 000	1 350	-3,374 91	100 000	1.000	-2,500 00
CALL ISHARES INC MSCI BR							
DUE 10/17/09 64 000							
Expires Oct 09							
Symbol EWZJQ Exchange AMEX	Sep 15, 09	-20 000	2 500	-4,999 87	440 000	4 400	-8,800 00
	Sep 16, 09	-10 000	2 950	-2,949 92	440 000		-4,400 00
Security Total		-30 000		-7,949 79			-13,200 00
CALL ISHARES FTSE/XINHUA							
DUE 10/17/09 43 000							
Expires Oct 09							
Symbol FXIJQ Exchange AMEX	Sep 15, 09	-30 000	1.300	-3,899 89	35 000	0 350	-1,050 00
CALL ISHARES FTSE/XINHUA							
DUE 10/17/09 44 000							
Expires Oct 09							
Symbol FXIJR Exchange AMEX	Sep 16, 09	-30 000	1 200	-3,599 90	20 000	0 200	-600 00
Total				**-$18,824.49**			**-$17,350.00**

UBS

Investment Account
September 2009

Account name: THOMAS FAMILY FOUNDATION
Friendly account name: Cash Fdn
Account number: Y4 37744 0B

Your Financial Advisor:
JOHN Q SMITH
312-525-7400/888-827-8469

The Thomas Family Foundation, Inc.
ID #36-4311966
FYE 9/30/09

Your assets

Some prices, income and current values shown may be approximate As a result, gains and losses may not be accurately reflected See *Important information about your statement* at the end of this document for more information

Equities

Common stock

Holding	Trade date	Number of shares	Purchase price per share ($)	Cost basis ($)	Price per share on Sep 30 ($)	Value on Sep 30 ($)
ADELPHIA RECOVERY TRUST Symbol ADPAJ Exchange OTC	Feb 14, 07	38,860 000	0 560	21,761 60	0 130	5,051 80
AMERICAN CAPITAL LTD Symbol: ACAS Exchange OTC	Nov 16, 07	5,000 000	39 916	197,180.00	3 230	16,150 00

THE THOMAS FAMILY FOUNDATION, INC.
ID #36-4311966
FYE 9/30/09

Your assets › **Equities** › **Common stock** (continued)

Holding	Trade date	Number of shares	Purchase price per share ($)	Cost basis ($)	Price per share on Sep 30 ($)	Value on Sep 30 ($)
	Earnings	1,373 000	3 219	4,420 92	3 230	4,434 79
Security total		6,373 000		201,570.92		20,584 79
GT SOLAR INTL INC						
Symbol SOLR Exchange OTC	Jul 23, 08	3,500 000	16 500	57,750 00	5 810	20,335 00
	Jul 9, 09	1,500 000	4 945	7,720 65	5 810	8,715 00
Security total		5,000 000		65,470 65		29,050 00
Total				$288,803.17		**$54,686.59**

Closed end mutual funds

Holding	Trade date	Number of shares	Purchase price per share ($)	Cost basis ($)	Price per share on Sep 30 ($)	Value on Sep 30 ($)
PROSHARES TRUST PROSHARES ULTRA FINANCIALS Symbol UYG Exchange NYSE EAI $170 Current yield 0 58%	Jun 5, 08	2,000 000	29 081	58,162 89	5 910	11,820 00
	Jun 9, 08	2,000 000	25 430	50,860 00	5 910	11,820 00
	Aug 20, 08	1,000 000	19 400	19,400 00	5 910	5,910 00
Security total		5,000 000		128,422 89		29,550 00

TOTAL CORPORATE STOCKS $417,226.06 $84,236.59

Fixed income

Corporate bonds and notes

Prices are obtained from independent quotation bureaus that use computerized valuation formulas to calculate current values--Actual market values may vary and thus gains/losses may not be accurately reflected. Cost basis has been adjusted for accreted original issue discount (OID) If you have made a tax election to deduct the premium amortization on taxable debt securities, yo cost basis for the bond premium amortization

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Cost basis ($)	Price on Sep 30 ($)	Value on Sep 30 ($)
SLM CORP NTS RATE 04 500% MATURES 07/26/10 ACCRUED INTEREST $400 00 Moody Ba1 S&P BBB- EAI $2,250 Current yield 4 63%	Feb 28, 08	50,000 000	91 650	45,830 25	97 166	48,583 00

Account name: THOMAS FAMILY FOUNDATION
Friendly account name: Cash Fdn
Account number: Y4 37744 0B

THE THOMAS FAMILY FOUNDATION, INC.
I.D.# 36-4311566
FYE 8/31/08

Your Financial Advisor:
JOHN Q SMITH
312-525-7400/888-827-8469

Your assets › Fixed income › Corporate bonds and notes (continued)

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Cost basis ($)	Price on Sep 30 ($)	Value on Sep 30 ($)
MOTOROLA INC NOTES RATE 07 625% MATURES 11/15/10 ACCRUED INTEREST $457.50 Moody Baa3 S&P BB+ EAI $1,220 Current yield 7 32%	May 10, 01	16,000 000	97 957	15,673 26 [1]	104 125	16,660 00
ISTAR FINANCIAL INC NTS RATE 05 800% MATURES 03/15/11 ACCRUED INTEREST $845 83 Moody Ca S&P CCC+ EAI $2,900 Current yield 8 17%	Feb 28, 08	50,000 000	92 648	46,329 25	71 000	35,500 00
WASHINGTON MUT 6 875% 061511 DTD062001 FC121501 ACCRUED INTEREST $802 08 Moody WR S&P. Not rated EAI $2,750 Current yield 50 00%	Feb 28, 08	40,000.000	95 000	38,005 25	0 250	100 00
SPRINT CAPITAL CORP MW+45BP NTS RATE 08 375% MATURES 03/15/12 ACCRUED INTEREST $348 96 Moody Ba2 S&P BB EAI $8,375 Current yield 8 11%	Feb 27, 08	100,000 000	103 154	103,159 25	103 250	103,250 00
DOW CHEMICAL CO NTS CALL@MW+50BP RATE 07 600% MATURES 05/15/14 INTEREST EARNED FROM 05/13/09 1ST INTEREST PAYMENT 11/15/09 ACCRUED INTEREST $7,230 55 Moody Baa3 S&P. BBB- EAI $19,000 Current yield 6 87%	May 14, 09	250,000 000	99 770	249,430 25	110 625	276,562 50

UBS

Friendly account name: Cash Fdn
Account number: Y4 37744 0B

THE THOMAS FAMILY FOUNDATION, INC
ID # 36-4311966
FYE 9/30/09

Your assets › Fixed income › Corporate bonds and notes (continued)

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Cost basis ($)	Price on Sep 30 ($)	Value on Sep 30 ($)
SPRINT NEXTEL CORP W +30BPS RATE 06 000% MATURES 12/01/16 ACCRUED INTEREST $1,983 33 Moody Ba2 S&P. BB EAI $6,000 Current yield 6 72%	Jun 27, 07	100,000 000	96 151	96,156 25	89 250	89,250 00
Total		**$706,000.000**		**$594,583.76**		**$569,905.50**

Account name: THOMAS FAMILY FOUNDATION
Friendly account name: Cash Fdn
Account number: Y4 37744 0B

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JOHN Q SMITH
312-525-7400/888-827-8469

THE THOMAS FAMILY FOUNDATION, INC.
ID# 36-4311966
FYE 9/30/09

Your assets › Fixed income (continued)

Preferred securities

Holding	Trade date	Number of shares	Purchase price per share ($)	Cost basis ($)	Price per share on Sep 30 ($)	Value on Sep 30 ($)
AIG INCORPORATED 6.450% SERIES A-4 DUE 06/15/2077 CALLABLE Symbol AFF Exchange NYSE EAI $6,452 Current yield: 13 41%	Jun 1, 07	4,000 000	25 000	100,000.00	12.030	48,120.00
GENL ELEC CAP SERIES A 6.45% DUE 6/15/46 CALL 6/15/11@25 00 Symbol GER Exchange. NYSE EAI $16,130 Current yield 6 48%	Jun 9, 06	10,000 000	25 000	250,000 00	24 890	248,900 00
HSBC HOLDINGS 8 125% PERPETUAL, CALLABLE Symbol HCS Exchange NYSE EAI. $8,124 Current yield 7 86%	Apr 2, 08	4,000 000	25 000	100,000 00	25 840	103,360 00
MORGAN STANLEY CAP TR VIII 6 450% DUE 04/15/67 CALLABLE Symbol MSK Exchange OTC EAI: $14,517 Current yield 7 39%	Apr 19, 07	9,000 000	25 000	225,000 00	21 830	196,470 00
ROYAL BK SCOTLAND GROUP PLC SER R 6 125% PREFERRED CLBL PAR VALUE - 25 00 USD Symbol RBSPRR Exchange NYSE EAI $6,124 Current yield 15 11%	Dec 15, 06	4,000 000	25 000	100,000.00	10 130	40,520 00
Total				**$775,000.00**		**$637,370.00**

Form **8868**
(Rev April 2009)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ► [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension – check this box and complete Part I only ► [ ]

All other corporations (including 1120-C filers), partnerships, REMICS, and trusts must use Form 7004 to request an extension of time to file income tax returns

Electronic Filing *(e-file)*. Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868 For more details on the electronic filing of this form, visit *www.irs gov/efile* and click on *e-file for Charities & Nonprofits.*

Type or print File by the due date for filing your return See instructions	Name of Exempt Organization	Employer identification number
	THE THOMAS FAMILY FOUNDATION, INC.	36-4311966
	Number, street, and room or suite number If a P.O box, see instructions: P.O. BOX 30580	
	City, town or post office, state, and ZIP code For a foreign address, see instructions: FT. LAUDERDALE, FL 33303	

Check type of return to be filed (file a separate application for each return):

[ ] Form 990	[ ] Form 990-T (corporation)	[ ] Form 4720
[ ] Form 990-BL	[ ] Form 990-T (section 401(a) or 408(a) trust)	[ ] Form 5227
[ ] Form 990-EZ	[ ] Form 990-T (trust other than above)	[ ] Form 6069
[X] Form 990-PF	[ ] Form 1041-A	[ ] Form 8870

- The books are in the care of ► ALFRED THOMAS

Telephone No ► 954-524-3643 FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box. ► [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box . ► [ ] If it is for part of the group, check this box. ► [ ] and attach a list with the names and EINs of all members the extension will cover.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 5/15, 20 10, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

► [ ] calendar year 20___ or
► [X] tax year beginning 10/01, 20 08, and ending 9/30, 20 09

2 If this tax year is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	3a	$ 2,186.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit	3b	$ 13,207.
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	$ 0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions