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 11/01 , 2008, and ending 10/31, 20 09

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: THE FRED HARRIS DANIELS FOUNDATION

Number and street (or P O box number if mail is not delivered to street address): P.O. BOX 1802 | Room/suite

City or town, state, and ZIP code: PROVIDENCE, RI 02901-1802

A Employer identification number: 04-6014333

B Telephone number (see page 10 of the instructions): ( ) -

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, col. (c), line 16)* ▶ $ 17,927,277.

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

POSTMARK DATE MAR 0 9 2010
ENVELOPE

SCANNED MAR 1 6 2010

RECEIVED MAR 1 2 2010 E1-5 IRS-OSC OGDEN, UT

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)*	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ▶ [X] if the foundation is **not** required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	529,294.	529,294.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	18,225.			
b Gross sales price for all assets on line 6a 5,578,460.				
7 Capital gain net income (from Part IV, line 2)		18,225.		
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)	18,094.			STMT 3
12 **Total.** Add lines 1 through 11	565,613.	547,519.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	52,175.	NONE		52,175.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule) STMT 4	250.	NONE	NONE	250.
b Accounting fees (attach schedule) STMT 5	843.	NONE	NONE	843.
c Other professional fees (attach schedule) STMT 6	74,096.	74,096.		
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions) STMT 7	5,270.	5,270.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) STMT 8	10,215.			10,215.
24 **Total operating and administrative expenses** Add lines 13 through 23	142,849.	79,366.	NONE	63,483.
25 Contributions, gifts, grants paid	617,134.			617,134.
26 Total expenses and disbursements Add lines 24 and 25	759,983.	79,366.	NONE	680,617.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-194,370.			
b **Net investment income** (if negative, enter -0-)		468,153.		
c **Adjusted net income** (if negative, enter -0-)				

P 12-NB

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
1	Cash - non-interest-bearing	NONE	NONE	
2	Savings and temporary cash investments	3,399,262.	2,244,794.	2,244,794.
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 page 15 of the instructions)			
7	Other notes and loans receivable (attach schedule) ▶ *		* NONE	
	Less: allowance for doubtful accounts ▶	NONE	NONE	NONE
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10 a	Investments - U S and state government obligations (attach schedule) STMT 9	2,000,000.	1,500,000.	1,497,190.
b	Investments - corporate stock (attach schedule) STMT 10	9,598,272.	11,479,010.	12,830,921.
c	Investments - corporate bonds (attach schedule)	1,508,628.	1,092,412.	1,354,372.
11	Investments - land, buildings, and equipment basis ▶ NONE			
	Less accumulated depreciation (attach schedule) ▶	NONE	NONE	
12	Investments - mortgage loans	NONE	NONE	
13	Investments - other (attach schedule)	NONE	NONE	NONE
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)	NONE	NONE	NONE
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	16,506,162.	16,316,216.	17,927,277.
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)			
	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. ▶ [X]			
27	Capital stock, trust principal, or current funds	16,503,996.	16,316,216.	
28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	2,166.	NONE	
30	Total net assets or fund balances (see page 17 of the instructions)	16,506,162.	16,316,216.	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	16,506,162.	16,316,216.	

(Side labels: Assets, lines 1–16; Liabilities, lines 17–23; Net Assets or Fund Balances, lines 24–31)

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	16,506,162.
2	Enter amount from Part I, line 27a	2	-194,370.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 11	3	15,366.
4	Add lines 1, 2, and 3	4	16,327,158.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 12	5	10,942.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	16,316,216.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co)	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	SEE PART IV DETAIL			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
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	18,225.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)· If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

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

1 Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2007	1,148,407.	20,490,142.	0.05604680534
2006	960,869.	20,082,125.	0.04784697835
2005	916,399.	18,880,900.	0.04853576895
2004	1,238,551.	18,572,688.	0.06668668531
2003	553,118.	16,896,376.	0.03273589556

2 **Total** of line 1, column (d)	2	0.25185213351
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	0.05037042670
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	15,869,754.
5 Multiply line 4 by line 3	5	799,366.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,682.
7 Add lines 5 and 6	7	804,048.
8 Enter qualifying distributions from Part XII, line 4	8	680,617.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of 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	9,363.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	9,363.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	**Tax based on investment income** Subtract line 4 from line 3 If zero or less, enter -0-	5	9,363.
6	Credits/Payments.		
a	2008 estimated tax payments and 2007 overpayment credited to 2008 — 6a: 18,808.		
b	Exempt foreign organizations-tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	18,808.
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	9,445.
11	Enter the amount of line 10 to be: **Credited to 2009 estimated tax** ▶ 9,364. **Refunded** ▶	11	81.

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		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶$ ________ (2) On foundation managers ▶$ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶$ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	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		
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, col. (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ STMT 13			
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 on page 27)? *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)*

		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)(3)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ PRIVATE BANK, TAX SERVICES Telephone no ▶ (401)278-6823

Located at ▶ P.O. BOX 1802, PROVIDENCE, RI ZIP + 4 ▶ 02901-1802

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

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

			Line	Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?		1b		X
	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 ▶ ____ , ____ , ____ , ____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see page 20 of the instructions.)		2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____ , ____ , ____ , ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ 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		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008?		4b		X

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

5a During the year did the foundation pay or incur any amount to
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **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: 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**

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 14		52,175.	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 15		NONE	NONE	NONE

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

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
SEE STATEMENT 16		NONE

Total number of others receiving over $50,000 for professional services . . . . ▶ NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions 3 NONE	
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	2,706,997.
b	Average of monthly cash balances	1b	13,404,428.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	16,111,425.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) ... 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	16,111,425.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	241,671.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	15,869,754.
6	**Minimum investment return.** Enter 5% of line 5	6	793,488.

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	793,488.
2a	Tax on investment income for 2008 from Part VI, line 5	2a	9,363.		
b	Income tax for 2008. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	9,363.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	784,125.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	784,125.
6	Deduction from distributable amount (see page 25 of the instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	784,125.

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	680,617.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	680,617.
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	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	680,617.

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				784,125.
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			NONE	
b Total for prior years 20 06 ,20 ,20		NONE		
3 Excess distributions carryover, if any, to 2008				
a From 2003 . . . NONE				
b From 2004 . . . NONE				
c From 2005 . . . NONE				
d From 2006 . . . NONE				
e From 2007 . . . 77,415.				
f Total of lines 3a through e	77,415.			
4 Qualifying distributions for 2008 from Part XII, line 4: ▶ $ 680,617.				
a Applied to 2007, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2008 distributable amount				680,617.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a).)	77,415.			77,415.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2007 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions			NONE	
f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009				26,093.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 **Excess distributions carryover to 2009.** Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2004 . . . NONE				
b Excess from 2005 . . . NONE				
c Excess from 2006 . . . NONE				
d Excess from 2007 . . . NONE				
e Excess from 2008 . . . NONE				

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

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

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

	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 foundation had $5,000 or more in assets at any time during the year - see page 27 of the instructions.)

1 **Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

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

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

SEE STATEMENT 17

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines.

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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 STATEMENT 18				
Total . . . . ▶ **3a**				617,134.
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 page 28 of the instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	529,294.	
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	18,225.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b FEDERAL TAX REFUND			1	18,094.	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				565,613.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 565,613.

(See worksheet in line 13 instructions on page 28 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 page 28 of the instructions.)
	NOT APPLICABLE

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

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

▶ [signature] 2/26/10 ▶ PRESIDENT

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only			
Preparer's signature ▶ [signature]	Date 2/16/10	Check if self-employed ▶ ☐	Preparer's identifying number (See Signature on page 30 of the instructions) P00146417
Firm's name (or yours if self-employed), address, and ZIP code ▶	BANK OF AMERICA, N.A. P O BOX 1802 PROVIDENCE, RI 02901-1802		EIN ▶ Phone no

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					269.	
		5750. LIBERTY MEDIA HLDG CORP INTERACTIV PROPERTY TYPE: SECURITIES					07/26/2004	11/17/2008
17,033.00		97,523.00					-80,490.00	
		1000. LIBERTY MEDIA HLDG CORP INTERACTIV PROPERTY TYPE: SECURITIES					08/27/2004	11/17/2008
2,962.00		17,731.00					-14,769.00	
		1750. LIBERTY MEDIA HLDG CORP INTERACTIV PROPERTY TYPE: SECURITIES.					12/20/2005	11/17/2008
5,184.00		31,650.00					-26,466.00	
		8500. LIBERTY MEDIA HLDG CORP INTERACTIV PROPERTY TYPE: SECURITIES					06/20/2007	11/17/2008
25,179.00		204,383.00					-179204.00	
		500000. FEDERAL HOME LN BKS CONS BD CALL PROPERTY TYPE: SECURITIES					05/27/2008	12/18/2008
500,000.00		500,000.00						
		500000. FEDERAL HOME LN BKS CONS BD CALL PROPERTY TYPE: SECURITIES					06/23/2008	01/15/2009
500,000.00		500,000.00						
		500000. FEDERAL HOME LN BKS CONS BD CALL PROPERTY TYPE: SECURITIES					03/11/2008	01/29/2009
500,000.00		500,000.00						
		38500. ISHARES INC MSCI JAPAN INDEX FD PROPERTY TYPE: SECURITIES					01/08/2008	02/05/2009
330,713.00		502,810.00					-172097.00	
		8000. CORTS TR BELLSOUTH CAP 7.12% PFD PROPERTY TYPE: SECURITIES					03/26/2001	06/19/2009
191,835.00		200,000.00					-8,165.00	
		400000. APACHE CORP NT PROPERTY TYPE: SECURITIES					10/14/2008	07/13/2009
460,816.00		396,220.00					64,596.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		500000. FEDERAL FARM CR BKS CONS BD CALL PROPERTY TYPE: SECURITIES					07/23/2008	07/30/2009
500,000.00		500,000.00						
		358.822 TRAVELERS COS INC COM PROPERTY TYPE: SECURITIES					10/19/1993	08/11/2009
16,166.00		2,956.00					13,210.00	
		89.879 TRAVELERS COS INC COM PROPERTY TYPE: SECURITIES					10/19/1993	08/11/2009
4,049.00		738.00					3,311.00	
		738.481 TRAVELERS COS INC COM PROPERTY TYPE: SECURITIES					10/19/1993	08/11/2009
33,271.00		6,565.00					26,706.00	
		184.661 TRAVELERS COS INC COM PROPERTY TYPE: SECURITIES					10/19/1993	08/11/2009
8,320.00		1,637.00					6,683.00	
		4491.758 TRAVELERS COS INC COM PROPERTY TYPE: SECURITIES					03/26/2003	08/11/2009
202,367.00		150,617.00					51,750.00	
		2600.399 TRAVELERS COS INC COM PROPERTY TYPE: SECURITIES					12/18/2003	08/11/2009
117,156.00		97,380.00					19,776.00	
		400000. CVS CAREMARK CORP SR UNSECD NT PROPERTY TYPE: SECURITIES					10/14/2008	08/17/2009
424,584.00		344,829.00					79,755.00	
		400000. COMMONWEALTH EDISON CO 1ST MTG S PROPERTY TYPE: SECURITIES					10/02/2008	10/02/2009
440,964.00		388,069.00					52,895.00	
		400000. UNION ELEC CO SR SECD NT PROPERTY TYPE: SECURITIES					11/14/2008	10/02/2009
440,980.00		346,140.00					94,840.00	
		400000. ATMOS ENERGY CORP BD PROPERTY TYPE: SECURITIES					01/16/2009	10/27/2009
427,768.00		384,814.00					42,954.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		400000. KRAFT FOODS INC SR UNSECD NT PROPERTY TYPE: SECURITIES					10/02/2008	10/27/2009
428,844.00		386,173.00					42,671.00	
TOTAL GAIN(LOSS)							18,225.	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ALCOA INC	4,680.	4,680.
ANADARKO PETROLEUM CORP	3,960.	3,960.
APACHE CORP NT	20,623.	20,623.
ATMOS ENERGY CORP BD	20,765.	20,765.
BARRICK GOLD CORPORATION	6,240.	6,240.
CVS CAREMARK CORP COM	5,062.	5,062.
CVS CAREMARK CORP SR UNSECD NT	23,531.	23,531.
COMMONWEALTH EDISON CO 1ST MTG SER 106	25,709.	25,709.
CONOCOPHILLIPS COM	7,050.	7,050.
CORNING INC	850.	850.
CORTS TR BELLSOUTH CAP 7.12% PFD	7,120.	7,120.
DEVON ENERGY CORPORATION	4,800.	4,800.
DOW CHEMICAL COMPANY	8,700.	8,700.
DUPONT E I DE NEMOURS & CO COM	14,760.	14,760.
FEDERAL FARM CR BKS CONS BD CALL 7/30/09	25,000.	25,000.
FEDERAL HOME LN BKS CONS BD CALL 7/2/08	8,125.	8,125.
FEDERAL HOME LN BKS CONS BD CALL 12/18/0	8,375.	8,375.
FEDERAL HOME LN BKS CONS BD CALL 1/15/09	10,000.	10,000.
GENERAL ELEC CO	9,840.	9,840.
GLAXO PLC	14,717.	14,717.
HELMERICH & PAYNE INC	3,200.	3,200.
HONEYWELL INTERNATIONAL INC	11,825.	11,825.
INTEL CORPORATION	5,600.	5,600.
INTERNATIONAL PAPER COMPANY	8,250.	8,250.
ISHARES INC MSCI JAPAN INDEX FD	3,227.	3,227.
JOHNSON & JOHNSON	11,400.	11,400.
KIMBERLY CLARK CORP COM	14,280.	14,280.
KRAFT FOODS INC SR UNSECD NT	29,042.	29,042.
LILLY ELI & COMPANY	8,820.	8,820.
MDU RES GROUP INC COM	9,920.	9,920.
MARATHON OIL CORP SR UNSUB NT	20,867.	20,867.
MERCK & CO INC COM	8,360.	8,360.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MERRILL LYNCH PFD CAP TR V	25,500.	25,500.
MICROSOFT CORPORATION	5,720.	5,720.
FEDERATED TREASURY OBLIG FUND INSTL SHS	6,275.	6,275.
NESTLE S A SPONSORED ADR	15,462.	15,462.
NEWMONT MINING CORP	4,000.	4,000.
NOVARTIS AG ADR	11,143.	11,143.
PFIZER INC	14,208.	14,208.
PROCTER & GAMBLE CO COM	13,440.	13,440.
SCHLUMBERGER LIMITED	4,452.	4,452.
SOUTHERN CO	3,938.	3,938.
TRAVELERS COS INC COM	7,618.	7,618.
TYCO INTL LTD / TYCO INTL FIN S A NT BER	5,653.	5,653.
UNILEVER PLC W/I (UK/USD) US9047677045	14,379.	14,379.
UNION ELEC CO SR SECD NT	26,813.	26,813.
UNITED TECHNOLOGIES CORP	4,620.	4,620.
WALGREEN CO	1,375.	1,375.
TOTAL	529,294.	529,294.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
FEDERAL TAX REFUND		18,094.
	TOTALS	18,094.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES - PRINCIPAL (ALLOCA	250.			250.
TOTALS	250.	NONE	NONE	250.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	843.			843.
TOTALS	843.	NONE	NONE	843.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER NONALLOCABLE EXPENSES -	74,096.	74,096.
TOTALS	74,096.	74,096.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	4,927.	4,927.
FOREIGN TAXES ON QUALIFIED FOR	343.	343.
TOTALS	5,270.	5,270.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
OTHER ALLOCABLE EXPENSE-PRINCI	2,258.	2,258.
OTHER ALLOCABLE EXPENSE-INCOME	250.	250.
OTHER NON-ALLOCABLE EXPENSE -	7,640.	7,640.
OTHER NON-ALLOCABLE EXPENSE -	67.	67.
TOTALS	10,215.	10,215.

THE FRED HARRIS DANIELS FOUNDATION 04-6014333

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED STATEMENT	2,000,000.	1,500,000.	1,497,190.
TOTALS	2,000,000.	1,500,000.	1,497,190.

THE FRED HARRIS DANIELS FOUNDATION 04-6014333

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED STATEMENT	9,598,272.	11,479,010.	12,830,921.
TOTALS	9,598,272.	11,479,010.	12,830,921.

Custom Portfolio Holdings Detail

Account Number: 8529402
Account Name: DANIELS FOUNDATION CUSTODY

As of: October, 2009
Basis: Settlement Date

Asset Description 2	Cusip	Units	Market Value	Fed Tax Cost
ALCOA INC	013817101	11,700 000	145,314 00	399,998 73
ANADARKO PETE CORP	032511107	11,000 000	670,230 00	480,825 40
BANK OF AMERICA MONEY MARKET	994458719	0 000	0 00	0 00
BARRICK GOLD CORP	067901108	15,600 000	560,508 00	469,170 00
BEST BUY INC	086516101	8,700 000	332,166 00	343,503 84
CONOCOPHILLIPS	20825C104	7,500 000	376,350 00	289,745 25
CORNING INC	219350105	17,000 000	248,370 00	289,720 80
CVS CAREMARK CORP	126650100	17,000 000	600,100 00	204,425 00
DEVON ENERGY CORP NEW	25179M103	7,500 000	485,325 00	196,140 00
DOW CHEM CO	260543103	10,000 000	234,800 00	401,981 00
DU PONT E I DE NEMOURS & CO	263534109	9,000 000	286,380 00	368,845 00
EMC CORP	268648102	20,000 000	329,400 00	248,598 00
FEDERAL FARM CR BKS	31331GH28	500,000 000	503,595 00	500,000 00
FEDERAL HOME LN BKS CONS BD	3133XVBY6	500,000 000	493,125 00	500,000 00
FEDERAL HOME LN BKS CONS BD	3133XUZQ9	500,000 000	500,470 00	500,000 00
FEDERATED TREASURY OBLIG FUND	60934N500	2,244,793 630	2,244,793 63	2,244,793 63
FRED HARRIS DANIELS FOUNDATION	992020529	1 000	0 00	0 00

Bank of America Trust Services TrustWeb

Custom Portfolio Holdings Detail

Account Number: 8529402
Account Name: DANIELS FOUNDATION CUSTODY

As of: October, 2009
Basis: Settlement Date

Asset Description 2	Cusip	Units	Market Value	Fed Tax Cost
GENERAL ELEC CO	369604103	12,000 000	171,120 00	64,862 29
GLAXOSMITHKLINE PLC	37733W105	8,000 000	329,280 00	454,100 00
HELMERICH & PAYNE INC	423452101	16,000 000	608,320 00	389,875 20
HONEYWELL INTL INC	438516106	10,000 000	358,900 00	231,560 00
INTEL CORP	458140100	20,000 000	382,200 00	304,400 00
INTL PAPER CO	460146103	15,000 000	334,650 00	505,399.50
JOHNSON & JOHNSON	478160104	6,000 000	354,300 00	303,660 00
KIMBERLY CLARK CORP	494368103	6,000 000	366,960 00	325,214 79
KONINKLIJKE PHILIPS ELECTRS NV	500472303	13,000 000	326,170 00	289,611 40
LILLY ELI & CO	532457108	9,000 000	306,090 00	300,507 30
MARATHON OIL CORP	565849AD8	400,000 000	424,388 00	334,640 00
MDU RES GROUP INC	552690109	16,000 000	332,000 00	479,083 20
MERCK & CO INC	589331107	11,000 000	340,230 00	261,255 50
MERRILL LYNCH PFD CAP TR V	59021K205	8,000 000	161,040 00	186,000 00
MICROSOFT CORP	594918104	11,000 000	305,030 00	334,386 57
NATIONAL FUEL GAS CO NEW JERSEY	636180BJ9	400,000 000	472,672 00	408,132.00
NESTLE S A	641069406	12,500 000	583,600 00	293,500 00
NEWMONT MNG CORP	651639106	10,000 000	434,600 00	412,542 00
NOVARTIS A G	66987V109	6,500 000	337,675 00	384,759 05

Bank of America Trust Services TrustWeb

Custom Portfolio Holdings Detail

Account Number: 8529402
Account Name: DANIELS FOUNDATION CUSTODY

As of: October, 2009
Basis: Settlement Date

Asset Description 2	Cusip	Units	Market Value	Fed Tax Cost
PFIZER INC	717081103	14,800 000	252,044 00	389,240 00
PROCTER & GAMBLE CO	742718109	8,000 000	464,000 00	172,059 19
SCHLUMBERGER LTD	806857108	5,300 000	329,660 00	512,040 42
SOUTHERN CO	842587107	9,000 000	280,710 00	267,260 40
TYCO INTL LTD / TYCO INTL FIN	9021EQAD6	400,000 000	457,312 00	349,640 00
UNILEVER PLC	904767704	15,300.000	456,399 00	324,615 00
UNITED TECHNOLOGIES CORP	913017109	6,000 000	368,700 00	286,916 40
WALGREEN CO	931422109	10,000 000	378,300 00	313,209.00
			17,927,276 63	16,316,215 86

The financial information presented within this site reflects values and activity through the period indicated. This financial data is un-audited and may reflect values that differ from the statements that Bank of America Clients receive by mail Deposits are subject to collection of funds.

Run Date 11-23-2009 04 51 PM, CST

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
ACCRUED INTEREST		15,366.
	TOTAL	15,366.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
INC/SEC ADJ		10,940.
ROUNDING		2.
	TOTAL	10,942.

STATE(S) WHERE THE FOUNDATION IS REGISTERED

MA

THE FRED HARRIS DANIELS FOUNDATION 04-6014333

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

OFFICER NAME:
SEE ATTACHED STATEMENT
ADDRESS:

COMPENSATION .... 52,175.

TOTAL COMPENSATION: 52,175.

THE FRED DANIELS FOUNDATION 04-6014333

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

NAME & ADDRESS	TITLE AND TIME DEVOTED TO POSTION	COMPENSATION
WILLIAM O PETTIT 80 SALISBURY ST WORCESTER MA 01609-3135	Officer & Director Sub-Committees Investments Strategic Grants 32 Hours	$ 6,600 00
AMY BRONSON KEY 117 KING ST FALMOUTH MA 02540-3123	Director Sub-Committees Strategic Grants 28 Hours	$ 3,900 00
WILLIAM S NICHOLSON PO BOX 128 GRAFTON MA 01519-0128	Officer & Director	
DAVID A NICHOLSON 39 NORTH ST GRAFTON MA 01519-1213	Director Sub-Committees Investment 12 Hours	$ 5,100 00
MERIDITH D WESBY 29 INTERVALE FARM LN NORTHBOROUGH MA 01532-2747	Program & Administrator Manager Officer & Director Sub-Committees Investment Strategic Grants Nominating 36 Hours	$ 13,675 00

THE FRED DANIELS FOUNDATION		04-6014333
FORM 990-PF, PART VIII--LIST OF OFFICERS, DIRECTORS, AND TRUSTEES		
NAME & ADDRESS	**TITLE AND TIME DEVOTED TO POSTION**	**COMPENSATION**
JANET B DANIELS PO BOX 6206 LINCOLN MA 01773-6206	Director 2 Hours	$ 900 00
ELEANOR D BRONSON-HODGE PO BOX 132 WOODS HOLE MA 02543-0132	Director	
FRED H DANIELS II 1413 CLIFTON PARK RD NISKAYUNA NY 12309-4313	Chairman & Director Sub-Committees Investment Strategic Grants 36 Hours	$ 7,900 00
SARAH D MORSE 315 CORDOVA LN SANTA FE NM 87505-0617	Director Sub-Committees Nominating 10 Hours	$ 2,100 00
JONATHAN D BLAKE 10 TOWHEE LN HARWICH PORT MA 02646-1333	Director Sub-Committees Investment Strategic Grants Nominating 36 Hours	$ 7,200 00
BRUCE G DANIELS PO BOX 6206 39 SANDY POND RD LINCOLN MA 01773-6206		

THE FRED DANIELS FOUNDATION		04-6014333
FORM 990-PF, PART VIII--LIST OF OFFICERS, DIRECTORS, AND TRUSTEES		
NAME & ADDRESS	TITLE AND TIME DEVOTED TO POSTION	COMPENSATION
DWIGHT C BLAKE 63 BULLARD RD PRINCETON MA 01541-1223		2,100 00
CHRISTINA N EATON PO BOX 427 PETERSHAM MA 01366-0427		1,200 00
WILLIAM O PETTIT III 369 1/2 STATE ST ALBANY NY 12210-1226		1,500 00
	TOTAL COMPENSATION	52,175 00

THE FRED HARRIS DANIELS FOUNDATION 04-6014333

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES
===

EMPLOYEE NAME:
NONE

THE FRED HARRIS DANIELS FOUNDATION 04-6014333

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS
==

NAME:
NONE

STATEMENT 16

THE FRED HARRIS DANIELS FOUNDATION 04-6014333
FORM 990PF, PART XV - LINES 2a - 2d
====================================

RECIPIENT NAME:
BANK OF AMERICA C/O BRIAN HITE
ADDRESS:
100 FRONT STREET
WORCESTER, MA 01608
RECIPIENT'S PHONE NUMBER: 508-770-7113
FORM, INFORMATION AND MATERIALS:
LETTER STATING AMOUNT & PURPOSE FOR WHICH GRANT IS REQUESTED
SUBMISSION DEADLINES:
NONE-THE FRED HARRIS DANIELS FOUNDATION MEETS QUARTERLY AND REQUESTS ARE RECIEVED AT THAT TIME. MEETINGS ARE HELD IN MAR, JUNE, SEPT, DEC
RESTRICTIONS OR LIMITATIONS ON AWARDS:
QUALIFIED CHARITABLE ORGANIZATIONS

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
SEE ATTACHED STATEMENT
AMOUNT OF GRANT PAID .... 617,134.

TOTAL GRANTS PAID: 617,134.

DATE	DISTRIBUTIONS	EXPLANATION	AMOUNT
12/30/2008	AMERICAN RED CROSS	SUPPORTS NAMED ORGANIZATION	$15,000 00
12/30/2008	UNITED NEGRO COLLEGE FUND	SUPPORTS NAMED ORGANIZATION	$3,000 00
12/30/2008	FAMILY SERVICES OF	SUPPORTS NAMED ORGANIZATION	$6,700 00
12/30/2008	SALISBURY SINGERS	SUPPORTS NAMED ORGANIZATION	$1,000 00
12/30/2008	QUINSIGAMOND COMMUNITY COLLEGE-	SUPPORTS NAMED ORGANIZATION	$16,687 00
12/30/2008	UNITED WAY	SUPPORTS NAMED ORGANIZATION	$25,000 00
12/30/2008	APPLE TREE ARTS	SUPPORTS NAMED ORGANIZATION	$3,000 00
3/11/2009	YOU INC-	SUPPORTS NAMED ORGANIZATION	$10,000 00
3/11/2009	MASS AUDUBON	SUPPORTS NAMED ORGANIZATION	$10,000 00
3/11/2009	COUNCIL ON FOUNDATIONS	SUPPORTS NAMED ORGANIZATION	$2,310 00
3/11/2009	WORCESTER INTERFAITH	SUPPORTS NAMED ORGANIZATION	$3,000 00
3/11/2009	LITERACY VOLUNTEERS	SUPPORTS NAMED ORGANIZATION	$2,500 00
3/11/2009	TUCKERMAN HALL	SUPPORTS NAMED ORGANIZATION	$5,000 00
3/11/2009	YOUTHNET	SUPPORTS NAMED ORGANIZATION	$10,000 00
3/11/2009	VNA CARE	SUPPORTS NAMED ORGANIZATION	$5,000 00
3/11/2009	EASTERSEALS OF MASSACHUSETTS	SUPPORTS NAMED ORGANIZATION	$5,000 00
3/27/2009	QUINSIGAMOND COMMUNITY COLLEGE	SUPPORTS NAMED ORGANIZATION	$16,687 00
3/27/2009	UNITED WAY	SUPPORTS NAMED ORGANIZATION	$25,000 00
7/6/2009	DISMAS HOUSE	SUPPORTS NAMED ORGANIZATION	$10,000 00
7/6/2009	THE RESEARCH BUREAU	SUPPORTS NAMED ORGANIZATION	$10,000 00
7/6/2009	HORIZONS FOR HOMELESS CHILDREN	SUPPORTS NAMED ORGANIZATION	$5,000 00
7/6/2009	FIRST NIGHT WORCESTER	SUPPORTS NAMED ORGANIZATION	$3,000 00
7/6/2009	PACKACHOAG COMMUNITY	SUPPORTS NAMED ORGANIZATION	$2,000 00
7/6/2009	HEALTH AWARENESS SERVICES	SUPPORTS NAMED ORGANIZATION	$2,500 00
7/6/2009	MSPCC	SUPPORTS NAMED ORGANIZATION	$5,000 00
7/6/2009	ARTS WORCESTER	SUPPORTS NAMED ORGANIZATION	$1,500 00
7/6/2009	THE MLK JR BUSINESS	SUPPORTS NAMED ORGANIZATION	$5,000 00
7/6/2009	THE WORCESTER ROOTS PROJECT	SUPPORTS NAMED ORGANIZATION	$5,000 00
7/6/2009	THE SALVATION ARMY	SUPPORTS NAMED ORGANIZATION	$5,000.00
7/6/2009	NEADS	SUPPORTS NAMED ORGANIZATION	$5,000 00
7/6/2009	NICHOLS COLLEGE	SUPPORTS NAMED ORGANIZATION	$150,000 00
7/6/2009	REGIONAL ENVIRONMENTAL COUNCIL	SUPPORTS NAMED ORGANIZATION	$5,000 00
7/6/2009	QUINSIGAMOND COMMUNITY COLLEGE	SUPPORTS NAMED ORGANIZATION	$11,125 00
7/6/2009	UNITED WAY	SUPPORTS NAMED ORGANIZATION	$18,750 00
7/6/2009	FAMILY HEALTH	SUPPORTS NAMED ORGANIZATION	$25,000 00
10/9/2009	WHY ME	SUPPORTS NAMED ORGANIZATION	$7,500 00
10/9/2009	OLD STURBRIDGE VILLAGE	SUPPORTS NAMED ORGANIZATION	$10,000 00
10/9/2009	MASSACHUSETTS ADOPTION RESOURCE	SUPPORTS NAMED ORGANIZATION	$4,000 00
10/9/2009	ABBY'S HOUSE	SUPPORTS NAMED ORGANIZATION	$5,000 00
10/9/2009	JOY OF MUSIC	SUPPORTS NAMED ORGANIZATION	$3,000 00
10/9/2009	UNITED WAY	SUPPORTS NAMED ORGANIZATION	$60,000 00
10/9/2009	RACHEL'S TABLE	SUPPORTS NAMED ORGANIZATION	$7,000 00

10/9/2009	HENRY LEE WILLIS CENTER	SUPPORTS NAMED ORGANIZATION	$4,000 00
10/9/2009	PARENTS HELPING PARENTS	SUPPORTS NAMED ORGANIZATION	$3,000 00
10/9/2009	TOWER HILL	SUPPORTS NAMED ORGANIZATION	$25,000 00
10/9/2009	FAMILY HEALTH CENTER	SUPPORTS NAMED ORGANIZATION	$25,000 00
10/9/2009	QUINSIGAMOND COMMUNITY COLLEGE -	SUPPORTS NAMED ORGANIZATION	$11,125 00
10/9/2009	UNITED WAY	SUPPORTS NAMED ORGANIZATION	$18,750 00
		TOTAL DISTRIBUTIONS	**$617,134.00**

SCHEDULE D (Form 1041)

Department of the Treasury Internal Revenue Service

Capital Gains and Losses

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

OMB No 1545-0092

2008

Name of estate or trust: THE FRED HARRIS DANIELS FOUNDATION

Employer identification number: 04-6014333

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

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

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

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	335,040.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2007 Capital Loss Carryover Worksheet	4	( )
5 **Net short-term gain or (loss).** Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	335,040.

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			269.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	-317,084.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2007 Capital Loss Carryover Worksheet	11	( )
12 **Net long-term gain or (loss).** Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back ▶	12	-316,815.

Part III **Summary of Parts I and II**
Caution: *Read the instructions* ***before*** *completing this part.*

			(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			335,040.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			-316,815.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			18,225.

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

Part IV **Capital Loss Limitation**

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

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

Part V **Tax Computation Using Maximum Capital Gains Rates**

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

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

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

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

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

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a

OMB No 1545-0092

2008

Name of estate or trust: THE FRED HARRIS DANIELS FOUNDATION

Employer identification number: 04-6014333

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 500000. FEDERAL HOME LN BKS CONS BD CALL 12/18/08 @	05/27/2008	12/18/2008	500,000.00	500,000.00	
500000. FEDERAL HOME LN BKS CONS BD CALL 1/15/09 @1	06/23/2008	01/15/2009	500,000.00	500,000.00	
500000. FEDERAL HOME LN BKS CONS BD CALL 7/2/08 @10	03/11/2008	01/29/2009	500,000.00	500,000.00	
400000. APACHE CORP NT	10/14/2008	07/13/2009	460,816.00	396,220.00	64,596.00
400000. CVS CAREMARK CORP SR UNSECD NT	10/14/2008	08/17/2009	424,584.00	344,829.00	79,755.00
400000. COMMONWEALTH EDISON CO 1ST MTG SER 106	10/02/2008	10/02/2009	440,964.00	388,069.00	52,895.00
400000. UNION ELEC CO SR SECD NT	11/14/2008	10/02/2009	440,980.00	346,140.00	94,840.00
400000. ATMOS ENERGY CORP BD	01/16/2009	10/27/2009	427,768.00	384,814.00	42,954.00

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b 335,040.00

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side	Employer identification number
THE FRED HARRIS DANIELS FOUNDATION	04-6014333

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

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 5750. LIBERTY MEDIA HLDG CORP INTERACTIVE SER A COM	07/26/2004	11/17/2008	17,033.00	97,523.00	-80,490.00
1000. LIBERTY MEDIA HLDG CORP INTERACTIVE SER A COM	08/27/2004	11/17/2008	2,962.00	17,731.00	-14,769.00
1750. LIBERTY MEDIA HLDG CORP INTERACTIVE SER A COM	12/20/2005	11/17/2008	5,184.00	31,650.00	-26,466.00
8500. LIBERTY MEDIA HLDG CORP INTERACTIVE SER A COM	06/20/2007	11/17/2008	25,179.00	204,383.00	-179,204.00
38500. ISHARES INC MSCI JAPAN INDEX FD	01/08/2008	02/05/2009	330,713.00	502,810.00	-172,097.00
8000. CORTS TR BELLSOUTH CAP 7.12% PFD	03/26/2001	06/19/2009	191,835.00	200,000.00	-8,165.00
500000. FEDERAL FARM CR BKS CONS BD CALL 7/30/09 @1	07/23/2008	07/30/2009	500,000.00	500,000.00	
358.822 TRAVELERS COS INC COM	10/19/1993	08/11/2009	16,166.00	2,956.00	13,210.00
89.879 TRAVELERS COS INC COM	10/19/1993	08/11/2009	4,049.00	738.00	3,311.00
738.481 TRAVELERS COS INC COM	10/19/1993	08/11/2009	33,271.00	6,565.00	26,706.00
184.661 TRAVELERS COS INC COM	10/19/1993	08/11/2009	8,320.00	1,637.00	6,683.00
4491.758 TRAVELERS COS INC COM	03/26/2003	08/11/2009	202,367.00	150,617.00	51,750.00
2600.399 TRAVELERS COS INC COM	12/18/2003	08/11/2009	117,156.00	97,380.00	19,776.00
400000. KRAFT FOODS INC SR UNSECD NT	10/02/2008	10/27/2009	428,844.00	386,173.00	42,671.00

6b Total Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . . -317,084.00

JSA
8F1222 2 000

FEDERAL CAPITAL GAIN DIVIDENDS

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS		
AT&T INC	269.00	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		269.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		269.00