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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

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 09-30-2009

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.

Name of foundation
WARSH MOTT LEGACY

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
469 BOHEMIAN HIGHWAY

City or town, state, and ZIP code
FREESTONE, CA 954729579

A Employer identification number
68-0049658

B Telephone number (see the instructions)
(707) 874-2942

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 foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 25,695,233

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 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)	1,207,057			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	1,127	1,127		
	4	Dividends and interest from securities	516,822	516,822		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-333			
	b	Gross sales price for all assets on line 6a 6,212,704				
	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 or (loss) (attach schedule)				
	11	Other income (attach schedule)	60,092	36,462		
	12	**Total.** Add lines 1 through 11	1,784,765	554,411	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	91,518	3,115		88,403
	14	Other employee salaries and wages	196,902	1,104		195,798
	15	Pension plans, employee benefits	104,030	1,264		102,766
	16a	Legal fees (attach schedule)	30,027			30,027
	b	Accounting fees (attach schedule)	2,430	1		2,429
	c	Other professional fees (attach schedule)	45,090	33,521		11,569
	17	Interest				
	18	Taxes (attach schedule) (see the instructions)	19,590	16,548		2,842
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy	14,300			14,300
	21	Travel, conferences, and meetings	46,040			46,040
	22	Printing and publications	2,410			2,410
	23	Other expenses (attach schedule)	96,149	73,169		22,980
	24	**Total operating and administrative expenses.** Add lines 13 through 23	648,486	128,722	0	519,564
	25	Contributions, gifts, grants paid	1,154,170			1,154,170
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,802,656	128,722	0	1,673,734
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-17,891			
	b	**Net investment income** (if negative, enter -0-)		425,689		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets 1	Cash—non-interest-bearing	911	5,071	5,071
2	Savings and temporary cash investments	991,402	518,296	518,296
3	Accounts receivable ▶ 25,746			
	Less allowance for doubtful accounts ▶		25,746	25,746
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 schedule) ▶			
	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)	20,339,525	20,320,091	18,766,318
c	Investments—corporate bonds (attach schedule)	4,080,189	3,970,523	3,993,574
11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	2,737,766	2,936,449	2,386,228
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)	28,149,793	27,776,176	25,695,233
Liabilities 17	Accounts payable and accrued expenses	373,721		
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 ▶)	868,942	924,876	
23	**Total liabilities** (add lines 17 through 22)	1,242,663	924,876	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
27	Capital stock, trust principal, or current funds	2,567,576	2,567,576	
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	24,339,554	24,283,724	
30	**Total net assets or fund balances** (see the instructions)	26,907,130	26,851,300	
31	**Total liabilities and net assets/fund balances** (see the instructions)	28,149,793	27,776,176	

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	26,907,130
2	Enter amount from Part I, line 27a	2	-17,891
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	26,889,239
5	Decreases not included in line 2 (itemize) ▶	5	37,939
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	26,851,300

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 Additional Data Table			
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	See Additional Data Table			
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	See Additional Data Table			
b				
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	-333
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 (col (b) divided by col (c))
2007	1,751,756	29,383,087	0 059618
2006	878,849	28,035,772	0 031347
2005	834,495	23,290,092	0 035830
2004	720,071	21,041,143	0 034222
2003	2,759,257	20,693,035	0 133342

2	**Total** of line 1, column (d).	2	0 294359
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 058872
4	Enter the net value of noncharitable-use assets for 2008 from Part X, line 5.	4	21,080,042
5	Multiply line 4 by line 3.	5	1,241,024
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	4,257
7	Add lines 5 and 6.	7	1,245,281
8	Enter qualifying distributions from Part XII, line 4.	8	1,673,734

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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 ▶ ☑ and enter 1% of Part I, line 27b	1	4,257
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	4,257
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	4,257
6	Credits/Payments		
a	2008 estimated tax payments and 2007 overpayment credited to 2008 — 6a — 28,282		
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	28,282
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid.** ▶	10	24,025
11	Enter the amount of line 10 to be **Credited to 2009 estimated tax** ▶ 24,025 **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1b		No
	*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		No
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		No
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		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
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	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see the instructions) ▶CA			
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	Yes	
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		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

Part VII-A Statements Regarding Activities Continued

		Line	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 page 20 of the instructions)	11a		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Web site address ▶www csfund org

14 The books are in care of ▶ROXANNE TURNAGE Telephone no ▶(707) 874-2942

Located at ▶469 BOHEMIAN HIGHWAY FREESTONE CA ZIP+4 ▶954729579

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

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

			Line	Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☑ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)?		1b		No
	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		No
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		
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		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		No
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		No

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 the instructions)? **5b**

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

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

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**

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

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
See Additional Data Table				

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

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

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

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

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

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

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

Part IX-A **Summary of Direct Charitable Activities**

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

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

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

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	19,016,672
b	Average of monthly cash balances		1b	1,050,224
c	Fair market value of all other assets (see the instructions)		1c	1,334,162
d	**Total** (add lines 1a, b, and c)		1d	21,401,058
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	21,401,058
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see the instructions)		4	321,016
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	21,080,042
6	**Minimum investment return.** Enter 5% of line 5		6	1,054,002

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	1,054,002
2a	Tax on investment income for 2008 from Part VI, line 5	2a 4,257		
b	Income tax for 2008 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	4,257
3	Distributable amount before adjustments Subtract line 2c from line 1		3	1,049,745
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	1,049,745
6	Deduction from distributable amount (see the instructions)		6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	1,049,745

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	1,673,734
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	1,673,734
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	4,257
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,669,477

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					1,049,745
2 Undistributed income, if any, as of the end of 2007					
a Enter amount for 2007 only.				587,423	
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.					
d From 2006.					
e From 2007.					
f **Total** of lines 3a through e.					
4 Qualifying distributions for 2008 from Part XII, line 4 ▶ $ 1,673,734					
a Applied to 2007, but not more than line 2a				587,423	
b Applied to undistributed income of prior years (Election required—see the instructions). . . .					
c Treated as distributions out of corpus (Election required—see the instructions).					
d Applied to 2008 distributable amount.					1,049,745
e Remaining amount distributed out of corpus		36,566			
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		36,566			
b Prior years' undistributed income Subtract line 4b from line 2b					
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.					
d Subtract line 6c from line 6b Taxable amount—see the instructions					
e Undistributed income for 2006 Subtract line 4a from line 2a Taxable amount—see the instructions					
f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2008					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see the instructions)					
8 Excess distributions carryover from 2002 not applied on line 5 or line 7 (see page 27 of the instructions)					
9 **Excess distributions carryover to 2008.** Subtract lines 7 and 8 from line 6a		36,566			
10 Analysis of line 9					
a From 2004.					
b From 2005.					
c From 2006.					
d From 2007.					
e From 2008.	36,566				

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

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

b Check box to indicate whether the organization 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	
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 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))

MARYANNE MOTT

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

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

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

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

See Additional Data Table

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

See Additional Data Table

c Any submission deadlines

See Additional Data Table

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

See Additional Data Table

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 Additional Data Table				
Total . . . . ▶ **3a**				1,154,170
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See the instructions)
1 Program service revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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	1,127	
4 Dividends and interest from securities. . . .			14	516,822	
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.			14	36,462	
8 Gain or (loss) from sales of assets other than inventory			18	-333	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a FEDERAL EXCISE TAX REFUND			01	23,630	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				577,708	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 577,708

(See worksheet in line 13 instructions 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 organization's exempt purposes (other than by providing funds for such purposes) (See the instructions)

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 organization to a noncharitable exempt organization of			
	(1) Cash	1a(1)		No
	(2) Other assets	1a(2)		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		No
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		No
	(3) Rental of facilities, equipment, or other assets	1b(3)		No
	(4) Reimbursement arrangements	1b(4)		No
	(5) Loans or loan guarantees	1b(5)		No
	(6) Performance of services or membership or fundraising solicitations	1b(6)		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		No

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 organization 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

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

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

******	2010-05-10	******
Signature of officer or trustee	Date	Title

Paid Preparer's Use Only

		Date	Check if self-employed ☐	Preparer's SSN or PTIN (See **Signature** in the instructions)
Preparer's Signature	ROBERT T BROWNLEE JR			
Firm's name (or yours if self-employed), address, and ZIP code	MFO EFILING SERVICES CO 111 E COURT STREET SUITE 3D FLINT, MI 485021649		EIN Phone no (810) 767-0136	

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Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, 990-EZ, and 990-PF.**
▶ **See separate instructions.**

OMB No 1545-0047

2008

Name of organization
WARSH MOTT LEGACY

Employer identification number
68-0049658

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)

Name of organization
WARSH MOTT LEGACY

Employer identification number
68-0049658

Part I **Contributors** (see Instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	Maryanne Mott 469 Bohemian Hwy Freestone, CA 954729579	$ 87,057	Person ☑ Payroll ☐ Noncash ☑ (Complete Part II if there is a noncash contribution)
2	Maryanne Mott 469 Bohemian Hwy Freestone, CA 954729579	$ 1,120,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization
WARSH MOTT LEGACY

Employer identification number
68-0049658

Part II **Noncash Property** (see Instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	1800 shs Covidien Ltd	$ 87,057	2008-10-17
		$	
		$	
		$	
		$	
		$	

Name of organization
WARSH MOTT LEGACY

Employer identification number
68-0049658

Part III *Exclusively* **religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than $1,000 for the year.** (Complete columns **(a)** through **(e) and** the following line entry)
For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **$1,000 or less** for the year (Enter this information once See instructions) ▶ $

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

TY 2008 Accounting Fees Schedule

Name: WARSH MOTT LEGACY

EIN: 68-0049658

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MFO Management Fees - Accounting	1,763	0	0	1,763
OUTSIDE AUDITOR	559	0	0	559
PAYROLL SERVICES	108	1	0	107

TY 2008 General Explanation Attachment

Name: WARSH MOTT LEGACY

EIN: 68-0049658

Identifier	Return Reference	Explanation
STATEMENT REGARDING REIMBURSEMENT OF OFFICER/TRUSTEE COMPENSATION	FORM 990PF, PAGE 1, PART I, LINE 13, COLUMN A	THIS FOUNDATION SHARES FACILITIES AND PERSONNEL WITH ANOTHER PRIVATE FOUNDATION TO WHICH T HIS FOUNDATION MAKES REIMBURSEMENT FOR ITS SHARE OF EXPENSES INCLUDING COMPENSATION ALL C OMPENSATION OF PERSONNEL IS REPORTED UNDER THE NAME AND FEDERAL IDENTIFICATION NUMBER OF T HE OTHER FOUNDATION (FEI#95-3607882) ACCORDINGLY, OFFICER/TRUSTEE COMPENSATION HAS BEEN R EPORTED IN FULL ON PART VIII OF THAT FOUNDATION'S FORM 990PF IN ADDITION, THE REIMBURSEME NT IS ALSO BEING REPORTED ON THIS FORM 990PF, PART VIII TOTAL REIMBURSEMENT REPORTED ON PA RT VIII 91,518 =========SIMILARLY, COMPENSATION OF ALL OTHER PERSONNEL IS REPORTED ON PART I TO THE EXTENT OF THE REIMBURSEMENT AS FOLLOWS TOTAL REIMBURSEMENT REPORTED ON PART I, L INE 14, COLUMN A 196,902 =========

TY 2008 Investments Corporate Bonds Schedule

Name: WARSH MOTT LEGACY

EIN: 68-0049658

Name of Bond	End of Year Book Value	End of Year Fair Market Value
17174.587 SHS VANGUARD ADMIRAL EMERGING MARKETS INDEX FUND	500,000	547,526
1816.294 SHS VANGUARD ADMIRAL REIT INDEX FUND	101,059	106,780
47656.855 SHS. VANGUARD ADM INTERM INVEST GRADE BOND FD	438,540	458,459
202861.392 SHS. VANGUARD ADMIRAL SHORT-TERM INVESTMENT GR	2,176,882	2,140,188
139476.761 SHS. VANGUARD ADMIRAL HIGH YIELD CORPORATE FD	754,042	740,621

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TY 2008 Investments Corporate Stock Schedule

Name: WARSH MOTT LEGACY

EIN: 68-0049658

Name of Stock	End of Year Book Value	End of Year Fair Market Value
9700.00 SHS. ALLIED CAPITAL CORPORATION	280,666	29,779
5300.00 SHS. AMERICAN CAPITAL STRATEGIES, LTD	155,485	17,119
276237.851 SHS. HANSBERGER INSTL. EMERGING MARKETS FUND	1,020,390	571,813
55082.817 SHS. TEMPLETON INSTL. EMERGING MARKETS FUND	676,983	732,601
139283.734 SHS. TEMPLETON INSTL. FOREIGN EQUITY FUND	3,474,514	2,720,211
1800 SHS AIR PRODUCTS AND CHEMICALS, INC.	143,163	139,644
1000 SHS APACHE CORPORATION	93,114	91,830
2700 SHS BANK OF NEW YORK MELLON CORPORATION	79,789	78,273
3100 SHS BP PLC	171,945	165,013
2900 SHS CAL-MAINE FOODS, INC.	72,646	77,633
3000 SHS DOW CHEMICAL COMPANY	75,930	78,210
900 SHS FREEPORT-MCMORAN COPPER & GOLD PFD	96,125	92,700
600 SHS FREEPORT-MCMORAN COPPER & GOLD, INC. COMMON	43,384	41,166
2300 SHS ILLINOIS TOOL WORKS INC.	75,527	98,233
2000 SHS KIMBERLY-CLARK CORPORATION	103,915	117,960
1700 SHS MONSANTO COMPANY	134,760	131,580
2700 SHS MOSAIC COMPANY	141,152	129,789
1400 SHS PEPSICO INC.	79,053	82,124
1000 SHS TRANSOCEAN LTD	80,347	85,530
2100 SHS UNITED TECHNOLOGIES CORPORATION	114,403	127,953
2800.00 SHS. UNITED PARCEL SERVICE, INC.	201,150	158,116
4600.00 SHS. MARSH & MCLENNAN COMPANIES, INC.	139,131	113,758
2600.00 SHS. PATTERSON COMPANIES, INC.	87,072	70,850
6900.00 SHS. MICROSOFT CORPORATION	179,684	177,468
2900.00 SHS. NEWFIELD EXPLORATION COMPANY	113,882	123,424
1600.00 SHS. AMGEN INC.	100,030	96,368
4500.00 SHS. E.I. DU PONT DE NEMOURS AND COMPANY	180,156	144,630
2100.00 SHS. BED BATH & BEYOND INC.	73,003	78,834
3700.00 SHS. PENTAIR, INC.	117,590	109,224
5700.00 SHS. QUALCOMM INCORPORATED	205,209	256,386

Name of Stock	End of Year Book Value	End of Year Fair Market Value
11200.00 SHS. EMC CORPORATION	155,310	190,848
3000.00 SHS. ESTEE LAUDER COMPANIES INC.	137,071	111,240
11800.00 SHS. SPRINT NEXTEL CORPORATION	181,917	46,610
2700.00 SHS. ANADARKO PETROLEUM CORPORATION	171,522	169,371
8500.00 SHS. SYMANTEC CORPORATION	147,761	139,995
7800.00 SHS. WYNDHAM WORLDWIDE CORPORATION	202,763	127,296
2700.00 SHS. COVIDIEN LTD	111,174	116,802
2927.888 SHS. ARIEL FUND	134,065	104,760
3464.956 SHS. ARIEL APPRECIATION	139,521	111,433
15100.00 SHS. HAIN CELESTIAL GROUP, INC (THE)	298,079	289,467
3683.627 SHS. CALVERT SOCIAL INVESTMENT FUND EQUITY - A	120,910	107,746
26713.25 SHS. MFO EQUITY FUND	107,690	104,452
14404.135 SHS. VANGUARD FTSE SOCIAL INDEX FUND	108,181	92,186
6800.00 SHS. MASCO CORPORATION	129,158	87,856
4081.847 SHS. DOMINI SOCIAL EQUITY FUND	112,150	100,658
4400.00 SHS. RYLAND GROUP, INC. (THE)	128,796	92,708
8243.09 SHS. SENTINEL SUSTAINABLE EMERGING	104,594	93,559
2300.00 SHS. PEABODY ENERGY CORPORATION	86,244	85,606
7000.00 SHS. GENERAL ELECTRIC COMPANY	149,127	114,940
8700.00 SHS. CISCO SYSTEMS, INC.	201,099	204,798
3700.00 SHS. JPMORGAN CHASE & CO.	169,691	162,134
1800.00 SHS. ABBOTT LABORATORIES	70,408	89,046
3975.00 SHS. TYCO INTERNATIONAL LTD.	153,533	137,058
2800.00 SHS. JOHNSON & JOHNSON	170,989	170,492
7400.00 SHS. INTEL CORPORATION	137,447	144,818
3800.00 SHS. CVS CAREMARK CORPORATION	137,025	135,812
2200.00 SHS. AMERICAN EXPRESS COMPANY	75,189	74,580
4100.00 SHS. JUNIPER NETWORKS, INC.	71,593	110,782
2000.00 SHS. FRANKLIN RESOURCES, INC.	205,466	201,200
4200.00 SHS. UNILEVER N.V.	52,621	121,212

Name of Stock	End of Year Book Value	End of Year Fair Market Value
2300.00 SHS. BEST BUY CO., INC.	89,316	86,296
2200.00 SHS. EXPRESS SCRIPTS, INC.	174,434	170,676
3300.00 SHS. AMERIPRISE FINANCIAL, INC.	111,031	119,889
4600.00 SHS. AT&T INC.	128,299	124,246
2400.00 SHS. SCHLUMBERGER LIMITED	126,764	143,040
6441.00 SHS. PROCTER & GAMBLE COMPANY, THE	367,867	373,063
8300.00 SHS. TARGET CORPORATION	400,114	387,444
2300.00 SHS. STRYKER CORPORATION	7,250	104,489
4400.00 SHS. BB&T CORPORATION	143,027	119,856
2600.00 SHS. COACH, INC.	79,457	85,592
3500.00 SHS. COCA-COLA COMPANY (THE)	181,192	187,950
4500.00 SHS. REGIONS FINANCIAL CORPORATION	95,498	27,945
600.00 SHS. SCHERING-PLOUGH 6% CONV PFD	120,453	145,620
3800.00 SHS. VERIZON COMMUNICATIONS INC.	139,354	115,026
1800.00 SHS. WEYERHAEUSER COMPANY	103,642	65,970
2500.00 SHS. ZIMMER HOLDINGS, INC.	179,037	133,625
1985368.79 SHS. MFO - NORTHPOINTE FUND A	1,705,391	1,897,448
466127.53 SHS. MFO - TOWLE FUND	1,306,316	1,315,990
45457.045 SHS. MFO - WESTFIELD FUND A	1,322,288	1,470,799
33590.025 SHS. SANDS TECHNOLOGY PARTNERS L.P.	858,069	913,670

TY 2008 Investments - Other Schedule

Name: WARSH MOTT LEGACY

EIN: 68-0049658

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
DRAPER FISHER JURVETSON GROWTH FUND LP	FMV	571,051	579,147
CROSSLINK VENTURES V LP	FMV	563,980	656,327
60000000 SHS INTEGRAL CAPITAL PARTNERS IV	FMV	70,483	7,460
90000000 SHS INTEGRAL CAPITAL PARTNERS VI	FMV	133,587	127,831
TGAP VENTURE CAPITAL FUND LP	FMV	249,108	228,725
TGAP VENTURE CAPITAL FUND 11 LP	FMV	274,504	270,298
ARTWORK	AT COST	50,075	150,000
400000 SHS PROLOGIS	FMV	158,556	47,680
2570000 SHS STRATEGIC HOTELS & RESORTS INC	FMV	329,097	66,563
970000 SHS DUKE REALTY CORPORATION	FMV	223,706	116,497
920000 SHS APARTMENT INVESTMENT AND MANAGEMENT COMPA	FMV	312,302	135,700

TY 2008 Legal Fees Schedule

Name: WARSH MOTT LEGACY

EIN: 68-0049658

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	30,027	0	0	30,027

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TY 2008 Other Decreases Schedule

Name: WARSH MOTT LEGACY

EIN: 68-0049658

Description	Amount
Excess of FMV over donor's basis on securities received	37,939

TY 2008 Other Expenses Schedule

Name: WARSH MOTT LEGACY

EIN: 68-0049658

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ORDINARY LOSS FROM SCHEDULE K-1 - TGAP VENTURE CAPITAL FUND	7,151	7,151	0	0
ORDINARY LOSS FROM SCHEDULE K-1 - TGAP II VENTURE CAPITAL FUND	496	496	0	0
PORTFOLIO DEDUCTIONS PER SCH K-1 - INTEGRAL CAPITAL PARTNERS IV	22	22	0	0
PORTFOLIO DEDUCTIONS PER SCH K-1 - INTEGRAL CAPITAL PARTNERS VI	116	116	0	0
PORTFOLIO DEDUCTIONS PER SCH K-1 - MFO WESTFIELD FUND A	12,285	12,285	0	0
PORTFOLIO DEDUCTIONS PER SCH K-1 - SANDS TECHNOLOGY	13,498	13,498	0	0
PORTFOLIO DEDUCTIONS PER SCH K-1 - MFO TOWLE FUND	7,732	7,732	0	0
PORTFOLIO DEDUCTIONS PER SCH K-1 - NORTHPOINTE FUND A	12,799	12,799	0	0
PORTFOLIO DEDUCTIONS PER SCH K-1 - CROSSLINK VENTURES V, L P	4,105	4,105	0	0
INVESTMENT INTEREST PER SCH K-1 - CROSSLINK VENTURES V, L P	454	454	0	0
PORTFOLIO DEDUCTIONS PER SCH K-1 - DRAPER FISHER JURVET	14,504	14,504	0	0
NON-DEDUCTIBLE EXP PER SCH K-1 - DRAPER FISHER JURVET	7	7	0	0
BANK FEES	510	0	0	510
COMPUTER COSTS	6,850	0	0	6,850
OFFICE SUPPLIES	3,340	0	0	3,340
POSTAGE	1,630	0	0	1,630
STATE FILING FEE	20	0	0	20
TELEPHONE	1,950	0	0	1,950
Dues & Memberships	2,380	0	0	2,380
INSURANCE	6,300	0	0	6,300

TY 2008 Other Income Schedule

Name: WARSH MOTT LEGACY

EIN: 68-0049658

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
505501 - Real Estate Investment Trusts	36,462	36,462	0
FEDERAL EXCISE TAX REFUND	23,630	0	23,630

TY 2008 Other Liabilities Schedule

Name: WARSH MOTT LEGACY

EIN: 68-0049658

Description	Beginning of Year - Book Value	End of Year - Book Value
TGAP VENTURE CAPITAL - CAPITAL COMMITMENT	122,500	87,500
DFJ GROWTH FUND - CAPITAL COMMITMENT	420,900	356,700
CROSSLINK VENTURES V - CAPITAL COMMITMENT	325,542	219,426
TGAP VENTURE CAPITAL II - CAPITAL COMMITMENT	0	261,250

TY 2008 Other Professional Fees Schedule

Name: WARSH MOTT LEGACY

EIN: 68-0049658

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MFO Management Fees - Investment	33,500	33,500	0	0
CONSULTING	9,859	0	0	9,859
PENSION ADMINISTRATION	1,731	21	0	1,710

TY 2008 Taxes Schedule

Name: WARSH MOTT LEGACY

EIN: 68-0049658

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAX	200	0	0	0
FOREIGN TAXES WITHHELD	15,861	15,861	0	0
REAL ESTATE TAXES	3,450	608	0	2,842
FOREIGN TAXES - MFO TOWLE FUND	69	69	0	0
FOREIGN TAXES - MFO EQUITY FUND	10	10	0	0

Additional Data

Software ID: 08000094
Software Version: 2008.05050
EIN: 68-0049658
Name: WARSH MOTT LEGACY

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Lines a - d

(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)
CROSSLINK VENTURES V From Sch K-1	P		
CROSSLINK VENTURES V From Sch K-1	P		
Integral Capital Partners IV From Sch K-1	P		
integral Capital Partners VI From Sch K-1	P		
integral Capital Partners VI From Sch K-1	P		
MFO EQUITY Fund From Sch K-1	P		
MFO EQUITY Fund From Sch K-1	P		
MFO NORTHPOINTE FUND A from Sch K-1	P		
MFO NORTHPOINTE FUND A from Sch K-1	P		
MFO Towle Fund A from Sch K-1	P		
MFO Towle Fund A from Sch K-1	P		
MFO Westfield fund A from Sch K-1	P		
MFO Westfield fund A from Sch K-1	P		
Sands Technology Partners, LP from Sch K-1	P	2005-08-29	2008-10-13
Sands Technology Partners, LP from Sch K-1	P	2007-04-25	2008-10-13
TGAP VENTURE CAPITAL FUND FROM K-1	P	2007-03-19	2008-10-13
TGAP VENTURE CAPITAL FUND FROM K-1	P	2007-06-11	2008-10-13
500 000 Shs AMERICAN INTERNATIONAL GROUP, INC	P	2008-10-13	2008-10-13
1700 000 Shs BJ SERVICES COMPANY	P	2007-11-28	2008-10-13
1700 000 Shs BJ SERVICES COMPANY	P	2007-11-21	2008-10-13
1800 000 Shs BJ SERVICES COMPANY	P	2007-09-13	2008-10-13
1800 000 Shs COVIDIEN PLC	P	2007-09-11	2008-10-13
1100 000 Shs COVIDIEN PLC	P	2002-07-26	2008-10-13
3000 000 Shs MOTOROLA, INC	P	2002-06-14	2008-10-13
2900 000 Shs MOTOROLA, INC	P	1992-03-27	2008-10-13
2900 000 Shs MOTOROLA, INC	P	1992-03-27	2008-10-13
400 000 Shs AMERICAN INTERNATIONAL GROUP, INC	P	2002-07-29	2008-10-13
400 000 Shs AMERICAN INTERNATIONAL GROUP, INC	P	2005-10-20	2008-10-29
480 469 Shs AMERICAN INTERNATIONAL GROUP, INC	P	2005-04-20	2008-11-14
869 531 Shs AMERICAN INTERNATIONAL GROUP, INC	P	2007-08-08	2008-11-14

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Lines e - h

(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)
		914	-914
1,969		0	1,969
399		0	399
		385	-385
469		0	469
		2,366	-2,366
		7,667	-7,667
		692,690	-692,690
		194,426	-194,426
		54,600	-54,600
		29,668	-29,668
		214,073	-214,073
423,210		0	423,210
5,179		0	5,179
99,192		0	99,192
68		0	68
985		0	985
1,156		29,797	-28,641
19,007		50,235	-31,228
19,007		46,722	-27,715
20,125		51,561	-31,436
85,837		49,117	36,720
52,456		51,352	1,104
15,957		46,574	-30,617
15,425		49,561	-34,136
15,425		50,155	-34,730
925		21,768	-20,843
925		25,890	-24,965
1,111		4,363	-3,252
2,011		7,895	-5,884

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Lines i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			-914
			1,969
			399
			-385
			469
			-2,366
			-7,667
			-692,690
			-194,426
			-54,600
			-29,668
			-214,073
			423,210
			5,179
			99,192
			68
			985
			-28,641
			-31,228
			-27,715
			-31,436
			36,720
			1,104
			-30,617
			-34,136
			-34,730
			-20,843
			-24,965
			-3,252
			-5,884

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Lines a - d

(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)
1000 000 Shs CVS CAREMARK CORPORATION	P	2003-03-03	2008-11-14
300 000 Shs AMGEN INC	P	2003-02-28	2008-11-14
200 000 Shs LINCOLN NATIONAL CORPORATION	P	1996-07-12	2008-11-14
500 000 Shs UNITEDHEALTH GROUP INCORPORATED	P	2004-04-30	2008-12-02
400 000 Shs LINCOLN NATIONAL CORPORATION	P	2007-11-30	2008-12-02
1200 000 Shs LINCOLN NATIONAL CORPORATION	P	2004-09-28	2008-12-02
2400 000 Shs UNITEDHEALTH GROUP INCORPORATED	P	2004-08-31	2008-12-02
637 872 Shs VANGUARD ADMIRAL SHORT-TERM INVESTMENT GR	P	2008-03-13	2008-12-02
730 633 Shs VANGUARD ADMIRAL SHORT-TERM INVESTMENT GR	P	2007-01-08	2008-12-10
24618 051 Shs VANGUARD ADMIRAL SHORT-TERM INVESTMENT GR	P	2006-10-19	2008-12-10
502 947 Shs VANGUARD ADMIRAL SHORT-TERM INVESTMENT GR	P	2006-12-19	2008-12-10
9930 892 Shs VANGUARD ADMIRAL SHORT-TERM INVESTMENT GR	P	2006-12-20	2008-12-10
1700 000 Shs HALLIBURTON COMPANY	P	2007-09-11	2008-12-10
1400 000 Shs HALLIBURTON COMPANY	P	2007-09-19	2008-12-10
700 000 Shs HALLIBURTON COMPANY	P	2007-11-08	2008-12-10
600 000 Shs HALLIBURTON COMPANY	P	2008-07-29	2008-12-12
700 000 Shs MORGAN STANLEY	P	2008-01-28	2008-12-12
900 000 Shs MORGAN STANLEY	P	2008-01-23	2008-12-15
1000 000 Shs MORGAN STANLEY	P	2008-01-28	2008-12-15
1100 000 Shs YRC WORLDWIDE INC	P	2008-01-22	2008-12-15
1300 000 Shs YRC WORLDWIDE INC	P	2008-03-05	2008-12-15
600 000 Shs YRC WORLDWIDE INC	P	2006-12-21	2008-12-16
700 000 Shs YRC WORLDWIDE INC	P	2007-07-16	2008-12-16
800 000 Shs YRC WORLDWIDE INC	P	2006-02-28	2008-12-16
3400 000 Shs YRC WORLDWIDE INC	P	2006-05-16	2008-12-16
1100 000 Shs BED BATH & BEYOND INC	P	2007-07-16	2008-12-16
1000 000 Shs BED BATH & BEYOND INC	P	2006-02-23	2008-12-16
500 000 Shs PATTERSON COMPANIES, INC	P	2008-11-07	2009-01-06
300 000 Shs PATTERSON COMPANIES, INC	P	2008-01-22	2009-01-23
1300 000 Shs PATTERSON COMPANIES, INC	P	2008-09-30	2009-01-27

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Lines e - h

(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)
29,818		13,297	16,521
17,925		22,337	-4,412
2,919		8,524	-5,605
10,306		23,726	-13,420
5,839		11,561	-5,722
17,517		33,924	-16,407
49,469		9,917	39,552
6,130		6,838	-708
7,021		7,810	-789
236,579		264,014	-27,435
4,833		5,392	-559
95,436		106,161	-10,725
28,111		49,370	-21,259
23,150		40,649	-17,499
11,575		22,606	-11,031
9,922		19,410	-9,488
9,977		44,293	-34,316
12,827		60,254	-47,427
14,253		51,856	-37,603
4,529		18,499	-13,970
5,353		21,428	-16,075
2,297		9,039	-6,742
2,679		11,538	-8,859
3,062		12,080	-9,018
13,014		49,355	-36,341
26,894		42,389	-15,495
24,449		36,051	-11,602
9,011		18,149	-9,138
5,407		10,217	-4,810
23,429		48,706	-25,277

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Lines i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			16,521
			-4,412
			-5,605
			-13,420
			-5,722
			-16,407
			39,552
			-708
			-789
			-27,435
			-559
			-10,725
			-21,259
			-17,499
			-11,031
			-9,488
			-34,316
			-47,427
			-37,603
			-13,970
			-16,075
			-6,742
			-8,859
			-9,018
			-36,341
			-15,495
			-11,602
			-9,138
			-4,810
			-25,277

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Lines a - d

(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)
600 000 Shs PATTERSON COMPANIES, INC	P	2004-06-03	2009-01-27
500 000 Shs FREEPORT-MCMORAN COPPER & GOLD INC	P	2002-07-25	2009-01-27
0 000 Shs BRISTOL-MYERS SQUIBB COMPANY	P	2004-06-03	2009-02-02
2500 000 Shs CITIGROUP INC	P	2004-08-13	2009-02-02
1400 000 Shs WYETH	P	2006-02-14	2009-02-19
2500 000 Shs CITIGROUP INC	P	2005-10-20	2009-02-19
300 000 Shs WYETH	P	2007-07-23	2009-02-19
1100 000 Shs WYETH	P	2007-08-17	2009-02-19
400 000 Shs AMGEN INC	P	2007-07-16	2009-02-19
200 000 Shs AMGEN INC	P	2007-09-27	2009-02-19
900 000 Shs STARBUCKS CORPORATION	P	2002-12-26	2009-02-19
500 000 Shs STARBUCKS CORPORATION	P	2007-11-28	2009-02-26
600 000 Shs STARBUCKS CORPORATION	P	2006-12-15	2009-02-26
500 000 Shs STARBUCKS CORPORATION	P	2006-12-15	2009-02-27
4400 000 Shs EXPRESS SCRIPTS, INC	P	2008-02-27	2009-03-24
1700 000 Shs PENTAIR, INC	P	2008-04-04	2009-04-06
200 000 Shs PENTAIR, INC	P	2008-03-24	2009-04-28
600 000 Shs PENTAIR, INC	P	2007-06-27	2009-04-28
200 000 Shs SCHERING-PLOUGH 6% CONV PFD	P	2007-12-06	2009-04-28
0 000 Shs EL PASO CORPORATION	P	2007-07-16	2009-04-28
1700 000 Shs BANK OF AMERICA CORPORATION	P	2007-04-17	2009-04-28
600 000 Shs BANK OF AMERICA CORPORATION	P	2008-12-11	2009-04-28
1300 000 Shs BANK OF AMERICA CORPORATION	P	2000-12-21	2009-04-28
100 000 Shs RYLAND GROUP, INC (THE)	P	2000-01-11	2009-04-28
1100 000 Shs RYLAND GROUP, INC (THE)	P	2008-11-07	2009-06-10
3100 000 Shs WEATHERFORD INTERNATIONAL LTD	P	2008-06-10	2009-06-12
167 280 Shs BANK OF AMERICA CORPORATION	P	2007-11-21	2009-07-22
1332 720 Shs BANK OF AMERICA CORPORATION	P	2007-07-16	2009-07-22
200 000 Shs FREEPORT-MCMORAN COPPER & GOLD INC	P	2007-11-19	2009-07-22
0 000 Shs AMERICAN INTERNATIONAL GROUP, INC	P	2008-07-31	2009-07-22

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Lines e - h

(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)
10,814		21,990	-11,176
14,947		13,680	1,267
360		0	360
8,383		51,620	-43,237
61,851		50,855	10,996
8,383		71,806	-63,423
12,987		10,897	2,090
47,621		39,026	8,595
22,878		28,934	-6,056
11,439		14,891	-3,452
8,608		25,446	-16,838
4,782		13,240	-8,458
5,739		15,717	-9,978
4,782		13,327	-8,545
247,832		184,250	63,582
35,721		56,125	-20,404
4,202		6,397	-2,195
12,775		19,190	-6,415
42,073		42,151	-78
1,076		0	1,076
14,077		73,234	-59,157
4,968		29,287	-24,319
10,765		59,403	-48,638
2,376		3,731	-1,355
26,133		49,191	-23,058
48,786		33,644	15,142
1,385		3,801	-2,416
11,036		17,347	-6,311
12,009		5,472	6,537
825		0	825

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Lines i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** 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	
			-11,176
			1,267
			360
			-43,237
			10,996
			-63,423
			2,090
			8,595
			-6,056
			-3,452
			-16,838
			-8,458
			-9,978
			-8,545
			63,582
			-20,404
			-2,195
			-6,415
			-78
			1,076
			-59,157
			-24,319
			-48,638
			-1,355
			-23,058
			15,142
			-2,416
			-6,311
			6,537
			825

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Lines a - d

(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)
1100 000 Shs STARBUCKS CORPORATION	P	2008-08-29	2009-07-22
1300 000 Shs STARBUCKS CORPORATION	P	2006-06-30	2009-07-22
900 000 Shs STARBUCKS CORPORATION	P	2008-03-13	2009-07-22
543 709 Shs VANGUARD ADM INTERM INVEST GRADE BOND FD	P	2000-10-31	2009-07-22
441 693 Shs VANGUARD ADM INTERM INVEST GRADE BOND FD	P	2006-02-22	2009-08-04
847 596 Shs VANGUARD ADM INTERM INVEST GRADE BOND FD	P	2008-05-05	2009-08-04
29069 767 Shs VANGUARD ADMIRAL SHORT-TERM INVESTMENT GR	P	2007-11-19	2009-08-04
19858 976 Shs VANGUARD ADM INTERM INVEST GRADE BOND FD	P	2008-09-30	2009-08-12
4100 000 Shs JUNIPER NETWORKS, INC	P	2008-08-15	2009-08-12
3000 000 Shs STARBUCKS CORPORATION	P	2008-08-14	2009-08-28
200 000 Shs STARBUCKS CORPORATION	P	2006-08-23	2009-08-28
660 000 Shs JPMORGAN CHASE & CO	P	2008-09-07	2009-09-09
1000 000 Shs PEABODY ENERGY CORPORATION	P	2007-08-09	2009-09-15
1100 000 Shs NEWFIELD EXPLORATION COMPANY	P	2009-02-20	2009-09-22
500 000 Shs NEWFIELD EXPLORATION COMPANY	P	2009-06-23	2009-09-22
0 000 Shs CARDINAL HEALTH, INC	P	2009-05-14	2009-09-22
1456 403 Shs AMERICAN CAPITAL STRATEGIES, LTD	P	2009-03-02	2009-09-22
600 000 Shs AIR PRODUCTS AND CHEMICALS, INC	P	2008-08-13	2009-09-22
400 000 Shs AIR PRODUCTS AND CHEMICALS, INC	P	2007-01-08	2009-09-22
200 000 Shs AIR PRODUCTS AND CHEMICALS, INC	P	2006-12-19	2009-09-22
600 000 Shs AIR PRODUCTS AND CHEMICALS, INC	P	2009-02-20	2009-09-22
1900 000 Shs ANADARKO PETROLEUM CORPORATION	P	2009-04-28	2009-09-22
1200 000 Shs ANADARKO PETROLEUM CORPORATION	P	2008-04-03	2009-09-22
400 000 Shs ANADARKO PETROLEUM CORPORATION	P	2006-09-12	2009-09-22
500 000 Shs APACHE CORPORATION	P	2009-03-17	2009-09-22
500 000 Shs APACHE CORPORATION	P	2007-08-21	2009-09-22
200 000 Shs BEST BUY CO , INC	P	2005-10-20	2009-09-22
300 000 Shs BEST BUY CO , INC	P	2007-08-21	2009-09-22
3100 000 Shs BP p l c	P	2006-06-12	2009-09-22
290 000 Shs COVIDIEN PLC	P	2006-10-11	2009-09-22

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Lines e - h

(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)
19,027		24,984	-5,957
22,486		34,052	-11,566
15,567		20,411	-4,844
5,013		5,111	-98
4,072		4,143	-71
7,815		7,984	-169
300,000		310,756	-10,756
183,100		183,583	-483
106,485		73,234	33,251
55,135		49,115	6,020
3,676		4,536	-860
27,870		30,362	-2,492
34,422		57,675	-23,253
43,202		48,318	-5,116
19,637		20,471	-834
58		0	58
3,674		62,514	-58,840
47,635		31,459	16,176
31,757		24,774	6,983
15,878		12,220	3,658
47,635		27,314	20,321
120,261		109,583	10,678
75,954		49,851	26,103
25,318		17,593	7,725
46,426		32,468	13,958
46,426		34,097	12,329
7,723		8,511	-788
11,585		14,230	-2,645
171,469		121,720	49,749
11,883		11,077	806

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Lines i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** 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	
			-5,957
			-11,566
			-4,844
			-98
			-71
			-169
			-10,756
			-483
			33,251
			6,020
			-860
			-2,492
			-23,253
			-5,116
			-834
			58
			-58,840
			16,176
			6,983
			3,658
			20,321
			10,678
			26,103
			7,725
			13,958
			12,329
			-788
			-2,645
			49,749
			806

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Lines a - d

(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)
25 000 Shs COVIDIEN PLC	P	2004-12-16	2009-09-22
810 000 Shs COVIDIEN PLC	P	2008-06-13	2009-09-22
75 000 Shs COVIDIEN PLC	P	2008-12-03	2009-09-22
400 000 Shs EXPRESS SCRIPTS, INC	P	2008-11-07	2009-09-22
200 000 Shs FRANKLIN RESOURCES, INC	P	2007-06-27	2009-09-22
200 000 Shs FRANKLIN RESOURCES, INC	P	2008-09-30	2009-09-22
900 000 Shs FREEPORT-MCMORAN (PFD) COPPER & GOLD CONV	P	2008-10-23	2009-09-22
600 000 Shs FREEPORT-MCMORAN COPPER & GOLD INC	P	2009-04-28	2009-09-22
400 000 Shs JOHNSON & JOHNSON	P	2008-10-14	2009-09-22
840 000 Shs JPMORGAN CHASE & CO	P	1991-12-06	2009-09-22
900 000 Shs MOSAIC COMPANY	P	1991-11-04	2009-09-22
800 000 Shs MOSAIC COMPANY	P	2001-11-08	2009-09-22
1000 000 Shs MOSAIC COMPANY	P	1991-11-04	2009-09-22
600 000 Shs AMERICAN EXPRESS COMPANY	P	2000-12-01	2009-09-22
600 000 Shs AMERICAN EXPRESS COMPANY	P	2003-10-28	2009-09-22
400 000 Shs AMERICAN EXPRESS COMPANY	P	2002-02-05	2009-09-22
600 000 Shs AMERICAN EXPRESS COMPANY	P	2002-07-29	2009-09-22
1800 000 Shs BEST BUY CO , INC	P	2002-07-25	2009-09-22
1200 000 Shs COVIDIEN PLC	P	2002-12-26	2009-09-22
300 000 Shs COVIDIEN PLC	P	2003-05-23	2009-09-22
400 000 Shs CVS CAREMARK CORPORATION	P	2002-10-07	2009-09-22
3400 000 Shs CVS CAREMARK CORPORATION	P	2004-03-25	2009-09-22
1800 000 Shs EXPRESS SCRIPTS, INC	P	1993-07-02	2009-09-22
100 000 Shs FRANKLIN RESOURCES, INC	P	1993-07-02	2009-09-22
1500 000 Shs FRANKLIN RESOURCES, INC	P	2001-08-23	2009-09-22
300 000 Shs JOHNSON & JOHNSON	P	2001-08-23	2009-09-22
300 000 Shs JOHNSON & JOHNSON	P	1987-12-31	2009-09-22
1300 000 Shs JOHNSON & JOHNSON	P	1999-10-14	2009-09-22
1000 000 Shs JPMORGAN CHASE & CO	P	2000-08-04	2009-09-22
1860 000 Shs JPMORGAN CHASE & CO	P	1993-07-07	2009-09-22

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Lines e - h

(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)
1,024		826	198
33,189		31,084	2,105
3,073		2,561	512
31,642		14,187	17,455
20,504		6,941	13,563
20,504		21,093	-589
95,942		29,698	66,244
43,209		16,415	26,794
24,388		24,541	-153
38,414		38,643	-229
46,915		25,301	21,614
41,703		31,314	10,389
52,128		42,002	10,126
20,404		2,935	17,469
20,404		2,908	17,496
13,603		11,394	2,209
20,404		2,915	17,489
69,508		22,910	46,598
49,169		32,050	17,119
12,292		9,357	2,935
14,372		5,319	9,053
122,165		43,695	78,470
142,390		22,179	120,211
10,252		3,276	6,976
153,778		42,508	111,270
18,291		14,880	3,411
18,291		3,008	15,283
79,262		13,032	66,230
45,731		27,287	18,444
85,059		50,853	34,206

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Lines i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** 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	
			198
			2,105
			512
			17,455
			13,563
			-589
			66,244
			26,794
			-153
			-229
			21,614
			10,389
			10,126
			17,469
			17,496
			2,209
			17,489
			46,598
			17,119
			2,935
			9,053
			78,470
			120,211
			6,976
			111,270
			3,411
			15,283
			66,230
			18,444
			34,206

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Lines a - d

(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)
1800 000 Shs PROCTER & GAMBLE COMPANY, THE	P	1993-07-07	2009-09-22
4441 000 Shs PROCTER & GAMBLE COMPANY, THE	P	2009-09-22	2009-09-25
200 000 Shs PROCTER & GAMBLE COMPANY, THE	P	2008-04-22	2009-09-28
2300 000 Shs TARGET CORPORATION	P	1993-07-07	2009-09-22
6000 000 Shs TARGET CORPORATION	P	1993-07-07	2009-09-22
800 000 Shs ANADARKO PETROLEUM CORPORATION	P	2009-09-22	2009-09-25
800 000 Shs COACH, INC	P	2008-04-22	2009-09-28
Capital Gains Dividends	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Lines e - h

(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)
102,530		8,336	94,194
252,963		154,733	98,230
11,392		5,732	5,660
110,556		12,527	98,029
288,407		212,927	75,480
50,081		50,821	-740
25,746		24,882	864
317,648		0	317,648

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Lines i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** 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	
			94,194
			98,230
			5,660
			98,029
			75,480
			-740
			864
			317,648

Form 990PF PartVIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
Roxanne Turnage 469 Bohemian Hwy Freestone, CA 95472	Executive Director 20 00	73,008	22,669	0
MARYANNE MOTT 469 Bohemian Hwy Freestone, CA 95472	CFO/secretary 4 00	0	0	0
MICHAEL WARSH 469 Bohemian Hwy Freestone, CA 95472	PRESIDENT 4 00	9,986	0	0
CORRINNE MEADOWS-EFRAM 469 Bohemian Hwy FReestone, CA 95472	TRUSTEE 2 00	2,155	0	0
TERESA A ROBINSON 469 Bohemian Hwy FReestone, CA 95472	TRUSTEE 2 00	2,123	0	0
MARISE MEYNET STEWART 469 Bohemian Hwy Freestone, CA 95472	Vice PRESIDENT 2 00	2,123	0	0
kau'i kelipio 469 Bohemian Hwy Freestone, CA 95472	TRUSTEE 2 00	2,123	0	0

Form 990PF Part XV Line 2a - 2d - Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

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

ROXANNE TURNAGE
469 BOHEMIAN HIGHWAY
Freestone, CA 954729579
(707) 874-2942

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

Requests for support should be made by letter of inquiry Hard copy is preferred over fax or e-mail transmission Inquiries will be acknowledged as soon as possible If your project falls within the foundation's priority interest areas, a full proposal will be requested The foundation provides general support as well as project-specific grants Applicant organizations must qualify under Sec 501(c)(3) of the US Internal Revenue Code Foreign applicants should note that the foundation makes a very limited number of grants abroad Kindly refrain from sending a full proposal unless invited to do so Please do not include news clippings, reports, brochures, cassettes,videos or other materials with letters of inquiry Plastic folders, binders and other presentation materials are not necessary (continued on next page)

c Any submission deadlines

The foundation has no deadlines for letters of inquiry-they are accepted throughout (cont next pg)

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

THE FOUNDATION WAS FORMED TO MAKE CONTRIBUTIONS TO WORTHY ORGANIZATIONS WHICH ARE QUALIFIED UNDER INTERNAL REVENUE CODE SECTION 501(C)(3) WARSH MOTT LEGACY is currently granting in four categories, each one with a SPECIFICEMPHASIS Economic Globalization Food Sovereignty Civil Liberties Emerging Technologies Board Initiated Grants Occasionally the foundation may initiate support for projects that fall outside of the established guidelines

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

ROXANNE TURNAGE
469 BOHEMIAN HIGHWAY
Freestone, CA 95472
(707) 874-2942

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

Letters of inquiry should be no more than three pages in length and contain the following Basic information about your organization, including a brief mission statement and an overview of current activities A contact person's name, title, mailing address, telephone, fax, and e-mail and web address, if available A description of the organization's approach to the problem being addressed and your planned activities A line item budget --- projected expenses for the whole organization and for a specific project, if applicable A complete list of secured and potential funding sources (grants received, requests pending, planned proposal submissions, earned income, etc) Letters of inquiry should be addressed to Warsh Mott Legacy 469 Bohemian Highway Freestone, CA 95472

c Any submission deadlines

the year Funding decisions are made twice a year, usually in April/May and November/December

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

(See previous page)

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

ROXANNE TURNAGE
469 BOHEMIAN HIGHWAY
Freestone, CA 95472
(707) 874-2942

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

See General Grant Policies

c Any submission deadlines

See General Grant Policies

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

Grantmaking in this category balances short term efforts that oppose the NAFTA/ WTO/FTAA trade regimes with long term efforts to develop alternativeeconomic models We are especially concerned about the lack of democracy that permeates the current system This program also supports efforts to establish law at the intersection of human rights and the environment

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

ROXANNE TURNAGE
469 BOHEMIAN HIGHWAY
Freestone, CA 95472
(707) 874-2942

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

See General Grant Policies

c Any submission deadlines

See General Grant Policies

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

Grantmaking in this area is designed to promote seed saving, encourage soil building, and protect pollinating insects and animals We favor initiatives that are farmer led and incorporate elements of traditional agriculture

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

ROXANNE TURNAGE
469 BOHEMIAN HIGHWAY
Freestone, CA 95472
(707) 874-2942

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

See General Grant Policies

c Any submission deadlines

See General Grant Policies

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

This category focuses on protecting the Constitutionally guaranteed right to dissent and preserving an accountable and transparent government On a more limited basis, we support efforts to curb undue government surveillance powers and defend the due process rights of all Americans

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

ROXANNE TURNAGE
469 BOHEMIAN HIGHWAY
Freestone, CA 95472
(707) 874-2942

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

See General Grant Policies

c Any submission deadlines

See General Grant Policies

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

We are developing a new program aimed at addressing the potential risks ofnanotech, as well as its convergence with other technologies

Form 990PF Part XV Line 3a - Grants and Contributions Paid During the Year

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*				
Bill of Rights Defense Committee 8 Bridge St Suite A North Hampton, MA 01060	None	Public Charity	General Support	25,000
Center for Health Environment & Justice PO Box 6806 Falls Church, VA 22040	None	Public Charity	BE SAFE Campaign	30,000
Community Environmental Legal Defense Fund 675 Mower Rd Chambesburg, PA 17202	None	Public Charity	General Support	30,000
Constitution Project 1025 Vermont Ave NW Third Floor Washington, DC 20005	None	Public Charity	Rule of Law Program	30,000
Educational Broadcasting Corp 450 W 33rd St New York, NY 100012605	None	Public Charity	Jump Start Productions' NOW on PBS	64,000
Foundation Center 79 Fifth Ave 2nd Floor New York, NY 10003	None	Public Charity	General Support	2,000
Friends of the Earth 79 Fifth Ave NW Suite 600 Washington, DC 200362002	None	Public Charity	EMERGING TECHNOLOGIES CAMPAIGN	50,000
Marin Community Foundation 5 Hamilton Landing Suite 200 Novato, CA 94949	None	Public Charity	Donation to TOP Fund	42,000
Marin Community Foundation 5 Hamilton Landing Suite 200 Novato, CA 94949	None	Public Charity	Donation to TOP Fund	73,000
National Lawyers Guild Foundation 132 Nassau St Room 922 New York, NY 10038	None	Public Charity	I-Witness Video	100,000
Native SeedsSEARCH 526 N Fourth Ave Tucson, AZ 85705	None	Public Charity	General Support	25,000
FEDERATION OF AMERICAN SCIENTISTS 1725 DESALES ST WASHINGTON, DC 200362002	None	Public Charity	PROJECT ON GOVERNMENT SECRECY	30,000
INSTITUTE FOR FOOD & DEVELOPMENT POLICY 398 60TH ST Oakland, CA 94618	None	Public Charity	CAPACITY BUILDING FOR AFRICA-SOIL RESTORATION TRAINING	47,000
CENTER FOR INTERNATIONAL ENVIRONMENTAL LAW 1367 CONNECTICUT AVE NW Washington, DC 200362002	None	Public Charity	INTERNATIONAL REGULATION OF NANOTECHNOLOGIES	75,000
AMERICAN CONSTITUTION SOCIETY FOR LAW & POLICY 1333 H ST NW 11TH FLOOR Washington, DC 20005	None	Public Charity	GENERAL Support	50,000
Total . . . . ▶ **3a**				1,154,170

Form 990PF Part XV Line 3a - Grants and Contributions Paid During the Year

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*				
AS YOU SOW 311 CALIFORNIA ST SUITE 500 San Francisco, CA 94104	None	Public Charity	NANO FOOD SHAREHOLDER CAMPAIGN	25,000
INTERNATIONAL CENTER FOR TECHNOLOGY ASSESSMENT 660 PENNSYLVANIA AVE SE SUITE 302 Washington, DC 20003	None	Public Charity	TRANSLATING NANOTECHNOLOGY PRINCIPLES	30,000
CALIFORNIA FIRST AMENDMENT COALITION 534 FOURTH STREET SUITE B SAN RAFAEL, CA 94901	None	Public Charity	GEneral Support	40,000
CENTER FOR BIOLOGICAL DIVERSITY PO BOX 710 Tucson, AZ 857020710	None	Public Charity	SPP INVESTIGATION	30,000
FRIENDS OF ACTION GROUP ON ETC 331 W MAIN ST STE 307 DURHAM, NC 27701	None	Public Charity	UNAC TAKING ON AGRA IN AFRICA	45,745
UNION OF CONCERNED SCIENTISTS TWO BRATTLE SQUARE CAMBRIDGE, MA 022389105	None	Public Charity	CAMPAIGN TO BAN PHARMACROPS	40,000
FRIENDS OF THE Earth 79 Fifth Ave 2nd Floor WASHINGTON, DC 200362002	None	Public Charity	TRADE & ENVIRONMENT CAMPAIGN	50,000
FOCUS PROJECT 1742 CONNECTICUT AVE NW Washington, DC 200091171	None	Public Charity	OMB WATCH RIGHT TO KNOW PROJECT	40,000
EARTHRIGHTS INTERNATIONAL 1612 K STREET NW Washington, DC 20006	None	Public Charity	LEGAL PROGRAM	25,000
ELECTRONIC FRONTIER FOUNDATION 454 SHOTWELL ST San Francisco, CA 94110	None	Public Charity	FLAG PROJECT	30,000
FUND FOR CONSTITUTIONAL GOVERNMENT 122 MARYLAND AVE NE Washington, DC 20002	None	Public Charity	OPENTHEGOVERNMENT ORG	30,000
INSTITUTE FOR FOOD & DEVELOPMENT POLICY 398 60TH ST Oakland, CA 94618	None	Public Charity	EXPANSION OF CAMPESINO TRAINING & ADVOCACY	45,425
PARTNERSHIP FOR CIVIL JUSTICE FUND 617 FLORIDA AVE NW Washington, DC 20001	None	Public Charity	General Support	50,000
Total . . . . ▶ **3a**				1,154,170