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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

2008

Department of the Treasury
Internal Revenue Service

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

For calendar year 2008, or tax year beginning NOV 1, 2008, and ending OCT 31, 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 HARRY DENT FAMILY FOUNDATION, INC.		A Employer identification number 16-0849923
	Number and street (or P.O. box number if mail is not delivered to street address) Room/suite P.O. BOX 506, 755 CENTER STREET		B Telephone number (716) 754-8276
	City or town, state, and ZIP code LEWISTON, NY 14092		C If exemption application is pending, 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		D 1 Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 4,586,547.		J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) _____	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 ☐

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))		(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			N/A	
	2 Check ☒ If the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	1,129.	1,124.		STATEMENT 2
	4 Dividends and interest from securities	161,8			

Part II Balance Sheets				Attached schedules and amounts in the description column should be for end-of-year amounts only		
				Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		19,721.	38,375.	38,375.
	2	Savings and temporary cash investments		173,671.	429,956.	429,956.
	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				
	7	Other notes and loans receivable ▶				
		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	STMT 8	598,697.	444,982.	462,048.
	b	Investments - corporate stock	STMT 9	2,998,808.	2,598,049.	2,593,109.
	c	Investments - corporate bonds	STMT 10	1,051,708.	823,396.	840,731.
11	Investments - land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other	STMT 11	84,470.	214,268.	215,355.	
14	Land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶ DUE FROM BROKER)		0.	6,973.	6,973.	
16	Total assets (to be completed by all filers)		4,927,075.	4,555,999.	4,586,547.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶ STATEMENT 12)		10,323.	2,261.	
23	Total liabilities (add lines 17 through 22)		10,323.	2,261.		
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		6,856,683.	6,856,683.	
28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds		<1,939,931.>	<2,302,945.>		
30	Total net assets or fund balances		4,916,752.	4,553,738.		
31	Total liabilities and net assets/fund balances		4,927,075.	4,555,999.		

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	4,916,752.
2	Enter amount from Part I, line 27a	2	<363,014.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	4,553,738.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,553,738.

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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				
b SEE ATTACHED STATEMENTS				
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 2,909,683.		3,206,958.	<297,275.>	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e			<297,275.>	
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 <297,275.>
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) If (loss), enter -0- in Part I, line 8		3 N/A

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.)

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see 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	1,379.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)	2	0.
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	3	1,379.
3	Add lines 1 and 2	4	0.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	5	1,379.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		
6	Credits/Payments		
a	2008 estimated tax payments and 2007 overpayment credited to 2008	6a	4,589.
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	4,589.
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	3,210.
11	Enter the amount of line 10 to be Credited to 2009 estimated tax	11	0.

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?		X
1b Did it spend more than \$100 during the		

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► JANE E. GAILEY Telephone no ► 716-754-8276 Located at ► SAME ADDRESS AS ON PAGE 1 ZIP+4 ► 14092			
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		N/A

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

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

	Yes	No
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)? Organizations relying on a current notice regarding disaster assistance check here		X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that		

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)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

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?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 NONE	
	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 NONE	
	0.
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	4,061,105.
b	Average of monthly cash balances	1b	194,198.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	4,255,303.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	4,255,303.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	63,830.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,191,473.
6	Minimum investment return. Enter 5% of line 5	6	209,574.

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

1	Minimum investment return from Part X, line 6	1	209,574.
2a	Tax on investment income for 2008 from Part VI, line 5	2a	1,379.
b	Income tax for 2008 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,379.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	208,195.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	208,195.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	208,195.

Part XII Qualifying Distributions

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				208,195.
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			87,947.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2008				
a From 2003				
b From 2004				
c From 2005				
d From 2006				
e From 2007				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2008 from Part XII, line 4 ▶ \$ 134,642.				
a Applied to 2007, but not more than line 2a			87,947.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2008 distributable amount	0.			46,695.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:	0.			
a Corpus: Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income: Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has				

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

N/A

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

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

b 85% of line 2a

c Qualifying distributions from Part XII, line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities

Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon:

a "Assets" alternative test - enter (1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Tax year	Prior 3 years			(e) Total
	(a) 2008	(b) 2007	(c) 2006	

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i> DENT NEUROSCIENCES RESEARCH CTR INC, 3980 SHERIDAN DR 6TH FL, AMHERST, NY 14	NONE	501(C)(3)	RESEARCH	80,000.
Total			▶ 3a	80,000.
<i>b Approved for future payment</i> NONE				
Total			▶ 3b	0.

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
	(a) Business code	(b) Amount	(c) Exclu- sion 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			14	1,129.	
4 Dividends and interest from securities			14	161,811.	
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	<297,275.>	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a _____					
b _____					
c _____					
d _____					
e _____					

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 WESTERN ASSET - SEE ATTACHMENT I	P	VARIOUS	VARIOUS
b DELAWARE INTERNATIONAL - SEE ATTACHMENT I	P	VARIOUS	VARIOUS
c CLEARBRIDGE MULTI CAP GROWTH - SEE ATTACHMENT I	P	VARIOUS	VARIOUS
d NOTTINGHAM ADVISORS INC - SEE ATTACHMENT I	P	VARIOUS	VARIOUS
e LORD ABBETT LC VALUE - SEE ATTACHMENT I	P	VARIOUS	VARIOUS
f LAZARD INTERNATIONAL - SEE ATTACHMENT I	P	VARIOUS	VARIOUS
g JENNISON LARGE CAP GROWTH - SEE ATTACHMENT I	P	VARIOUS	VARIOUS
h HANSBERGER EMERGING MKTS - SEE ATTACHMENT I	P	VARIOUS	VARIOUS
i PENN CAPITAL - SEE ATTACHMENT I	P	VARIOUS	VARIOUS
j NFJ DIVIDEND VALUE - SEE ATTACHMENT I	P	VARIOUS	VARIOUS
k ENRON CORP SECURITIES LITIGATION PROCEEDS	P	VARIOUS	VARIOUS
l TYCO INTL LTD SECURITIES LITIGATION PROCEEDS	P	VARIOUS	VARIOUS
m MERRILL LYNCH SECURITIES LITIGATION PROCEEDS	P	VARIOUS	VARIOUS
n CARDINAL HEALTH SECURITIES LITIGATION PROCEEDS	P	VARIOUS	VARIOUS
o CHIRON CORP SECURITIES LITIGATION PROCEEDS	P	VARIOUS	VARIOUS

(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 1,488,809.		1,421,375.	67,434.
b 277,919.		312,191.	<34,272.>
c 87,876.		92,999.	<5,123.>
d 140,024.		152,567.	<12,543.>
e 132,139.		192,850.	<60,711.>
f 134,001.		194,527.	<60,526.>
g 311,932.		329,714.	<17,782.>
h 21,428.		40,146.	<18,718.>
i 2,017.		2,081.	<64.>
j 2			

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	COLA COLA CO SECURITIES LITIGATION PROCEEDS	P	VARIOUS	VARIOUS
b	50,000 COUNTRYWIDE HOME LNS INC. 4.0%, DUE 3/22/1	P	03/13/07	12/19/08
c	25,000 FEDERAL NATL MTG ASSN GLOBAL DEBS 4.375%,	P	12/22/03	11/05/08
d	25,000 FNMA 5.0%, DUE 3/1/36	P	01/09/08	12/10/08
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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 426.			426.
b 47,625.		47,625.	0.
c 25,583.		24,853.	730.
d 19,960.		19,524.	436.
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

|--|

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT 1

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
WESTERN ASSET - SEE ATTACHMENT I				PURCHASED	VARIOUS	VARIOUS
	1,488,809.	1,421,375.	0.	0.	67,434.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
DELAWARE INTERNATIONAL - SEE ATTACHMENT I				PURCHASED	VARIOUS	VARIOUS
	277,919.	312,191.	0.	0.	<34,272.>	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
CLEARBRIDGE MULTI CAP GROWTH - SEE ATTACHMENT I				PURCHASED	VARIOUS	VARIOUS
	87,876.	92,999.	0.	0.	<5,123.>	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
INGHAM ADVISORS INC - SEE ATTACHMENT I					
	140,024.	152,567.	0.	0.	<12,543.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LORD ABBETT LC VALUE - SEE ATTACHMENT I					
	132,139.	192,850.	0.	0.	<60,711.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LAZARD INTERNATIONAL - SEE ATTACHMENT I					
	134,001.	194,527.	0.	0.	<60,526.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
JENNISON LARGE CAP GROWTH - SEE ATTACHMENT I					
	311,932.	329,714.	0.	0.	<17,782.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
ROSENBERG EMERGING MKTS - SEE ATTACHMENT I					
	21,428.	40,146.	0.	0.	<18,718.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PENN CAPITAL - SEE ATTACHMENT I					
	2,017.	2,081.	0.	0.	<64.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
NEJ DIVIDEND VALUE - SEE ATTACHMENT I					
	217,322.	376,506.	0.	0.	<159,184.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
ENRON CORP SECURITIES LITIGATION PROCEEDS					
	2,468.	0.	0.	0.	2,468.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
INTL LTD SECURITIES LITIGATION PROCEEDS	71.	0.	0.	0.	71.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MERRILL LYNCH SECURITIES LITIGATION PROCEEDS	6.	0.	0.	0.	6.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
CARDINAL HEALTH SECURITIES LITIGATION PROCEEDS	71.	0.	0.	0.	71.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
CHIRON CORP SECURITIES LITIGATION PROCEEDS	6.	0.	0.	0.	6.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
COLA CO SECURITIES LITIGATION PROCEEDS	426.	0.	0.	PURCHASED	VARIOUS	VARIOUS

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
50,000 COUNTRYWIDE HOME LNS INC. 4.0%, DUE 3/22/11	47,625.	47,625.	0.	PURCHASED	03/13/07	12/19/08

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
20,000 FEDERAL NATL MTG ASSN GLOBAL DEBS 4.375%, DUE 9/15/12	25,583.	24,853.	0.	PURCHASED	12/22/03	11/05/08

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
25,000 FNMA 5.0%, DUE 3/1/36	19,960.	19,524.	0.	PURCHASED	01/09/08	12/10/08

CAPITAL GAINS DIVIDENDS FROM PART IV

0.

TOTAL TO FORM 990-PF, PART I, LINE 6A

<297,275.>

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	AMOUNT
LAZARD TAX-FREE	5.
WESTERN ASSET MONEY FUNDS	1,124.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	1,129.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
VARIOUS FUNDS-DIVIDENDS	69,289.	0.	69,289.
VARIOUS FUNDS-INTEREST	92,522.	0.	92,522.
TOTAL TO FM 990-PF, PART I, LN 4	161,811.	0.	161,811.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	9,550.	4,775.		4,775.
TO FORM 990-PF, PG 1, LN 16B	9,550.	4,775.		4,775.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT AND CUSTODIAN FEES	36,418.	36,418.		0.
TO FORM 990-PF, PG 1, LN 16C	36,418.	36,418.		0.

FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	3,142.	3,142.		0.
TO FORM 990-PF, PG 1, LN 18	3,142.	3,142.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE	6,640.	3,320.		3,320.
OFFICE EXPENSE	1,544.	772.		772.
TELEPHONE	899.	449.		450.
NYS FILING FEE	250.	0.		250.
BANK FEE	88.	88.		0.
RETIREMENT PLAN FEE	150.	75.		75.
TO FORM 990-PF, PG 1, LN 23	9,571.	4,704.		4,867.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	8
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE
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FORM 990-PF	CORPORATE STOCK	STATEMENT 9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK SB 9112-SEE ATTACHMENT G	272,150.	394,487.
CORPORATE STOCK SB 9617-SEE ATTACHMENT C	210,695.	139,334.
CORPORATE STOCK SB 3911-SEE ATTACHMENT A	278,033.	283,881.
CORPORATE STOCK SB 6818	0.	0.
CORPORATE STOCK SB 7213-SEE ATTACHMENT E	670,177.	619,859.
CORPORATE STOCK SB 5416-SEE ATTACHMENT F	469,669.	439,509.
CORPORATE STOCK SB 7813-SEE ATTACHMENT B	388,989.	435,048.
CORPORATE STOCK SB 5711-SEE ATTACHMENT H	211,939.	190,262.
CORPORATE STOCK SB 74707-SEE ATTACHMENT K	96,397.	90,729.
 TOTAL TO FORM 990-PF, PART II, LINE 10B	 2,598,049.	 2,593,109.

FORM 990-PF	CORPORATE BONDS	STATEMENT 10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS-SEE ATTACHMENT D	823,396.	840,731.
 TOTAL TO FORM 990-PF, PART II, LINE 10C	 823,396.	 840,731.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT
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FORM 990-PF	OTHER LIABILITIES	STATEMENT	12
DESCRIPTION	BOY AMOUNT	EOY AMOUNT	
DUE TO BROKER	10,323.	0.	
TAXES PAYABLE	0.	2,261.	
TOTAL TO FORM 990-PF, PART II, LINE 22	10,323.	2,261.	

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	13
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
HARRY M. DENT III 1809 N. CLEVELAND AVE CHICAGO, IL 60614	PRESIDENT/DIRECTOR 1.00	0.	0.	0.
GERALD M. KUFNER 73 STRAUSS LANE RHINEBECK, NY 12572	DIRECTOR 1.00	0.	0.	0.
JOAN L. KIMBERLY 50 LEXINGTON AVENUE BUFFALO, NY 14222	TREASURER/DIRECTOR 1.00	0.	0.	0.
JANE E. GAILEY 343 MAIN STREET YOUNGSTOWN, NY 14174	SECRETARY/ASST TREASURER 28.00	60,092.	13,825.	0.
HEIDI D. ARTHURS 3819 LOWER RIVER RD YOUNGSTOWN, NY 14174	VICE PRESIDENT/DIRECTOR 1.00	0.	0.	0.
DALE B. DEMYANICK 403 MAIN ST, SUITE 430 BUFFALO, NY 14203	DIRECTOR 1.00	250.	0.	0.
GLORIA G. DENT 4333 N. OCEAN BLVD, #AS2 DELRAY BEACH, FL 33483	DIRECTOR 1.00	0.	0.	0.
PETER H. DENT P.O. BOX 4639 SANTA FE, NM 87505	DIRECTOR 1.00	0.	0.	0.

HARRY DENT FAMILY FOUNDATION, INC.

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GEORGIA D. KNISLEY 27 LAMOREE ROAD RHINEBECK, NY 12572	DIRECTOR 1.00	0.	0.	0.
LEN D. LENAHA 90 HALLAM ROAD BUFFALO, NY 14216	DIRECTOR 1.00	0.	0.	0.
CHRISTOPHER D. LENAHA 227 MIDDLESEX ROAD BUFFALO, NY 14216	DIRECTOR 1.00	0.	0.	0.
SCOTT STRAUSSER 806 WILSON LANE HINSDALE, IL 60521	DIRECTOR 1.00	250.	0.	0.
LISBETH L. WALLS P.O. BOX 782 BUFFALO, NY 14205	DIRECTOR 1.00	250.	0.	0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

60,842.	13,825.	0.
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Reserved Client Statement

October 1 - October 31, 2009

HARRY DENT FAMILY FDTN., INC.

Account number 356-13139-11 346

Common stocks & options

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
15	COVIDIEN PLC DUBLIN-USD	COV	04/08/08	\$ 685 94	\$ 45 729	\$ 42 12	\$ 631 80	(\$ 54 14) LT		
29			04/09/08	1,321 76	45 577	42 12	1,221 48	(100 28) LT		

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Client Statement**

October 1 - October 31, 2009

HARRY DENT FAMILY FDTN., INC. Account number 356-13139-11 346**Common stocks & options** continued

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
18	COVIDIEN PLC DUBLIN-USD	COV	04/24/08	\$ 851.43	\$ 47.301	\$ 42.12	\$ 758.16	(\$ 93.27) LT		
11			07/17/08	530.27	48.206	42.12	463.32	(66.95) LT		
14			02/25/09	499.98	35.712	42.12	589.68	89.70 ST		
87				3,889.38	44.706		3,664.44	(224.94)	1.709	62.64
8	AT&T INC	T	08/19/05	163.34	20.446	25.67	205.36	42.02 LT		
5			12/13/05	123.55	24.744	25.67	128.35	4.80 LT		
5			12/14/05	123.66	24.765	25.67	128.35	4.69 LT		
23			12/15/05	568.55	24.754	25.67	590.41	21.86 LT		
45			01/20/06	1,108.70	24.672	25.67	1,155.15	46.45 LT		
27			01/23/06	664.29	24.638					

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October 1 - October 31, 2009

HARRY DENT FAMILY FDTN., INC. Account number 356-13139-11 346**Common stocks & options** *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
39	ANNALY CAPITAL MANAGEMENT INC	NLY	07/15/08	\$ 558.77	\$ 14.327	\$ 16.91	\$ 659.49	\$ 100.72	LT	
40			09/16/08	566.87	14.171	16.91	676.40	109.53	LT	
5			11/06/08	67.78	13.556	16.91	84.55	16.77	ST	
49			02/05/09	729.21	14.881	16.91	828.59	99.38	ST	
133				1,922.63	14.456		2,249.03	326.40	16.321	367.08
2	AON CORP	AOC	09/05/07	87.04	43.52	38.51	77.02	(10.02)	LT	
20			01/18/08	859.51	42.975	38.51	770.20	(89.31)	LT	
26			02/11/08	1,066.29	41.011	38.51	1,001.26	(65.03)	LT	
60			05/01/09	2,206.41	36.773	38.51	2,310.60	104.19	ST	
108				4,219.25	39.067		4,159.08	(60.17)	1.558	64.80
8										

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October 1 - October 31, 2009

HARRY DENT FAMILY FDTN., INC. Account number 356-13139-11 346**Common stocks & options** *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
14	EOG RESOURCES INC	EOG	09/29/08	\$ 1,176.91	\$ 84.064	\$ 81.66	\$ 1,143.24	(\$ 33.67) LT		
31				3,221.83	103.924		2,531.46	(690.17) LT	.71	17.98
12	EATON CORP	ETN	07/16/03	479.66	39.972	60.45	725.40	245.74 LT		
18			04/28/05	1,055.39	58.632	60.45	1,088.10	32.71 LT		
11			02/28/06	767.03	69.73	60.45	664.95	(102.08) LT		
9			04/23/08	755.46	83.939	60.45	544.05	(211.41) LT		
25			06/30/08	2,139.96	85.598	60.45	1,511.25	(628.71) LT		
13			12/29/08	605.83	46.602	60.45	785.85	180.02 ST		
88				5,803.33	65.947		5,319.60	(483.73)	3.308	176.00
11	EL PASO CORP	EP	12/20/05	135.25	12.295	9.81	1			

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Client Statement**

October 1 - October 31, 2009

HARRY DENT FAMILY FDTN., INC. Account number 356-13139-11 346**Common stocks & options** continued

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
18	GENERAL ELECTRIC CO	GE	06/09/06	\$ 612.47	\$ 34.025	\$ 14.26	\$ 256.68	(\$ 355.79)	LT	
25			07/07/06	834.40	33.376	14.26	356.50	(477.90)	LT	
10			08/25/06	338.00	33.799	14.26	142.60	(195.40)	LT	
22			10/27/06	775.57	35.253	14.26	313.72	(461.85)	LT	
103			12/20/06	3,934.67	38.20	14.26	1,468.78	(2,465.89)	LT	
71			02/06/07	2,578.57	36.317	14.26	1,012.46	(1,566.11)	LT	
3			02/09/07	107.22	35.738	14.26	42.78	(64.44)	LT	
38			09/05/07	1,467.01	38.605	14.26	541.88	(925.13)	LT	
50			11/26/08	798.93	15.978	14.26	713.00	(85.93)	ST	
6			11/28/08	102.21	17.034					

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Client Statement

October 1 - October 31, 2009

HARRY DENT FAMILY FDTN., INC. Account number 356-13139-11 346

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
2	KOHL'S CORP	KSS	10/03/08	\$ 84.89	\$ 42.446	\$ 57.22	\$ 114.44	\$ 29.55 LT		
25			10/20/08	770.07	30.802	57.22	1,430.50	660.43 LT		
21			10/27/08	592.98	28.237	57.22	1,201.62	608.64 LT		
18			11/13/08	507.15	28.175	57.22	1,029.96	522.81 ST		
8			12/31/08	289.36	36.169	57.22	457.76	168.40 ST		
74				2,244.45	30.33		4,234.28	1,989.83		
2	KRAFT FOODS INC CLASS A	KFT	07/20/05	61.29	30.643	27.52	55.04	(6.25) LT		
7			07/22/05	213.72	30.531	27.52	192.64	(21.08) LT		
13			07/25/05	397.29	30.56	27.52	357.76	(39.53) LT		
1			07/29/05	30.59	30.592	27.52	27.52	(3.07) LT		
20			03/31/06	605.20	30.26	27.52	550.40	(54.80) LT		

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Client Statement**

October 1 - October 31, 2009

HARRY DENT FAMILY FDTN., INC. Account number 356-13139-11 346**Common stocks & options** *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
32	ZIONS BANCORP	ZION	09/09/09	\$ 520.63	\$ 16.269	\$ 14.16	\$ 453.12	(\$ 67.51) ST		
5			09/25/09	88.36	17.672	14.16	70.80	(17.56) ST		
5			09/28/09	88.48	17.696	14.16	70.80	(17.68) ST		
6			09/30/09	107.23	17.87	14.16	84.96	(22.27) ST		
21			10/14/09	386.72	18.415	14.16	297.36	(89.36) ST		
228				4,543.50	19.928		3,228.48	(1,315.02)	282	9.12
Total common stocks and options				\$ 278,033.50			\$ 283,880.68	\$ 25,565.94 ST	1.64	\$ 4,682.87
								(\$ 19,718.76) LT		

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**Reserved
Client Statement**
October 1 - October 31, 2009

HARRY DENT FAMILY FDTN., INC. Account number 356-70178-13 346

Common stocks & options

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
5	ALCON INC	ACL	01/07/05	\$ 394.03	\$ 78.806	\$ 142.79	\$ 713.95	\$ 319.92	LT	
15			02/13/06	1,702.50	113.50	142.79	2,141.85	439.35	LT	

