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

2008

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

For calendar year 2008, or tax year beginning 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
METAL INDUSTRIES FOUNDATION, INC.

Number and street (or P O box number if mail is not delivered to street address) Room/suite
861 N HERCULES AVENUE

City or town, state, and ZIP code
CLEARWATER, FL 33765

A Employer identification number
23-7098483

B Telephone number
(727) 461-0501

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16)
\$ 3,019,241. (Part I, column (d) must be on cash basis.)

J Accounting method: ☐ Cash ☒ Accrual
☐ Other (specify) _____

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)
1	Contributions, gifts, grants, etc., received				
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	651.	651.	651.	STATEMENT 2
4	Dividends and interest from securities	107,070.	107,070.	107,070.	STATEMENT 3
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	<293,029.>			STATEMENT 1
b	Gross sales price for all assets on line 6a	1,096,513.			
7	Capital gain net income (from Part IV, line 2)		0.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss)				
11	Other income				
12	Total. Add lines 1 through 11	<185,308.>	107,721.	107,721.	
13	Compensation of officers, directors, trustees, etc.	0.	0.	0.	0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees STMT 4	120.	0.	0.	0.
b	Accounting fees STMT 5	16,377.	0.	0.	0.
c	Other professional fees				
17	Interest				
18	Taxes STMT 6	3,239.	0.	0.	0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses STMT 7	61.	0.	0.	0.
24	Total operating and administrative expenses. Add lines 13 through 23	19,797.	0.	0.	0.
25	Contributions, gifts, grants paid	29,260.			29,260.
26	Total expenses and disbursements. Add lines 24 and 25	49,057.	0.	0.	29,260.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	<234,365.>			
b	Net investment income (if negative, enter -0-)		107,721.		
c	Adjusted net income (if negative, enter -0-)			107,721.	

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Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	9,049.	13,531.	13,531.
	2 Savings and temporary cash investments	93,607.	125,823.	125,823.
	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 ▶ 150,581.			
	Less: allowance for doubtful accounts ▶	157,821.	150,581.	150,581.
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	3,008.	3,240.	3,240.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds STMT 8	1,259,037.	706,840.	717,176.
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	1,671,634.	1,968,742.	1,966,398.
	14 Land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 10)	51,229.	42,492.	42,492.
Net Assets or Fund Balances	16 Total assets (to be completed by all filers)	3,245,385.	3,011,249.	3,019,241.
	17 Accounts payable and accrued expenses	1,993.	2,222.	
	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 ▶)			
	23 Total liabilities (add lines 17 through 22)	1,993.	2,222.	
	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	2,128,261.	2,128,261.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	751,822.	751,822.	
	29 Retained earnings, accumulated income, endowment, or other funds	363,309.	128,944.	
	30 Total net assets or fund balances	3,243,392.	3,009,027.	
	31 Total liabilities and net assets/fund balances	3,245,385.	3,011,249.	

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	3,243,392.
2 Enter amount from Part I, line 27a	2	<234,365.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	3,009,027.
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	3,009,027.

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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 1,096,513.		1,389,542.	<293,029.>		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e			<293,029.>		
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	<293,029.>	
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	0.	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see 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	61,430.	2,880,224.	.021328
2006	37,344.	2,879,761.	.012968
2005	67,688.	2,729,267.	.024801
2004	66,806.	2,678,804.	.024939
2003	50,876.	2,759,106.	.018439
2 Total of line 1, column (d)			2 .102475
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 .020495
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5			4 2,560,148.
5 Multiply line 4 by line 3			5 52,470.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,077.
7 Add lines 5 and 6			7 53,547.
8 Enter qualifying distributions from Part XII, line 4			8 29,260.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling letter: _____ (attach copy of ruling letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	2,154.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	2,154.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	2,154.
6 Credits/Payments:			
a 2008 estimated tax payments and 2007 overpayment credited to 2008	6a	3,240.	
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	3,240.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	1,086.	
11 Enter the amount of line 10 to be: Credited to 2009 estimated tax <input type="checkbox"/> 1,086. Refunded <input type="checkbox"/> 0.	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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> FL		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ J L FASENMYER Telephone no. ▶ 727-461-0501
 Located at ▶ 861 N HERCULES AVE CLEARWATER, FL ZIP+4 ▶ 33765

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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here <u>N/A</u> ▶ <input type="checkbox"/>	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2008?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No If "Yes," list the years ▶ <u>2007</u> , <u>2006</u> , <u>2005</u> , <u>2004</u>		
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 instructions.)	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ _____ , _____ , _____ , _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2008 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2008.) <u>N/A</u>	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

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ 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

6b

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

If you answered "Yes" to 6b, also file Form 8870

☐ Yes ☒ No

7b

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?

N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
PETE DESOTO	TRUSTEE			
CLEARWATER, FLORIDA	0.00	0.	0.	0.
JAY K POPPLETON	TRUSTEE			
CLEARWATER, FLORIDA	0.00	0.	0.	0.
SARAH WALKER GUTHRIE	TRUSTEE			
CLEARWATER, FLORIDA	0.00	0.	0.	0.

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

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

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

0

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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	2,456,444.
b	Average of monthly cash balances	1b	142,691.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	2,599,135.
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	2,599,135.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	38,987.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,560,148.
6	Minimum investment return. Enter 5% of line 5	6	128,007.

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	128,007.
2a	Tax on investment income for 2008 from Part VI, line 5	2a	2,154.
b	Income tax for 2008. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,154.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	125,853.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	125,853.
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	125,853.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	29,260.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	29,260.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	29,260.

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.

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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				125,853.
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			140,772.	
b Total for prior years: 2006, 2005, 2004		197,046.		
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: ▶ \$ 29,260.			29,260.	
a Applied to 2007, but not more than line 2a				
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.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		197,046.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		197,046.		
e Undistributed income for 2007. Subtract line 4a from line 2a. Taxable amount - see instr.			111,512.	
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009				125,853.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2004				
b Excess from 2005				
c Excess from 2006				
d Excess from 2007				
e Excess from 2008				

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

N/A

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

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

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see 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).)

NONE

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

NONE

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

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

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

SARAH WALKER GUTHRIE C/O: METAL INDUSTRIES FOUNDATION, INC.

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

LETTER OR STUDENT LOAN APPLICATION

c Any submission deadlines:

NONE

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

MUST BE NEEDY OR WORTHY

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 ATTACHED LIST OF CONTRIBUTIONS				29,260.
Total			▶ 3a	29,260.
b Approved for future payment NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		Related or exempt function income
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	651.		
4 Dividends and interest from securities			14	107,070.		
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	<293,029.>		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		0.		<185,308.>		0.
13 Total. Add line 12, columns (b), (d), and (e)					13	<185,308.>

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

Part XVII	Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations
------------------	--

<p>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?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>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.</p>	Yes	No
	1a(1)	X
	1a(2)	X
	1b(1)	X
	1b(2)	X
	1b(3)	X
	1b(4)	X
	1b(5)	X
	1b(6)	X
	1c	X

[illegible]

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

b If "Yes," complete the following schedule.

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

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.				
Sign Here	Signature of officer or trustee <i>Aras Galsen Satim</i>		Date <i>3/12/10</i>	Title TRUSTEE
	Preparer's signature <i>[Signature]</i>		Date <i>[Blank]</i>	Check if self-employed <input type="checkbox"/>
Paid Preparer's Use Only	Firm's name (or yours if self-employed), address, and ZIP code <i>[Blank]</i>		Preparer's identifying number <i>[Blank]</i>	
	EIN <i>[Blank]</i>		Phone no. <i>[Blank]</i>	

METAL INDUSTRIES FOUNDATION, INC.

23-7098483

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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	1209.558 SH-GOLDMAN SACHS TR EMERGING MKTS EQTY	P	VARIOUS	11/25/08
b	609.264 SH-PIMCO COMMONDITY REALRETURN STRATEGY	P	VARIOUS	11/25/08
c	7070.382 SH-RIDGEWORTH FD LARGE CAP CORE EQTY #983	P	VARIOUS	11/25/08
d	506.885 SH-RIDGEWORTH FD SHORT TERM BD #516	P	VARIOUS	11/25/08
e	3454.014 SH-RIDGEWORTH FD INTER BD #850	P	VARIOUS	11/25/08
f	CORP BOND-ANHEUSER BUSCH COS INC	P	VARIOUS	12/29/08
g	CORP BOND-GENERAL ELEC CAP CORP SR MTN SER A	P	VARIOUS	12/29/08
h	CORP BOND-GENWORTH FINL INC	P	VARIOUS	12/29/08
i	CORP BOND-LEHMAN BROTHERS HLDGS INC MTN SER G	P	VARIOUS	12/04/08
j	3887.827 SH-RIDGEWORTH FD INTL EQ #540	P	VARIOUS	12/16/08
k	TREASURY BOND-BARCLAYS 20+ YR	P	VARIOUS	01/13/09
l	3.81 SH-DREYFUS BOSTON CO SMALLCAP EQTY TE	P	VARIOUS	02/03/09
m	471.476 SH-T ROWE PRICE INSTL EQTY LARGE CAP GRT	P	VARIOUS	02/03/09
n	96.206 SH-RIDGEWORTH FD MIDCAP VAL EQ #412	P	VARIOUS	02/03/09
o	3260.94 SH-RIDGEWORTH FD US GOVT SECS #532	P	VARIOUS	02/03/09

(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 13,148.		26,174.	<13,026.>
b 5,319.		8,503.	<3,184.>
c 65,260.		113,665.	<48,405.>
d 4,638.		4,922.	<284.>
e 34,851.		35,196.	<345.>
f 89,001.		101,821.	<12,820.>
g 147,422.		152,924.	<5,502.>
h 36,500.		102,058.	<65,558.>
i 8,250.		101,050.	<92,800.>
j 27,720.		55,964.	<28,244.>
k 134,054.		123,194.	10,860.
l 86.		156.	<70.>
m 4,248.		7,482.	<3,234.>
n 634.		1,265.	<631.>
o 36,066.		34,060.	2,006.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<13,026.>
b			<3,184.>
c			<48,405.>
d			<284.>
e			<345.>
f			<12,820.>
g			<5,502.>
h			<65,558.>
i			<92,800.>
j			<28,244.>
k			10,860.
l			<70.>
m			<3,234.>
n			<631.>
o			2,006.

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

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

METAL INDUSTRIES FOUNDATION, INC.

23-7098483

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3

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	26.645 SH-T ROWE PRICE REAL ESTATE FD COM	P	VARIOUS	02/03/09
b	575 SH-VANGUARD INTL EQTY INDX EMRG MKTS	P	VARIOUS	02/05/09
c	GOV'T BOND-FEDERAL HOME LN MTG CORP	P	VARIOUS	03/16/09
d	CORP BOND-GOLDMAN SACHS GROUP INC	P	VARIOUS	05/15/09
e	25.472 SH-FORUM FDS ABSOLUTE STRATEGIES INSTL	P	VARIOUS	05/19/09
f	349.211 SH-T ROWE PRICE INSTL EQTY LARECAP GRT	P	VARIOUS	05/19/09
g	99.857 SH-PIMCO COMMODITY REALRTN STRATEGY USA	P	VARIOUS	05/19/09
h	2286.661 SH-REDGEWORTH FD AGGRESSIVE GRWTH #558	P	VARIOUS	05/19/09
i	78.431 SH-RIDGEWORTH FD EMERGING GROWTH #593	P	VARIOUS	05/19/09
j	214.407 SH-RIDGEWORTH FD INTL EQ INDEX #530	P	VARIOUS	05/19/09
k	3503.936 SH-RIDGEWORTH FD US GOVT SECS #532	P	VARIOUS	05/19/09
l	21.824 SH-ALLIANZ FDS NFJ SMALLCAP VALUE FD	P	VARIOUS	07/21/09
m	296.911 SH-DREYFUS BOSTON CO SMALLCAP EQTY TE	P	VARIOUS	07/21/09
n	59.229 SH-EATON VANCE TAX MGD VAL I IBT #35572	P	VARIOUS	07/21/09
o	273.093 SH-T ROWE PRICE INSTL EQTY LARGE CAP GRT	P	VARIOUS	07/21/09

(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 243.		641.	<398.>
b 12,216.		12,619.	<403.>
c 100,000.		101,391.	<1,391.>
d 100,000.		102,228.	<2,228.>
e 243.		279.	<36.>
f 3,761.		5,512.	<1,751.>
g 700.		615.	85.
h 20,626.		24,452.	<3,826.>
i 600.		1,136.	<536.>
j 2,277.		2,157.	120.
k 38,088.		35,559.	2,529.
l 457.		671.	<214.>
m 7,616.		10,485.	<2,869.>
n 799.		1,206.	<407.>
o 3,187.		4,146.	<959.>

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<398.>
b			<403.>
c			<1,391.>
d			<2,228.>
e			<36.>
f			<1,751.>
g			85.
h			<3,826.>
i			<536.>
j			120.
k			2,529.
l			<214.>
m			<2,869.>
n			<407.>
o			<959.>

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

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

METAL INDUSTRIES FOUNDATION, INC.

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	60.37 SH-RIDGEWORTH FD MIDCAP VAL EQ #412	P	VARIOUS	07/21/09
b	186.061 SH-RIDGEWORTH FD LARGE CAP VAL EQTY #512	P	VARIOUS	07/21/09
c	57.16 SH-RIDGEWORTH FD EMERGING GROWTH #593	P	VARIOUS	07/21/09
d	357.161 SH-RIDGEWORTH FD LARGE CAP GRTH STK #510	P	VARIOUS	07/21/09
e	116.858 SH-RIDGEWORTH FD INTL EQ INDEX #530	P	VARIOUS	07/21/09
f	84.563 SH-RIDGEWORTH FD INTL 130/30 #242	P	VARIOUS	07/21/09
g	18.149 SH-RIDGEWORTH FD SEIX FLT HIGH INC #203	P	VARIOUS	07/21/09
h	1060.446 SH-ALLIANZ FDS NFJ SMALLCAP VALUE FD	P	VARIOUS	10/27/09
i	2630.926 SH-EATON VANCE TAX MGD VAL I IBT #35572	P	VARIOUS	10/27/09
j	746.249 SH-RIDGEWORTH FD MIDCAP VAL EQ #412	P	VARIOUS	10/27/09
k	3653.008 SH-RIDGEWORTH FD LARGE CAP VAL EQTY #512	P	VARIOUS	10/27/09
l	696.751 SH-RIDGEWORTH FD EMERGING GROWTH #593	P	VARIOUS	10/27/09
m	5269.275 SH-RIDGEWORTH FD LARGE CAP GRTH STK #510	P	VARIOUS	10/27/09
n	1923.025 SH-RIDGEWORTH FD INTL EQ INDEX #530	P	VARIOUS	10/27/09
o	201.519 SH-RIDGEWORTH FD LARGE CAP GRTH STK #510	P	VARIOUS	05/19/09

(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 489.		787.	<298.>
b 1,762.		2,379.	<617.>
c 487.		691.	<204.>
d 2,768.		4,365.	<1,597.>
e 1,324.		1,176.	148.
f 493.		771.	<278.>
g 149.		181.	<32.>
h 25,143.		27,047.	<1,904.>
i 40,069.		45,731.	<5,662.>
j 7,164.		8,618.	<1,454.>
k 38,868.		46,715.	<7,847.>
l 6,981.		7,220.	<239.>
m 45,790.		50,521.	<4,731.>
n 25,557.		19,346.	6,211.
o 1,459.		2,463.	<1,004.>

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<298.>
b			<617.>
c			<204.>
d			<1,597.>
e			148.
f			<278.>
g			<32.>
h			<1,904.>
i			<5,662.>
j			<1,454.>
k			<7,847.>
l			<239.>
m			<4,731.>
n			6,211.
o			<1,004.>

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	<293,029.>
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	0.

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) DEPREC.	(F) GAIN OR LOSS
1209.558 SH-GOLDMAN SACHS TR EMERGING MKTS EQTY	13,148.	26,174.	0.	0.	<13,026.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
609.264 SH-PIMCO COMMONDITY REALRETURN STRATEGY	5,319.	8,503.	0.	0.	<3,184.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
7070.382 SH-RIDGEWORTH FD LARGE CAP CORE EQTY #983	65,260.	113,665.	0.	0.	<48,405.>

(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
506.885 SH-RIDGEWORTH FD SHORT TERM BD #516	4,638.	4,922.	0.	PURCHASED	VARIOUS	11/25/08

(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
3454.014 SH-RIDGEWORTH FD INTER BD #850	34,851.	35,196.	0.	PURCHASED	VARIOUS	11/25/08

(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
CORP BOND-ANHEUSER BUSCH COS INC	89,001.	101,821.	0.	PURCHASED	VARIOUS	12/29/08

(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
CORP BOND-GENERAL ELEC CAP CORP SR MTN SER A	147,422.	152,924.	0.	PURCHASED	VARIOUS	12/29/08

(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
CORP BOND-GENWORTH FINL INC	36,500.	102,058.	0.	PURCHASED	VARIOUS	12/29/08

(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
CORP BOND-LEHMAN BROTHERS HLDGS INC MTN SER G	8,250.	101,050.	0.	PURCHASED	VARIOUS	12/04/08

(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
3887.827 SH-RIDGEWORTH FD INTL EQ #540	27,720.	55,964.	0.	PURCHASED	VARIOUS	12/16/08

(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
TREASURY BOND-BARCLAYS 20+ YR	134,054.	123,194.	0.	PURCHASED	VARIOUS	01/13/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
3.81 SH-DREYFUS BOSTON CO SMALLCAP EQTY TE	PURCHASED	VARIOUS	02/03/09		
	86.	156.	0.	0.	<70.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
471.476 SH-T ROWE PRICE INSTL EQTY LARGE CAP GRT	PURCHASED	VARIOUS	02/03/09		
	4,248.	7,482.	0.	0.	<3,234.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
96.206 SH-RIDGEWORTH FD MIDCAP VAL EQ #412	PURCHASED	VARIOUS	02/03/09		
	634.	1,265.	0.	0.	<631.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
3260.94 SH-RIDGEWORTH FD US GOVT SECS #532	PURCHASED	VARIOUS	02/03/09		
	36,066.	34,060.	0.	0.	2,006.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
26.645 SH-T ROWE PRICE REAL ESTATE FD COM	PURCHASED	VARIOUS	02/03/09		
	243.	641.	0.	0.	<398.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
575 SH-VANGUARD INTL EQTY INDX EMRG MKTS	PURCHASED	VARIOUS	02/05/09		
	12,216.	12,619.	0.	0.	<403.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
GOV'T BOND-FEDERAL HOME LN MTG CORP	PURCHASED	VARIOUS	03/16/09		
	100,000.	101,391.	0.	0.	<1,391.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
CORP BOND-GOLDMAN SACHS GROUP INC	PURCHASED	VARIOUS	05/15/09		
	100,000.	102,228.	0.	0.	<2,228.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
25.472 SH-FORUM FDS ABSOLUTE STRATEGIES INSTL	243.	279.	0.	0.	<36.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
349.211 SH-T ROWE PRICE INSTL EQTY LARECAP GRT	3,761.	5,512.	0.	0.	<1,751.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
99.857 SH-PIMCO COMMODITY REALRTN STRATEGY USA	700.	615.	0.	0.	85.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2286.661 SH-REDGEWORTH FD AGGRESSIVE GRWTH #558	20,626.	24,452.	0.	0.	<3,826.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
78.431 SH-RIDGEWORTH FD EMERGING GROWTH #593	PURCHASED	VARIOUS	05/19/09		
	600.	1,136.	0.	0.	<536.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
214.407 SH-RIDGEWORTH FD INTL EQ INDEX #530	PURCHASED	VARIOUS	05/19/09		
	2,277.	2,157.	0.	0.	120.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
3503.936 SH-RIDGEWORTH FD US GOVT SECS #532	PURCHASED	VARIOUS	05/19/09		
	38,088.	35,559.	0.	0.	2,529.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
21.824 SH-ALLIANZ FDS NFJ SMALLCAP VALUE FD	PURCHASED	VARIOUS	07/21/09		
	457.	671.	0.	0.	<214.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
296.911 SH-DREYFUS BOSTON CO SMALLCAP EQTY TE	7,616.	10,485.	0.	0.	<2,869.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
59.229 SH-EATON VANCE TAX MGD VAL I IBT #35572	799.	1,206.	0.	0.	<407.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
273.093 SH-T ROWE PRICE INSTL EQTY LARGE CAP GRT	3,187.	4,146.	0.	0.	<959.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
60.37 SH-RIDGEWORTH FD MIDCAP VAL EQ #412	489.	787.	0.	0.	<298.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
186.061 SH-RIDGEWORTH FD LARGE CAP VAL EQTY #512	PURCHASED	VARIOUS	07/21/09		
	1,762.	2,379.	0.	0.	<617.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
57.16 SH-RIDGEWORTH FD EMERGING GROWTH #593	PURCHASED	VARIOUS	07/21/09		
	487.	691.	0.	0.	<204.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
357.161 SH-RIDGEWORTH FD LARGE CAP GRTH STK #510	PURCHASED	VARIOUS	07/21/09		
	2,768.	4,365.	0.	0.	<1,597.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
116.858 SH-RIDGEWORTH FD INTL EQ INDEX #530	PURCHASED	VARIOUS	07/21/09		
	1,324.	1,176.	0.	0.	148.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
84.563 SH-RIDGEWORTH FD INTL 130/30 #242	493.	771.	0.	0.	<278.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
18.149 SH-RIDGEWORTH FD SEIX FLT HIGH INC #203	149.	181.	0.	0.	<32.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1060.446 SH-ALLIANZ FDS NFJ SMALLCAP VALUE FD	25,143.	27,047.	0.	0.	<1,904.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2630.926 SH-EATON VANCE TAX MGD VAL I IBT #35572	40,069.	45,731.	0.	0.	<5,662.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
746.249 SH-RIDGEWORTH FD MIDCAP VAL EQ #412	7,164.	8,618.	0.	0.	<1,454.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3653.008 SH-RIDGEWORTH FD LARGE CAP VAL EQTY #512	38,868.	46,715.	0.	0.	<7,847.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
696.751 SH-RIDGEWORTH FD EMERGING GROWTH #593	6,981.	7,220.	0.	0.	<239.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
5269.275 SH-RIDGEWORTH FD LARGE CAP GRTH STK #510	45,790.	50,521.	0.	0.	<4,731.>

(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
1923.025 SH-RIDGEWORTH FD INTL EQ INDEX #530	25,557.	19,346.	0.	PURCHASED	VARIOUS	10/27/09

(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
201.519 SH-RIDGEWORTH FD LARGE CAP GRTH STK #510	1,459.	2,463.	0.	PURCHASED	VARIOUS	05/19/09

CAPITAL GAINS DIVIDENDS FROM PART IV

0.

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

<293,029.>

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

SOURCE

AMOUNT

VARIOUS

651.

TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A

651.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
VARIOUS	107,070.	0.	107,070.
TOTAL TO FM 990-PF, PART I, LN 4	107,070.	0.	107,070.

FORM 990-PF	LEGAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
LEGAL	120.	0.	0.	0.	
TO FM 990-PF, PG 1, LN 16A	120.	0.	0.	0.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING	16,377.	0.	0.	0.	
TO FORM 990-PF, PG 1, LN 16B	16,377.	0.	0.	0.	

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
EXCISE	3,239.	0.	0.	0.	
TO FORM 990-PF, PG 1, LN 18	3,239.	0.	0.	0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
BANK CHARGES	0.	0.	0.	0.	
DEPT OF STATE-FILING FEE	61.	0.	0.	0.	
PUBLIC NOTICE-AD	0.	0.	0.	0.	
TO FORM 990-PF, PG 1, LN 23	61.	0.	0.	0.	

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
BOA MERRILL LYNCH CORPORATE BOND	100,220.	100,070.	
LEHMAN BROTHER HOLDING SER G-CORP BOND	0.	0.	
MELLON INSTL FDS-BOSTON CO SMALL CAP TAX	0.	0.	
RIDGEWORTH FUND-INTERMEDIATE BOND #850	235,299.	247,045.	
T ROWE PRICE-INSTL EQUITY LARGE CAP	62,901.	56,187.	
BOA-GOLDMAN SACHS GROUP INC	50,104.	52,682.	
BOA-GENWORTH FINANCIAL INC	0.	0.	
FORUM FUNDS ABSOLUTE STRAT	29,417.	29,328.	
ANHEUSER BUSCH COS INC	0.	0.	
PRUDENTIAL FINANCIAL INC	100,246.	101,814.	
SBC COMMUNICATIONS INC	25,150.	26,961.	
BERKSHIRE HATHAWAY FINANCIAL CORP	103,503.	103,089.	
GENERAL ELECTRIC CAP CORP BOND	0.	0.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	706,840.	717,176.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
FEDERAL MORTGAGE BACKED SECURITIES	COST	397,840.	425,625.
RIDGEWORTH FUND-SEIX FLTG RT HIGH	COST	47,812.	46,503.
RIDGEWORTH FUND-LARGE CAP REL VAL	COST	0.	0.
RIDGEWORTH FUND-INTERNATIONAL EQUITY	COST	0.	0.
RIDGEWORTH FUND-US GOVT SECURITIES	COST	0.	0.
RIDGEWORTH FUND-ST BOND	COST	68,357.	69,885.
RIDGEWORTH FUND-CAP APPRECIATION	COST	21,900.	27,629.
RIDGEWORTH FUND-AGGRESSIVE GROWTH	COST	0.	0.
RIDGEWORTH FUND-MID CAP VAL EQUITY	COST	14,725.	18,414.
PIMCO FUNDS FOREIGN BOND US	COST	27,316.	28,128.
PIMCO COMMODITY REALRETURN STRAT	COST	15,416.	19,091.
T ROWE PRICE-REAL ESTATE FUND CO	COST	22,997.	18,852.
RIDGEWORTH FUND-EMERGING GROWTH	COST	0.	0.
GOLDMAN SACHS TR EMERGING MKTS	COST	0.	0.
COLUMBIA US TREASURY INDEX FUND	COST	234,808.	230,261.
ISHR LEHMAN 20+ YR TREAS	COST	0.	0.
ISHR LEHMAN 1-3 YR TREAS	COST	9,617.	9,662.
EATON VANCE TX-MGD VAL-I-IBT#3	COST	39,748.	46,236.
RIDGEWORTH-LC VAL EQUITY #512	COST	93,728.	93,122.
RIDGEWORTH-INT'L 130/30 #242	COST	12,201.	9,318.
COLUMBIA MARISCO GROWTH FUND	COST	40,000.	34,343.
COLUMBIA CONVERTIBLE SECURITIES	COST	15,000.	11,965.

COLUMBIA MASTERS INTERNATIONAL	COST	62,000.	51,189.
COLUMBIA DIVIDEND INCOME FUND	COST	20,000.	15,963.
COLUMBIA VALUE & RECONSTRUCTURING FUND	COST	67,500.	54,938.
COLUMBIA SELECT L/C GROWTH FUND	COST	62,500.	55,346.
COLUMBIA EMERGING MARKETS FUND	COST	15,000.	9,043.
ISHR MSCI EMU INDEX FUND	COST	15,923.	12,695.
ISHR TR DOW JONES US UTILS SECTOR	COST	14,505.	11,965.
ISHRS DOW JONES US AEROSPACE & DEFENSE INDEX FD	COST	17,215.	14,645.
MARKET VECTORS AGRIBUSINESS ETF	COST	9,458.	7,628.
MARKET VECTORS NUCLEAR ETF	COST	16,240.	14,593.
POWERSHARES WILDERHILL	COST	7,639.	5,802.
POWERSHARES GLOBAL WATER	COST	8,448.	8,505.
SPDR S&P BIOTECH	COST	19,002.	15,168.
ALLIANZ FDS NFJ S/C VALUE FUND	COST	0.	0.
HARBOR INTERNATIONAL FUND	COST	9,500.	12,287.
MFS SER TR I	COST	9,500.	11,892.
RIDGEWORTH FUND-INTERNATIONAL EQ INDEX	COST	14,046.	18,187.
FNMA CITIGROUP GLOBAL MARKET	COST	152,356.	152,930.
PIMCO FUNDS PAC INVEST MGMT SER	COST	46,522.	51,754.
ASTON MONTAG & CALDWELL GROWTH FUND	COST	5,000.	5,799.
COLUMBIA MID CAP INDEX FUND	COST	15,000.	18,233.
COLUMBIA SMALL CAP INDEX FUND	COST	10,000.	11,889.
ISHRS COMEX GOLD TRUST	COST	4,605.	5,134.
ISHRS MSCI BRAZIL FREE INDEX	COST	5,311.	6,883.
ISHRS FTSE XINHAU HK CHINA	COST	3,584.	4,170.
PIMCO TOTAL RETURN FUND	COST	160,000.	168,470.
SENTINEL FUNDS SM CO FUND	COST	18,667.	18,839.
ABERDEEN EQUITY LONG SHORT	COST	19,626.	19,320.
JANUS INVESTMENT FUND PERKINS SMALL CO	COST	29,439.	28,645.
MANNING & NAPIER FUND INC	COST	49,065.	46,685.
OPPENHEIMER DEVELOPING MAKETS	COST	19,626.	18,767.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,968,742.	1,966,398.

FORM 990-PF	OTHER ASSETS		STATEMENT 10
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ACCRUED INTEREST INCOME	2,197.	2,610.	2,610.
EMPLOYEE STUDENT LOANS	49,032.	39,882.	39,882.
TO FORM 990-PF, PART II, LINE 15	51,229.	42,492.	42,492.

Metal Industries Foundation, Inc.
Attachment to 2008 Form 990 PF
Part XV, Grants and Contributions Paid During the Year (11/08 - 10/09)
EIN #23-7098483

NAME & ADDRESS	PURPOSE	DONATION
American Heart Association	Charitable	100 00
Bayside Community Church-Harbor Student Ministries	Charitable	500.00
Camphill Foundation	Charitable	2,500 00
Gator Boosters-Gainesville, FL	Charitable	11,440.00
Lowes Charitable & Educational Foundation	Charitable	1,000.00
Susan G. Komen Breast Cancer Foundation	Charitable	720.00
Texas A&M University	Charitable	3,000.00
Yavapai Regional Medical Center	Capital	10,000.00
		<u>\$ 29,260.00</u>