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

OMB No 1545-0052

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**
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
ROY SCHOLARSHIP TRUST
557005500

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite
JPMORGAN CHASE BANK, NA PO BOX 3038

City or town, state, and ZIP code
MILWAUKEE, WI 53201

A Employer identification number
74-6086969

B Telephone number
414-977-1210

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) **\$ 662,613.** (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				N/A	
2 Check ☒ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		259.	259.		STATEMENT 2
4 Dividends and interest from securities		16,510.	16,510.		STATEMENT 3
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		<79,143.>			STATEMENT 1
b Gross sales price for all assets on line 6a		360,466.			
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		627.	0.		STATEMENT 4
12 Total. Add lines 1 through 11		<61,747.>	16,769.		
13 Compensation of officers, directors, and trustees		6,099.	4,574.		1,525.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees	STMT 5	1,650.	0.		1,650.
c Other professional fees					
17 Interest					
18 Taxes					
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses					
24 Total operating and administrative expenses. Add lines 13 through 23		7,749.	4,574.		3,175.
25 Contributions, gifts, grants paid		15,750.			15,750.
26 Total expenses and disbursements. Add lines 24 and 25		23,499.	4,574.		18,925.
27 Subtract line 26 from line 12		<85,246.>			
a Excess of revenue over expenses and disbursements			12,195.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

LHA For Privacy Act and Paperwork Reduction Act Notice, see the instructions.

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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				
	2 Savings and temporary cash investments	54,295.	54,785.	54,785.	
	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				
	b Investments - corporate stock STMT 6	412,175.	337,500.	364,428.	
	c Investments - corporate bonds STMT 7	241,903.	232,192.	243,400.	
	11 Investments - land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶				
	12 Investments - mortgage loans				
	13 Investments - other				
	14 Land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶				
	15 Other assets (describe ▶)				
	16 Total assets (to be completed by all filers)	708,373.	624,477.	662,613.	
	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 ▶)					
23 Total liabilities (add lines 17 through 22)	0.	0.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ ☒				
	27 Capital stock, trust principal, or current funds	708,373.	623,127.		
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.		
	29 Retained earnings, accumulated income, endowment, or other funds	0.	1,350.		
	30 Total net assets or fund balances	708,373.	624,477.		
	31 Total liabilities and net assets/fund balances	708,373.	624,477.		

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)	708,373.
2 Enter amount from Part I, line 27a	<85,246.>
3 Other increases not included in line 2 (itemize) ▶ RECOVERY OF PRIOR YEAR GRANTS	1,350.
4 Add lines 1, 2, and 3	624,477.
5 Decreases not included in line 2 (itemize) ▶	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	624,477.

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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 PUBLICLY TRADED SECURITIES			
b LONG TERM CAPITAL GAIN	P		

(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 359,766.		439,609.	<79,843.>
b 700.			700.

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

(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	(l) Gains (Col (h) gain minus col. (k), but not less than -0-) or Losses (from col (h))
a			<79,843.>
b			700.

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	<79,143.>
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.)

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	15,446.	720,828.	.021428
2006	32,305.	775,405.	.041662
2005	27,688.	719,866.	.038463
2004	34,309.	707,999.	.048459
2003	28,122.	691,760.	.040653

2 Total of line 1, column (d)	2	.190665
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	.038133
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	604,129.
5 Multiply line 4 by line 3	5	23,037.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	122.
7 Add lines 5 and 6	7	23,159.
8 Enter qualifying distributions from Part XII, line 4	8	18,925.

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.

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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	244.
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	244.
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	244.
6 Credits/Payments			
a 2008 estimated tax payments and 2007 overpayment credited to 2008		6a	480.
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	480.
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	236.
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
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 ☐ \$ 0. (2) On foundation managers ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		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) ☐ TX		
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

N/A

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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? Website address ► N/A	13	X	
14	The books are in care of ► JPMORGAN CHASE BANK, NA Telephone no ► (512) 479-2684 Located at ► 221 W SIXTH ST, FLOOR 2, AUSTIN, TX ZIP+4 ► 78701			
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 ► ☐	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2008?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008? ☐ Yes ☒ No If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2008 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2008.) N/A	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)? ☐ Yes ☒ No

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

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

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
JPMORGAN CHASE BANK, NA PO BOX 3038 MILWAUKEE, WI 53201	TRUSTEE 2.00	6,099.	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 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 N/A	
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 N/A	
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	546,640.
b	Average of monthly cash balances	1b	66,689.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	613,329.
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	613,329.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	9,200.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	604,129.
6	Minimum investment return. Enter 5% of line 5	6	30,206.

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	30,206.
2a	Tax on investment income for 2008 from Part VI, line 5	2a	244.
b	Income tax for 2008 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	244.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	29,962.
4	Recoveries of amounts treated as qualifying distributions	4	1,350.
5	Add lines 3 and 4	5	31,312.
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	31,312.

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	18,925.
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	18,925.
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	18,925.

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				31,312.
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2008				
a From 2003	8,011.			
b From 2004				
c From 2005				
d From 2006				
e From 2007				
f Total of lines 3a through e	8,011.			
4 Qualifying distributions for 2008 from Part XII, line 4 ▶ \$	18,925.			
a Applied to 2007, but not more than line 2a			0.	
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.			18,925.
e Remaining amount distributed out of corpus	8,011.			8,011.
5 Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2007 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009				4,376.
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				

N/A

- ☐ 4942(I)(3) or ☐ 4942(I)(5)

- (4) Gross investment income**

[illegible]

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**

SEE STATEMENT 8

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

- c Any submission deadlines**

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

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)				
a <i>Paid during the year</i>				
SEE STATEMENT 9				
Total			► 3a	15,750.
b <i>Approved for future payment</i>				
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) 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	259.	
4 Dividends and interest from securities			14	16,510.	
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	<79,143.>	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a REFUND - EXCISE TAX			01	627.	
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)		0.		<61,747.>	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	<61,747.>

(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

- | | | Yes | No |
|----------|--|-----|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of | | |
| | (1) Cash | | X |
| | (2) Other assets | | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | | X |
| | (3) Rental of facilities, equipment, or other assets | | X |
| | (4) Reimbursement arrangements | | X |
| | (5) Loans or loan guarantees | | X |
| | (6) Performance of services or membership or fundraising solicitations | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[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		MAR 08 2010 Date	TRUSTEE Title
	AUTHORIZED OFFICER			
Paid Preparer's Use Only	Preparer's signature	Date	Check if self-employed ☐	Preparer's identifying number
	Firm's name (or yours if self-employed), address, and ZIP code			EIN Phone no

Form **990-PF** (2008)

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PUBLICLY TRADED SECURITIES			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
(F) GAIN OR LOSS			
359,766.	439,609.	0.	0.
			<79,843.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LONG TERM CAPITAL GAIN	PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
(F) GAIN OR LOSS			
700.	0.	0.	0.
			700.

CAPITAL GAINS DIVIDENDS FROM PART IV 0.

TOTAL TO FORM 990-PF, PART I, LINE 6A <79,143.>

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

SOURCE	AMOUNT
MONEY MARKET FUNDS	259.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	259.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	3
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS & INTEREST	16,510.	0.	16,510.
TOTAL TO FM 990-PF, PART I, LN 4	16,510.	0.	16,510.

FORM 990-PF	OTHER INCOME	STATEMENT	4
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
REFUND - EXCISE TAX	627.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	627.	0.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEES	1,650.	0.		1,650.
TO FORM 990-PF, PG 1, LN 16B	1,650.	0.		1,650.

FORM 990-PF	CORPORATE STOCK	STATEMENT	6
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE	337,500.	364,428.
TOTAL TO FORM 990-PF, PART II, LINE 10B	337,500.	364,428.

FORM 990-PF	CORPORATE BONDS	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE	232,192.	243,400.
TOTAL TO FORM 990-PF, PART II, LINE 10C	232,192.	243,400.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 8

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTEDJPMORGAN CHASE BANK, NA
2200 ROSS AVENUE 5TH FL
DALLAS, TX 75201TELEPHONE NUMBERNAME OF GRANT PROGRAM

(866) 300-6222

ROY SCHOLARSHIP

FORM AND CONTENT OF APPLICATIONSNONE - CHOSEN BY SELECTION COMMITTEE SUPERINTENDENTS OF PARTICIPATING HIGH
SCHOOLSANY SUBMISSION DEADLINES

MAY 1 ST TO RECEIVE A SCHOLARSHIP FOR THE FOLLOWING YEAR AT COLLEGE

RESTRICTIONS AND LIMITATIONS ON AWARDSGRADUATES OF THE FOLLOWING AUSTIN, TX HIGH SCHOOLS: AKINS HIGH SCHOOL,
AUSTIN HIGH SCHOOL,
BOWIE HIGH SCHOOL, CROCKET HIGH SCHOOL, DEL VALLE INDEPENDENT SCHOOL
DISTRICT,
EANES INDEPENDENT SCHOOL DISTRICT, JOHNSON HIGH SCHOOL, TRAVIS HIGH SCHOOL

FORM 990-PF	GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR	STATEMENT 9
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RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ADAM SEITZMAN C/O UNIVERSITY OF TEXAS-AUSTIN PO BOX 7758, AUSTIN, TX 78713	NONE SCHOLARSHIP	PUBLIC CHARITY	1,000.
ALICE LEDESMA C/O TEXAS STATE UNIVERSITY 601 UNIVERSITY DRIVE, SAN MARCOS, TX 78666-4685	NONE SCHOLARSHIP	PUBLIC CHARITY	1,000.
ASHLEY DUNCAN C/O SOUTHERN METHODIST UNIVERSITY 6425 BOAZ LANE, DALLAS, TX 75205	NONE SCHOLARSHIP	PUBLIC CHARITY	1,000.
BEN STELLY C/O UNIVERSITY OF TEXAS-AUSTIN PO BOX 7758, AUSTIN, TX 78713	NONE SCHOLARSHIP	PUBLIC CHARITY	1,000.
BLAKE RENNER C/O TEXAS A&M UNIVERSITY P.O. BOX 30015, COLLEGE STATION, TX 77842	NONE SCHOLARSHIP	PUBLIC CHARITY	1,000.
CELSO ROJAS C/O UNIVERSITY OF TEXAS-SAN ANTONIO ONE UTSA CIRCLE, SAN ANTONIO, TX 78249-1644	NONE SCHOLARSHIP	PUBLIC CHARITY	1,000.
CHLOE JORDAN C/O TEXAS A&M UNIVERSITY P.O. BOX 30015, COLLEGE STATION, TX 77842	NONE SCHOLARSHIP	PUBLIC CHARITY	1,000.
JACOB MCLAUGHLIN C/O TEXAS CHRISTIAN UNIVERSITY 2800 S. UNIVERSITY DR., FORT WORTH, TX 76129	NONE SCHOLARSHIP	PUBLIC CHARITY	1,000.

KALAE COROVA C/O TEXAS STATE UNIVERSITY 601 UNIVERSITY DRIVE, SAN MARCOS, TX 78666-4685	NONE SCHOLARSHIP	PUBLIC CHARITY	1,000.
KRISTEL DEEMS C/O UNIVERSITY OF TEXAS-AUSTIN PO BOX 7758, AUSTIN, TX 78713	NONE SCHOLARSHIP	PUBLIC CHARITY	1,000.
LINDSAY BIXBY C/O UNIVERSITY OF TEXAS-SAN ANTONIO ONE UTSA CIRCLE, SAN ANTONIO, TX 78249-1644	NONE SCHOLARSHIP	PUBLIC CHARITY	1,000.
LISA MORSE C/O SOUTHWESTERN UNIVERSITY 1001 EAST UNIVERSITY AVENUE, GEORGETOWN, TX 78626	NONE SCHOLARSHIP	PUBLIC CHARITY	1,000.
REBECCA SMITH C/O UNIVERSITY OF TEXAS-AUSTIN PO BOX 7758, AUSTIN, TX 78713	NONE SCHOLARSHIP	PUBLIC CHARITY	1,000.
SAMANTHA GRANDER C/O TEXAS A&M UNIVERSITY P.O. BOX 30015, COLLEGE STATION, TX 77842	NONE SCHOLARSHIP	PUBLIC CHARITY	1,000.
SARAH WILBANKS C/O UNIVERSITY OF TEXAS-AUSTIN PO BOX 7758, AUSTIN, TX 78713	NONE SCHOLARSHIP	PUBLIC CHARITY	1,000.
SOPHIE BRAME C/O TEXAS A&M UNIVERSITY P.O. BOX 30015, COLLEGE STATION, TX 77842	NONE SCHOLARSHIP	PUBLIC CHARITY	750.

TOTAL TO FORM 990-PF, PART XV, LINE 3A

15,750.

INVESTMENT REVIEW

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ROY SCHOLARSHIP FUND CHARITABLE SUMMARY OF ASSETS AS OF 10/31/09

ACCOUNT NUMBER: 557005500

<u>DESCRIPTION</u>	<u>TAX COST</u>	<u>MARKET VALUE</u>	<u>PERCENT MARKET</u>	<u>ESTIMATED ANNUAL INCOME</u>	<u>YIELD AT MARKET</u>
CASH EQUIVALENTS	54,785.26	54,785.26	8.27	65.75	0.12
MUTUAL FUNDS - FIXED INCOME	232,191.92	243,400.34	36.73	9,601.15	3.94
COMMON & MUTUAL FUNDS - EQUITIES	337,499.96	364,426.84	55.00	4,987.66	1.37
TOTAL ACCOUNT	624,477.14	662,612.44	100.00	14,654.56	2.21

INVESTMENT REVIEW

ACCOUNT NUMBER: 557005500

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DETAIL OF ASSETS AS OF 10/31/09

ROY SCHOLARSHIP FUND CHARITABLE

SHARES PAR VALUE OR UNITS	DESCRIPTION	TAX COST	MARKET PRICE	MARKET VALUE	PERCENT MARKET	ESTIMATED ANNUAL INCOME	CURRENT YLD/YLD TO MAT
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CASH

0.00	INCOME CASH	0.00		0.00	0.00		
0.00	PRINCIPAL CASH	0.00		0.00	0.00		
0.00	NET CASH	0.00		0.00	0.00		

CASH EQUIVALENTS

46,788.02	JPMORGAN DEPOSIT SWEEP INSTITUTIONAL	46,788.02	1.00	46,788.02	7.06	56.15	0.12
7,997.24	JPMORGAN DEPOSIT SWEEP INSTITUTIONAL	7,997.24	1.00	7,997.24	1.21	9.60	0.12
	TOTAL CASH EQUIVALENTS	54,785.26		54,785.26	8.27	65.75	0.12

MUTUAL FUNDS - FIXED INCOME

280	ISHARES BARCLAYS TIPS BD FD	28,851.05	104.01	29,122.80	4.40	910.84	3.13
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INVESTMENT REVIEW

ROY SCHOLARSHIP FUND CHARITABLE
 ACCOUNT NUMBER: 557005500

DETAIL OF ASSETS AS OF 10/31/09

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SHARES PAR VALUE OR UNITS	DESCRIPTION	TAX COST	MARKET PRICE	MARKET VALUE	PERCENT MARKET	ESTIMATED ANNUAL INCOME	CURRENT YLD/YLD TO MAT
2,796.72	JPMORGAN HIGH YIELD BOND FUND	21,751.20	7.52	21,031.33	3.17	1,745.15	8.30
8,538.8	JPMORGAN SHORT DURATION BOND FUND	90,532.74	10.88	92,902.12	14.02	2,356.71	2.54
1,737.42	JPMORGAN STRAT INCM OPPTYS FD SEL	17,713.56	11.52	20,015.02	3.02	562.92	2.81
5,723.99	JPMORGAN TOTAL RETURN FUND SEL	55,007.53	10.53	60,273.60	9.10	3,016.54	5.00
2,071.85	VANGUARD FX INC SEC INT TM INVT GRD*	18,335.84	9.68	20,055.47	3.03	1,008.99	5.03
	TOTAL MUTUAL FUNDS - FIXED INCOME	232,191.92		243,400.34	36.73	9,601.15	3.94
	COMMON & MUTUAL FUNDS - EQUITIES						
541.38	ARTIO GLOBAL INVT INTL EQ FD II I*	4,233.61	11.70	6,334.17	0.96	195.44	3.09
472.33	ASTON FDS TAMRO SMALL CAP FD CL I*	6,111.95	14.86	7,018.82	1.06	9.45	0.13
1,276.99	EATON VANCE INVT TR LG CAP VAL FD I*	17,150.00	15.67	20,010.46	3.02	362.67	1.81

INVESTMENT REVIEW

ROY SCHOLARSHIP FUND CHARITABLE
 ACCOUNT NUMBER: 557005500

DETAIL OF ASSETS AS OF 10/31/09

SHARES
 PAR VALUE
 OR UNITS

DESCRIPTION	TAX COST	MARKET PRICE	MARKET VALUE	PERCENT MARKET	ESTIMATED ANNUAL INCOME	CURRENT YLD/YLD TO MAT
998.4 FMI LARGE CAP FD*	10,153.75	13.22	13,198.87	1.99	181.71	1.38
95 ISHARES TR RUSSELL MIDCAP INDEX FD	5,405.67	74.81	7,106.95	1.07	91.96	1.29
233 ISHARES TR RUSSELL 2000 INDEX FD	12,833.57	56.33	13,124.89	1.98	135.37	1.03
215 ISHARES TR S & P MIDCAP 400 INDEX FD	14,620.24	65.82	14,151.30	2.14	174.15	1.23
2,086.8 JPMCB INTL EQUITY TR INT TAX RECLAIM	0.00	0.00	0.00	0.00	0.00	0.00
1,020.83 JPMORGAN ASIA EQUITY FUND	26,079.60	29.41	30,022.70	4.53	119.71	0.40
1,110 JPMORGAN GROWTH ADVANTAGE FD SELECT	6,304.80	6.60	7,326.00	1.11	0.00	0.00
1,146.38 JPMORGAN HIGHBRIDGE STAT MKT NEUT FD	18,343.08	15.98	18,319.18	2.76	37.43	0.20
2,373.52 JPMORGAN INTERNATIONAL VALUE FUND	20,649.58	12.40	29,431.59	4.44	874.00	2.97
774.25 JPMORGAN INTREPID AMERICA FUND	19,302.00	18.98	14,695.23	2.22	118.89	0.81

INVESTMENT REVIEW

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ACCOUNT NUMBER: 557005500

DETAIL OF ASSETS AS OF 10/31/09

ROY SCHOLARSHIP FUND CHARITABLE

SHARES PAR VALUE OR UNITS	DESCRIPTION	TAX COST	MARKET PRICE	MARKET VALUE	PERCENT MARKET	ESTIMATED ANNUAL INCOME	CURRENT YLD/YLD TO MAT
482.29	JPMORGAN INTREPID INTL FD SELECT CL	10,260.36	15.31	7,383.84	1.11	523.79	7.09
970.92	JPMORGAN LARGE CAP GROWTH FUND	12,223.90	15.21	14,767.71	2.23	29.50	0.20
1,889.32	JPMORGAN MARKET EXPANSION INDEX FUND	12,223.90	7.84	14,812.27	2.24	170.44	1.15
1,489.51	JPMORGAN TAX AWARE DISCIP EQ INSTL	18,335.84	14.64	21,806.40	3.29	352.54	1.62
1,748.85	JPMORGAN US EQUITY FUND	12,224.48	8.37	14,637.90	2.21	184.24	1.26
1,665.43	JPMORGAN US LARGE CAP CORE PLUS SEL	31,543.17	16.93	28,195.66	4.26	305.09	1.08
724.53	JPMORGAN US REAL ESTATE FUND	12,648.43	10.62	7,694.56	1.16	203.38	2.64
1,792.36	LEGG MASON PARTNERS EQUITY TR CL I*	18,335.84	11.64	20,863.07	3.15	419.41	2.01
4,130.4	MANNING & NAPIER NEW WORLD OPPTYS A*	29,306.06	7.65	31,597.55	4.77	247.82	0.78
844	MATTHEWS INTL FDS PAC TIGER FD*	13,053.40	17.72	14,955.68	2.26	250.67	1.68

INVESTMENT REVIEW

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ACCOUNT NUMBER: 557005500

DETAIL OF ASSETS AS OF 10/31/09

ROY SCHOLARSHIP FUND CHARITABLE

SHARES PAR VALUE OR UNITS	<u>DESCRIPTION</u>	<u>TAX COST</u>	<u>MARKET PRICE</u>	<u>MARKET VALUE</u>	<u>PERCENT MARKET</u>	<u>ESTIMATED ANNUAL INCOME</u>	<u>CURRENT YLD/YLD TO MAT</u>
68	SPDR GOLD TR GOLD SHS	6,156.73	102.53	6,972.04	1.05	0.00	0.00
	TOTAL COMMON & MUTUAL FUNDS - EQUITIES	<u>337,499.96</u>		<u>364,426.84</u>	<u>55.00</u>	<u>4,987.66</u>	<u>1.37</u>
	TOTAL ACCOUNT	<u>624,477.14</u>		<u>662,612.44</u>	<u>100.00</u>	<u>14,654.56</u>	<u>2.21</u>

INVESTMENT REVIEW

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ROY SCHOLARSHIP FUND CHARITABLE

DETAIL OF PENDING ASSETS AS OF 10/31/09

ACCOUNT NUMBER: 557005500

PENDING TRADES: NONE