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Form **990-PF**Department of the Treasury  
Internal Revenue Service**Return of Private Foundation  
or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation**

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 **12/01/08**, and ending **11/30/09**G Check all that apply Initial return ☐ Final return ☐ Amended return ☐ Address change ☐ Name change ☐

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation <b>The May Foundation Trust</b>		A Employer identification number <b>11-3243700</b>
	Number and street (or P O box number if mail is not delivered to street address) <b>c/o Barkan, 60 East 42nd Street</b>	Room/suite	B Telephone number (see page 10 of the instructions)
	City or town, state, and ZIP code <b>New York NY 10165</b>		C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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) **\$ 195,020** (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) (see pg 11 of the instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	205	205	205	
4 Dividends and interest from securities	2,314	2,314	2,314	
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10 <b>Stmt 1</b>	-52,889			
b Gross sales price for all assets on line 6a <b>109,254</b>				
7 Capital gain net income (from Part IV, line 2)		0		
8 Net short-term capital gain			0	
9 Income modifications				
10a Gross sales less returns & allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	-50,370	2,519	2,519	
13 Compensation of officers, directors, trustees, etc				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)				
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (att sch) <b>Stmt 2</b>				
24 Total operating and administrative expenses. Add lines 13 through 23	0	0		0
25 Contributions, gifts, grants paid	23,150			23,150
26 Total expenses and disbursements. Add lines 24 and 25	23,150	0	0	23,150
27 Subtract line 26 from line 12				
a Excess of revenue over expenses & disbursements	-73,520			
b Net investment income (if negative, enter -0-)		2,519		
c Adjusted net income (if negative, enter -0-)			2,519	

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of 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 (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	8,747	96,182	96,182
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (att. schedule) ▶ Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule) <b>See Stmt 3</b>	202,189	41,234	98,838
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach sch) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach sch) ▶			
	15	Other assets (describe ▶ )			
	16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	210,936	137,416	195,020
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 (attach schedule)			
	22	Other liabilities (describe ▶ )			
	23	<b>Total liabilities</b> (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 27 through 31.</b>			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	210,936	137,416	
	30	<b>Total net assets or fund balances</b> (see page 17 of the instructions)	210,936	137,416	
	31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions)	210,936	137,416	

**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	210,936
2	Enter amount from Part I, line 27a	2	-73,520
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	137,416
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	137,416

**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.)
<b>1a</b>	<b>N/A</b>			
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				

(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)
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

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))
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;">           If gain, also enter in Part I, line 7            If (loss), enter -0- in Part I, line 7         </div>	<b>2</b>
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div style="border: 1px solid black; padding: 2px;">           If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions)            If (loss), enter -0- in Part I, line 8         </div>	<b>3</b>

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2007	34,350	219,212	0.156698
2006	36,150	310,275	0.116510
2005	83,150	295,745	0.281154
2004	78,150	124,758	0.626413
2003	78,184	176,638	0.442623

<b>2</b> Total of line 1, column (d)	<b>2</b>	1.623398
<b>3</b> 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	<b>3</b>	0.324680
<b>4</b> Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	<b>4</b>	242,162
<b>5</b> Multiply line 4 by line 3	<b>5</b>	78,625
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	25
<b>7</b> Add lines 5 and 6	<b>7</b>	78,650
<b>8</b> Enter qualifying distributions from Part XII, line 4	<b>8</b>	23,150

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

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)**

<b>1a</b>	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>b</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	50
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
<b>3</b>	Add lines 1 and 2	3	50
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	5	50
<b>6</b>	Credits/Payments		
<b>a</b>	2008 estimated tax payments and 2007 overpayment credited to 2008	6a	
<b>b</b>	Exempt foreign organizations—tax withheld at source	6b	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868)	6c	
<b>d</b>	Backup withholding erroneously withheld	6d	
<b>7</b>	Total credits and payments. Add lines 6a through 6d	7	
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9	50
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2009 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	11	

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to <b>1a</b> or <b>1b</b> , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year?		X
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
<b>2</b> 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
<b>3</b> 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
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?		
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
<b>6</b> 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	
<b>7</b> 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	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> <b>NY</b>		
<b>b</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	
<b>9</b> Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
<b>10</b> Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		

N/A

N/A

**Part VII-A Statements Regarding Activities (continued)**

<b>11</b> At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	<b>11</b>	<b>X</b>
<b>12</b> Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	<b>12</b>	<b>X</b>
<b>13</b> Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <b>N/A</b>	<b>13</b>	<b>X</b>

**14** The books are in care of ► **M. Barkan** Telephone no ► **212-949-5959**  
**60 East 42nd Street**  
 Located at ► **New York, NY** ZIP+4 ► **10165**

**15** Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here  
 and enter the amount of tax-exempt interest received or accrued during the year ► **15**

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

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

		Yes	No
<b>1a</b> 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>b</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	<b>N/A</b>	<b>1b</b>	
<b>c</b> 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?	<b>N/A</b>	<b>1c</b>	
<b>2</b> 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))			
<b>a</b> 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? If "Yes," list the years ► 20 , 20 , 20 , 20	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b> Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions )	<b>N/A</b>	<b>2b</b>	
<b>c</b> If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 , 20 , 20 , 20			
<b>3a</b> 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>b</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 )	<b>N/A</b>	<b>3b</b>	
<b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		<b>4a</b>	<b>X</b>
<b>b</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?		<b>4b</b>	<b>X</b>

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **N/A** ☐ **5b**

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

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

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

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

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** ☒

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? **N/A** **7b**

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Colleen May 5310 Wild Horse Valley Road Napa CA 94558	Trustee 3	0	0	0
Michael F. Barkan 60 East 42nd Street New York NY 10165	Trustee .5	0	0	0

**2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions).**

If none, enter "NONE."

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

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

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)****3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."**

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

**Total number of others receiving over \$50,000 for professional services** ▶**Part IX-A Summary of Direct Charitable Activities**

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

	Expenses
<b>1 N/A</b>	
<b>2</b>	
<b>3</b>	
<b>4</b>	

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

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

	Amount
<b>1 N/A</b>	
<b>2</b>	
All other program-related investments See page 24 of the instructions	
<b>3</b>	
<b>Total. Add lines 1 through 3</b> <span style="float: right;">▶</span>	

**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	194,000
<b>b</b>	Average of monthly cash balances	<b>1b</b>	51,850
<b>c</b>	Fair market value of all other assets (see page 24 of the instructions)	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	245,850
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	245,850
<b>4</b>	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	<b>4</b>	3,688
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	242,162
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	12,108

**Part XI Distributable Amount** (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	12,108
<b>2a</b>	Tax on investment income for 2008 from Part VI, line 5	<b>2a</b>	50
<b>b</b>	Income tax for 2008 (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	50
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	12,058
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	12,058
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	12,058

**Part XII Qualifying Distributions** (see page 25 of the instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	23,150
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	23,150
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	<b>5</b>	0
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	23,150

**Note.** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

**Part XIII Undistributed Income** (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
<b>1</b> Distributable amount for 2008 from Part XI, line 7				<b>12,058</b>
<b>2</b> Undistributed income, if any, as of the end of 2007				
<b>a</b> Enter amount for 2007 only				
<b>b</b> Total for prior years 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2008				
<b>a</b> From 2003	60,736			
<b>b</b> From 2004	66,337			
<b>c</b> From 2005	68,575			
<b>d</b> From 2006	20,735			
<b>e</b> From 2007	23,440			
<b>f</b> Total of lines 3a through e	239,823			
<b>4</b> Qualifying distributions for 2008 from Part XII, line 4 ▶ \$ <b>23,150</b>				
<b>a</b> Applied to 2007, but not more than line 2a				
<b>b</b> Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
<b>c</b> Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
<b>d</b> Applied to 2008 distributable amount				<b>12,058</b>
<b>e</b> Remaining amount distributed out of corpus	11,092			
<b>5</b> Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6</b> Enter the net total of each column as indicated below:	250,915			
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5				
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b				
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions				
<b>e</b> Undistributed income for 2007 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
<b>f</b> Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009				<b>0</b>
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
<b>8</b> Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)	60,736			
<b>9</b> Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	190,179			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2004	66,337			
<b>b</b> Excess from 2005	68,575			
<b>c</b> Excess from 2006	20,735			
<b>d</b> Excess from 2007	23,440			
<b>e</b> Excess from 2008	11,092			



**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
<b>a</b> Paid during the year				
<b>The Resource Foundation</b> 237 Werst 35 Street New York NY 10001		501(c)(3)	Charitable	8,150
<b>Women's Leadership Fund</b> 434 West 33 Street New York NY 10001		501(c)(3)	Charitable	10,000
<b>Ventana Wildlife Society</b> 19045 Portola Drive Salinas CA 93908		501(c)(3)	Charitable	5,000
<b>Total</b>			▶ 3a	<b>23,150</b>
<b>b</b> Approved for future payment <b>N/A</b>				
<b>Total</b>			▶ 3b	

**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) Exclusion code	(d) Amount	Related or exempt function income (See page 28 of the instructions )
<b>1</b>	Program service revenue					
<b>a</b>						
<b>b</b>						
<b>c</b>						
<b>d</b>						
<b>e</b>						
<b>f</b>						
<b>g</b>	Fees and contracts from government agencies					
<b>2</b>	Membership dues and assessments					
<b>3</b>	Interest on savings and temporary cash investments			<b>14</b>	<b>205</b>	
<b>4</b>	Dividends and interest from securities			<b>14</b>	<b>2,314</b>	
<b>5</b>	Net rental income or (loss) from real estate					
<b>a</b>	Debt-financed property					
<b>b</b>	Not debt-financed property					
<b>6</b>	Net rental income or (loss) from personal property					
<b>7</b>	Other investment income					
<b>8</b>	Gain or (loss) from sales of assets other than inventory					<b>-52,889</b>
<b>9</b>	Net income or (loss) from special events					
<b>10</b>	Gross profit or (loss) from sales of inventory					
<b>11</b>	Other revenue <b>a</b>					
<b>b</b>						
<b>c</b>						
<b>d</b>						
<b>e</b>						
<b>12</b>	Subtotal. Add columns (b), (d), and (e)		<b>0</b>		<b>2,519</b>	<b>-52,889</b>
<b>13</b>	Total. Add line 12, columns (b), (d), and (e)				<b>13</b>	<b>-50,370</b>

(See worksheet in line 13 instructions on page 28 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**

- 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?

Yes	No
-----	----

- a Transfers from the reporting foundation to a noncharitable exempt organization of**

1a(1)	X
-------	---

**(1) Cash**

1a(2)	X
-------	---

**(2) Other assets**

- b Other transactions**

1b(1)	X
-------	---

**(1) Sales of assets to a noncharitable exempt organization**

1b(2)	X
-------	---

**(2) Purchases of assets from a noncharitable exempt organization**

1b(3)		<b>X</b>
-------	--	----------

**(3) Rental of facilities, equipment, or other assets**

1b(4)		<b>X</b>
-------	--	----------

**(4) Reimbursement arrangements**

1b(5)		<b>X</b>
-------	--	----------

**(5) Loans or loan guarantees**

1b(6)	X
-------	---

**(6) Performance of services or membership or fundraising solicitations**

1c		<b>X</b>
----	--	----------

- c Sharing of facilities, equipment, mailing lists, other assets, or paid employees**

- d** If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting organization. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

[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.


Signature of officer or trustee

Date \_\_\_\_\_

Title

**Sign Here**

**Paid  
Preparer's  
Use Only**

Preparer's  
signature 

Date \_\_\_\_\_

Check if  
self-employed ▶ ☐

Preparer's identifying  
number (see **Signature on**  
page 30 of the instructions)

Firm's name (or yours if self-employed), address, and ZIP code

**EIN ▶**

Phone no

# Federal Statements

## Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Description		How Received		Cost	Expense	Depreciation	Net Gain / Loss
Whom Sold	Date Acquired	Date Sold	Sale Price				
Schedule A attached	Various	Various	Purchase \$ 2,002	\$ 1,820	\$	\$	182
Schedule B attached	Various	Various	Purchase 29,358	50,354			-20,996
Schedule C attached	Various	Various	Purchase 27,193	23,674			3,519
Schedule D attached	Various	Various	Purchase 50,701	86,295			-35,594
Total			\$ 109,254	\$ 162,143	\$ 0	\$ 0	\$ -52,889

## Statement 2 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Expenses	\$	\$	\$	\$
Investment Expenses	\$ 0	0	0	0
Total	\$ 0	0	0	0

# 2009 CAPITAL GAIN AND LOSS TRANSACTIONS

SCHEDULE A

Security Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Amortization/Accretion Year-to-Date	Life-to-Date	Sales Price	Cost Basis	Gain or (Loss)
<b>SHORT TERM CAPITAL GAINS</b>								
BARRICK GOLD CORPORATION	5.0000	08/20/08	02/17/09			193.00	166.99	26.01
	7.0000	09/11/08	03/10/09			189.14	189.08	0.06
		Security Subtotal				382.14	356.07	26.07
MCKESSON CORPORATION COM	35.0000	11/03/08	03/10/09			1,417.49	1,275.14	142.35
	5.0000	11/04/08	03/10/09			202.50	188.37	14.13
		Security Subtotal				1,619.99	1,463.51	156.48
		Short Term Capital Gains Subtotal				2,002.13	1,879.58	182.55

SCHEDULE B

<b>SHORT TERM CAPITAL LOSSES</b>								
BAKER HUGHES INC	35.0000	09/18/08	03/10/09			1,014.99	2,260.18	(1,245.19)
	30.0000	11/05/08	03/10/09			870.00	1,038.68	(168.68)
		Security Subtotal				1,884.99	3,298.86	(1,413.87)
BARRICK GOLD CORPORATION	25.0000	05/19/08	02/17/09			964.94	1,021.66	(56.72)
	5.0000	08/20/08	03/10/09			135.09	166.99	(31.90)
	23.0000	09/10/08	03/10/09			621.46	621.84	(0.38)
		Security Subtotal				1,721.49	1,810.49	(89.00)



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2009 CAPITAL GAIN AND LOSS TRANSACTIONS

SCHEDULE B

Security Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Year-to-Date Amortization/Accretion Life-to-Date	Sales Price	Cost Basis	Gain or (Loss)
BANK OF AMERICA CORP	20.0000	10/16/08	03/10/09		92.24	447.96	(355.72)
	40.0000	10/17/08	03/10/09		184.51	952.47	(767.96)
		Security Subtotal			276.75	1,400.43	(1,123.68)
BOEING COMPANY	10.0000	08/19/08	03/10/09		323.00	629.54	(306.54)
CITRIX SYSTEMS INC COM	7.0000	09/12/08	03/10/09		155.95	202.92	(46.97)
	8.0000	09/15/08	03/10/09		178.24	224.59	(46.35)
	15.0000	12/19/08	03/10/09		334.20	344.40	(10.20)
		Security Subtotal			668.39	771.91	(103.52)
CISCO SYSTEMS INC COM	30.0000	07/16/08	03/10/09		433.81	632.94	(199.13)
COMERICA INC COM	15.0000	06/17/08	03/10/09		213.29	478.14	(264.85)
	45.0000	08/13/08	03/10/09		639.90	1,347.21	(707.31)
		Security Subtotal			853.19	1,825.35	(972.16)
EAST WEST BANCORP INC	20.0000	08/25/08	03/10/09		73.79	240.00	(166.21)
	4.0000	10/09/08	03/10/09		14.76	47.99	(33.23)
		Security Subtotal			88.55	287.99	(199.44)
EBAY INC COM	55.0000	07/17/08	03/10/09		598.96	1,317.19	(718.23)
ERICSSON LM TEL CL B ADR	90.0000	09/17/08	03/10/09		723.59	883.91	(160.32)
FLUOR CORP NEW DEL COM	5.0000	12/23/08	03/10/09		182.39	215.92	(33.53)
	2.0000	12/24/08	03/10/09		72.96	86.55	(13.59)
	3.0000	12/26/08	03/10/09		109.43	130.50	(21.07)
	5.0000	01/07/09	03/10/09		182.40	240.39	(57.99)
	5.0000	01/08/09	03/10/09		182.40	237.01	(54.61)
	10.0000	01/09/09	03/10/09		364.81	479.91	(115.10)
		Security Subtotal			1,094.39	1,390.28	(295.89)



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2009 CAPITAL GAIN AND LOSS TRANSACTIONS

SCHEDULE B

Security Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Year-to-Date Amortization/Accretion Life-to-Date	Sales Price	Cost Basis	Gain or (Loss)
FRANKLIN RES INC	7.0000	10/14/08	03/10/09		292.45	503.88	(211.43)
	3.0000	10/15/08	03/10/09		125.34	213.75	(88.41)
	6.0000	10/16/08	03/10/09		250.68	368.18	(117.50)
	8.0000	10/31/08	03/10/09		334.24	541.74	(207.50)
	6.0000	11/05/08	03/10/09		250.69	417.38	(166.69)
Security Subtotal					1,253.40	2,044.93	(791.53)
GAMCO INVS INC	5.0000	01/15/09	03/10/09		135.14	144.70	(9.56)
	5.0000	03/02/09	03/10/09		135.15	144.27	(9.12)
Security Subtotal					270.29	288.97	(18.68)
HALLIBURTON COMPANY	45.0000	08/11/08	03/10/09		729.01	1,934.82	(1,205.81)
	35.0000	11/05/08	03/10/09		567.02	682.07	(115.05)
Security Subtotal					1,296.03	2,616.89	(1,320.86)
HONEYWELL INTL INC DEL	25.0000	11/05/08	03/10/09		611.00	794.97	(183.97)
HOME DEPOT INC	35.0000	03/28/08	03/10/09		669.27	961.21	(291.94)
	40.0000	06/26/08	03/10/09		764.88	997.39	(232.51)
Security Subtotal					1,434.15	1,958.60	(524.45)
JACOBS ENGN GRP INC DELA	7.0000	12/30/08	03/10/09		257.24	316.58	(59.34)
JPMORGAN CHASE & CO	15.0000	05/21/08	03/10/09		273.49	643.98	(370.49)
	13.0000	08/20/08	03/10/09		237.04	461.09	(224.05)
Security Subtotal					510.53	1,105.07	(594.54)
LASALLE HOTEL PPTYS BN I	19.0000	11/17/08	03/10/09		83.59	170.35	(86.76)
	10.0000	11/18/08	03/10/09		44.00	89.98	(45.98)
	6.0000	11/19/08	03/10/09		26.40	54.00	(27.60)
Security Subtotal					153.99	314.33	(160.34)
LAWSON SOFTWARE INC	65.0000	03/10/08	03/10/09		238.54	471.24	(232.70)
	85.0000	12/11/08	03/10/09		311.95	373.95	(62.00)
Security Subtotal					550.49	845.19	(294.70)



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SCHEDULE B

Security Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Amortization/Accretion Year-to-Date	Life-to-Date	Sales Price	Cost Basis	Gain or (Loss)
MGIC INVT CORP WIS	85.0000	01/06/09	03/10/09			99.44	347.97	(248.53)
MCDERMOTT INTL INC	15.0000	08/22/08	03/10/09			190.04	509.69	(319.65)
	33.0000	08/28/08	03/10/09			418.10	1,154.97	(736.87)
	7.0000	08/29/08	03/10/09			88.68	244.69	(156.01)
	20.0000	09/02/08	03/10/09			253.40	629.81	(376.41)
	5.0000	09/03/08	03/10/09			63.35	143.61	(80.26)
	28.0000	09/12/08	03/10/09			354.76	860.48	(505.72)
	12.0000	09/15/08	03/10/09			152.04	348.43	(196.39)
	60.0000	11/05/08	03/10/09			760.21	1,002.46	(242.25)
		Security Subtotal				2,280.58	4,894.14	(2,613.56)
MERCK&CO INC	25.0000	03/17/08	03/10/09			548.49	1,047.73	(499.24)
MURPHY OIL CORP	5.0000	09/11/08	03/10/09			207.44	332.90	(125.46)
	2.0000	09/11/08	03/10/09			82.98	133.16	(50.18)
		Security Subtotal				290.42	466.06	(175.64)
NOVARTIS ADR	30.0000	04/07/08	03/10/09			1,030.54	1,515.00	(484.46)
NOVELLUS SYS INC	25.0000	04/04/08	03/10/09			304.01	587.10	(283.09)
NUCOR CORPORATION	10.0000	09/17/08	03/10/09			354.99	446.56	(91.57)
	5.0000	12/30/08	03/10/09			177.50	227.74	(50.24)
		Security Subtotal				532.49	674.30	(141.81)
PACCAR INC	5.0000	09/12/08	03/10/09			110.34	214.82	(104.48)
	5.0000	09/15/08	03/10/09			110.35	213.31	(102.96)
	11.0000	01/06/09	03/10/09			242.77	351.38	(108.61)
	4.0000	01/07/09	03/10/09			88.27	127.57	(39.30)
	5.0000	02/06/09	03/10/09			110.36	154.58	(44.22)
		Security Subtotal				662.09	1,061.66	(399.57)
PENSKE AUTO GROUP INC	40.0000	09/22/08	03/10/09			223.99	469.80	(245.81)



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SCHEDULE B

Security Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Year-to-Date	Amortization/Accretion Life-to-Date	Sales Price	Cost Basis	Gain or (Loss)
PERINI CORP	10.0000	10/03/08	03/10/09			121.59	219.35	(97.76)
	10.0000	10/06/08	03/10/09			121.60	209.38	(87.78)
		Security Subtotal				243.19	428.73	(185.54)
ROBERTHALF INTL INC COM	15.0000	09/24/08	03/10/09			227.84	389.25	(161.41)
	5.0000	11/04/08	03/10/09			75.95	98.78	(22.83)
		Security Subtotal				303.79	488.03	(184.24)
SCHLUMBERGER LTD	30.0000	10/17/08	03/10/09			1,179.60	1,536.88	(357.28)
SYNOVUS FINL CORP COM	63.0000	09/22/08	03/10/09			175.13	644.85	(469.72)
	3.0000	09/23/08	03/10/09			8.33	30.72	(22.39)
	2.0000	09/29/08	03/10/09			5.56	20.44	(14.88)
	8.0000	10/06/08	03/10/09			22.25	81.89	(59.64)
		Security Subtotal				211.27	777.90	(566.63)
TEXAS INSTRUMENTS	67.0000	07/23/08	03/10/09			1,035.14	1,674.14	(639.00)
	8.0000	07/24/08	03/10/09			123.61	193.86	(70.25)
		Security Subtotal				1,158.75	1,868.00	(709.25)
TIME WARNER INC NEW	39.0000	07/16/08	03/10/09			290.57	555.61	(265.04)
	23.0000	07/17/08	03/10/09			171.37	332.73	(161.36)
		Security Subtotal				461.94	888.34	(426.40)
UNITED PARCEL SVC CL B	30.0000	03/17/08	03/10/09			1,215.59	2,081.64	(866.05)
	15.0000	06/17/08	03/10/09			607.79	1,018.57	(410.78)
	3.0000	07/16/08	03/10/09			121.56	173.69	(52.13)
	12.0000	07/24/08	03/10/09			486.24	755.85	(269.61)
		Security Subtotal				2,431.18	4,029.75	(1,598.57)
VARIAN SEMICNDCTR EQ ASC	14.0000	01/05/09	03/10/09			238.27	251.95	(13.68)



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SCHEDULE B

Security Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Year-to-Date Amortization/Accretion Life-to-Date	Sales Price	Cost Basis	Gain or (Loss)
WEATHERFORD INTL LTD.	7.0000	08/06/08	03/10/09		78.34	255.29	(176.95)
	8.0000	08/11/08	03/10/09		89.53	291.96	(202.43)
	10.0000	08/18/08	03/10/09		111.92	365.43	(253.51)
	15.0000	09/02/08	03/10/09		167.88	533.62	(365.74)
	10.0000	09/04/08	03/10/09		111.92	340.14	(228.22)
	45.0000	10/17/08	03/10/09		503.66	679.10	(175.44)
Security Subtotal					1,063.25	2,463.54	(1,402.29)
WEYERHAEUSER CO	5.0000	04/28/08	03/10/09		103.05	328.50	(225.45)
WILLIAMS SONOMA INC	20.0000	03/27/08	03/10/09		163.99	474.94	(310.95)
	20.0000	03/31/08	03/10/09		164.00	474.97	(310.97)
	5.0000	06/23/08	03/10/09		41.00	109.97	(68.97)
Security Subtotal					368.99	1,059.88	(690.89)
WYETH	15.0000	03/24/08	03/10/09		618.90	632.25	(13.35)
Short Term Capital Losses Subtotal					29,358.46	50,353.93	(20,995.47)
NET SHORT TERM CAPITAL GAIN (LOSS)							(20,812.92)

LONG TERM CAPITAL GAINS

SCHEDULE C

ABBOTT LABS	50.0000	05/10/01	03/10/09		2,334.50	2,273.23	61.27
	15.0000	09/03/03	03/10/09		700.35	586.32	114.03
	15.0000	04/15/04	03/10/09		700.36	617.68	82.68
Security Subtotal					3,735.21	3,477.23	257.98
ANADARKO PETE CORP	25.0000	08/30/01	02/17/09		917.04	651.43	265.61
	25.0000	08/30/01	03/10/09		887.24	651.44	235.80
Security Subtotal					1,804.28	1,302.87	501.41
CHEVRON CORP	15.0000	01/19/05	03/10/09		907.49	795.02	112.47
CATERPILLAR INC DEL	5.0000	03/12/01	02/04/09		150.07	114.28	35.79



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## 2009 ANNUAL STATEMENT SUMMARY

## 2009 CAPITAL GAIN AND LOSS TRANSACTIONS

SCHEDULE C

Security Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Year-to-Date Amortization/Accretion Life-to-Date	Sales Price	Cost Basis	Gain or (Loss)
CHUBB CORP	20.0000	08/30/01	03/10/09		704.19	674.89	29.30
	10.0000	12/06/01	03/10/09		352.09	331.24	20.85
	30.0000	03/03/03	03/10/09		1,056.30	713.98	342.32
Security Subtotal					2,112.58	1,720.11	392.47
DISNEY (WALT) CO COM STK	15.0000	08/16/02	03/10/09		241.52	235.07	6.45
EXXON MOBIL CORP COM	30.0000	03/13/03	03/10/09		2,001.58	1,030.38	971.20
	10.0000	11/03/03	03/10/09		667.19	367.92	299.27
	15.0000	07/26/06	03/10/09		1,000.80	991.52	9.28
Security Subtotal					3,669.57	2,389.82	1,279.75
EMERSON ELEC CO	10.0000	08/22/02	03/10/09		262.30	243.60	18.70
HONEYWELL INTL INC DEL	5.0000	09/16/02	03/10/09		122.19	120.80	1.39
	30.0000	12/20/02	03/10/09		733.19	702.53	30.66
	25.0000	01/30/03	03/10/09		611.00	586.64	24.36
Security Subtotal					1,466.38	1,409.97	56.41
INTL BUSINESS MACHINES	10.0000	06/08/06	03/10/09		849.00	774.42	74.58
RAYTHEON CO DELAWARE NEW	40.0000	10/29/01	03/10/09		1,349.99	1,340.83	9.16
	5.0000	11/13/01	03/10/09		168.74	160.27	8.47
	40.0000	03/18/04	03/10/09		1,350.00	1,201.69	148.31
Security Subtotal					2,868.73	2,702.79	165.94
TAIWAN S MANUFACTURING ADR	177.0000	08/06/03	03/10/09		1,469.24	1,424.58	44.66
	159.0000	03/15/05	03/10/09		1,319.84	1,237.75	82.09
Security Subtotal					2,789.08	2,662.33	126.75
TRANSOCEAN LTD	21.0000	09/18/01	03/10/09		1,102.49	993.38	109.11
VERIGY LTD	2.0000	03/10/03	03/10/09		13.18	12.27	0.91
VODAFONE GROUP PLC NEW	8.0000	05/06/02	03/10/09		130.72	126.70	4.02



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2009 ANNUAL STATEMENT SUMMARY

2009 CAPITAL GAIN AND LOSS TRANSACTIONS

SCHEDULE C

Security Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Amortization/Accretion Year-to-Date	Life-to-Date	Sales Price	Cost Basis	Gain or (Loss)
WAL-MART STORES INC	3.0000	09/08/05	03/10/09			144.48	137.15	7.33
	22.0000	10/06/05	03/10/09			1,059.52	970.71	88.81
	15.0000	01/19/06	03/10/09			722.40	686.22	36.18
	10.0000	12/01/06	03/10/09			481.61	455.58	26.03
Security Subtotal						2,408.01	2,249.66	158.35
WYETH	15.0000	07/15/02	03/10/09			618.90	560.09	58.81
	20.0000	04/15/04	03/10/09			825.20	798.03	27.17
	30.0000	06/21/04	03/10/09			1,237.80	1,106.55	131.25
Security Subtotal						2,681.90	2,464.67	217.23
Long Term Capital Gains Subtotal						27,192.51	23,674.19	3,518.32

LONG TERM CAPITAL LOSSES

SCHEDULE D

ALLIED WORLD ASSUR CO	25.0000	04/19/07	03/10/09			822.99	1,077.50	(254.51)
ANADARKO PETE CORP	10.0000	12/26/06	03/10/09			354.90	426.56	(71.66)
APPLIED MATERIAL INC	25.0000	11/17/04	03/10/09			227.75	433.70	(205.95)
	25.0000	02/10/05	03/10/09			227.75	417.18	(189.43)
	55.0000	03/24/05	03/10/09			501.05	913.40	(412.35)
	15.0000	11/03/06	03/10/09			136.65	254.53	(117.88)
	100.0000	04/19/07	03/10/09			911.00	1,952.99	(1,041.99)
	35.0000	01/11/08	03/10/09			318.86	570.62	(251.76)
Security Subtotal						2,323.06	4,542.42	(2,219.36)
BAKER HUGHES INC	20.0000	02/10/05	03/10/09			579.99	913.53	(333.54)
BOEING COMPANY	25.0000	10/17/05	03/10/09			807.49	1,668.49	(861.00)



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2009 CAPITAL GAIN AND LOSS TRANSACTIONS

SCHEDULE D

Security Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Year-to-Date Amortization/Accretion Life-to-Date	Sales Price	Cost Basis	Gain or (Loss)
CATERPILLAR INC DEL	20.0000	01/25/05	02/04/09		600.30	901.03	(300.73)
	7.0000	01/27/05	02/04/09		210.11	306.57	(96.46)
	3.0000	01/27/05	02/05/09		91.38	131.40	(40.02)
	5.0000	10/23/06	02/05/09		152.31	301.66	(149.35)
	5.0000	01/04/07	02/05/09		152.32	304.56	(152.24)
Security Subtotal					1,206.42	1,945.22	(738.80)
CHUBB CORP	10.0000	04/11/02	03/10/09		352.09	387.40	(35.31)
	25.0000	02/05/08	03/10/09		880.26	1,298.90	(418.64)
Security Subtotal					1,232.35	1,686.30	(453.95)
CISCO SYSTEMS INC COM	20.0000	10/04/05	03/10/09		289.19	353.92	(64.73)
	20.0000	10/05/05	03/10/09		289.20	353.22	(64.02)
	20.0000	11/21/05	03/10/09		289.20	340.49	(51.29)
	60.0000	12/08/05	03/10/09		867.60	1,063.22	(195.62)
Security Subtotal					1,735.19	2,110.85	(375.66)
DISNEY (WALT) CO COM STK	105.0000	09/21/01	03/10/09		1,690.55	1,839.50	(148.95)
	10.0000	10/29/01	03/10/09		161.00	183.23	(22.23)
Security Subtotal					1,851.55	2,022.73	(171.18)
DOVER CORP	25.0000	05/21/07	03/10/09		573.75	1,225.50	(651.75)
	20.0000	07/27/07	03/10/09		459.00	993.60	(534.60)
	5.0000	01/11/08	03/10/09		114.75	195.35	(80.60)
Security Subtotal					1,147.50	2,414.45	(1,266.95)
DU PONT E I DE NEMOURS	25.0000	02/09/05	01/07/09		656.04	1,242.16	(586.12)
	5.0000	07/07/05	01/07/09		131.20	210.58	(79.38)
	25.0000	09/07/05	01/07/09		656.05	996.64	(340.59)
	15.0000	08/15/06	01/07/09		393.64	598.29	(204.65)
Security Subtotal					1,836.93	3,047.67	(1,210.74)



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2009 CAPITAL GAIN AND LOSS TRANSACTIONS

SCHEDULE D

Security Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Year-to-Date Amortization/Accretion Life-to-Date	Sales Price	Cost Basis	Gain or (Loss)
EBAY INC COM	30.0000	05/05/06	03/10/09		326.70	974.66	(647.96)
	10.0000	05/26/06	03/10/09		108.90	341.41	(232.51)
	10.0000	11/21/07	03/10/09		108.90	319.20	(210.30)
	55.0000	02/04/08	03/10/09		598.96	1,589.35	(990.39)
Security Subtotal					1,143.46	3,224.62	(2,081.16)
EMERSON ELEC CO	5.0000	03/09/01	03/10/09		131.14	173.90	(42.76)
	10.0000	03/29/01	03/10/09		262.29	302.82	(40.53)
	50.0000	02/24/05	03/10/09		1,311.50	1,643.29	(331.79)
Security Subtotal					1,704.93	2,120.01	(415.08)
FRANKLIN RES INC	10.0000	06/22/06	03/10/09		417.79	867.70	(449.91)
GAP INC DELAWARE	10.0000	11/30/06	03/10/09		103.29	186.55	(83.26)
	25.0000	01/05/07	03/10/09		258.25	483.22	(224.97)
	15.0000	10/25/07	03/10/09		154.94	270.75	(115.81)
	50.0000	11/02/07	03/10/09		516.51	906.50	(389.99)
Security Subtotal					1,032.99	1,847.02	(814.03)
GENERAL ELECTRIC	30.0000	11/21/06	03/10/09		255.61	1,076.37	(820.76)
	15.0000	01/08/07	03/10/09		127.80	562.06	(434.26)
	10.0000	01/09/07	03/10/09		85.20	378.27	(293.07)
	55.0000	07/27/07	03/10/09		468.64	2,168.10	(1,699.46)
Security Subtotal					937.25	4,184.80	(3,247.55)
HONEYWELL INTL INC DEL	10.0000	11/03/05	03/10/09		244.40	354.49	(110.09)
HOME DEPOT INC	55.0000	06/09/05	03/10/09		1,051.70	2,180.68	(1,128.98)
	10.0000	01/17/06	03/10/09		191.21	416.56	(225.35)
	10.0000	05/24/06	03/10/09		191.22	378.88	(187.66)
Security Subtotal					1,434.13	2,976.12	(1,541.99)
INTL BUSINESS MACHINES	11.0000	05/16/02	03/10/09		933.89	940.34	(6.45)



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2009 CAPITAL GAIN AND LOSS TRANSACTIONS

SCHEDULE D

Security Description	Quantity	Date Acquired		Date Liquidated	Amortization/Accretion		Sales Price	Cost Basis	Gain or (Loss)
		Cover of Short	Short Sale		Year-to-Date	Life-to-Date			
JPMORGAN CHASE & CO	57.0000	03/05/01	03/10/09				1,039.25	1,532.47	(493.22)
	25.0000	01/10/06	03/10/09				455.81	1,013.21	(557.40)
	10.0000	08/23/07	03/10/09				182.32	454.50	(272.18)
	30.0000	02/05/08	03/10/09				546.98	1,340.90	(793.92)
Security Subtotal							2,224.36	4,341.08	(2,116.72)
JOHNSON AND JOHNSON COM	65.0000	04/15/04	03/10/09				3,075.16	3,542.29	(467.13)
KRAFT FOODS INC VA CL A	65.0000	04/19/07	03/10/09				1,389.87	2,112.50	(722.63)
	15.0000	12/31/07	03/10/09				320.74	491.13	(170.39)
Security Subtotal							1,710.61	2,603.63	(893.02)
MICROSOFT CORP	30.0000	12/15/03	03/10/09				479.70	808.70	(329.00)
	40.0000	03/10/04	03/10/09				639.59	1,027.10	(387.51)
	25.0000	12/01/04	03/10/09				399.75	681.89	(282.14)
	25.0000	01/25/05	03/10/09				399.75	653.15	(253.40)
	30.0000	04/28/06	03/10/09				479.71	725.64	(245.93)
Security Subtotal							2,398.50	3,896.48	(1,497.98)
NOVARTIS ADR	20.0000	03/08/05	03/10/09				687.01	987.10	(300.09)
	10.0000	04/01/05	03/10/09				343.50	464.91	(121.41)
	5.0000	03/03/06	03/10/09				171.75	272.65	(100.90)
	5.0000	10/30/07	03/10/09				171.75	261.70	(89.95)
	20.0000	02/19/08	03/10/09				687.02	1,002.26	(315.24)
Security Subtotal							2,061.03	2,988.62	(927.59)
NOVELLUS SYS INC	35.0000	10/10/05	03/10/09				425.59	858.66	(433.07)
	5.0000	10/20/05	03/10/09				60.80	108.89	(48.09)
	15.0000	01/17/06	03/10/09				182.39	383.17	(200.78)
	20.0000	08/29/07	03/10/09				243.20	535.40	(292.20)
	10.0000	01/11/08	03/10/09				121.60	236.30	(114.70)
Security Subtotal							1,033.58	2,122.42	(1,088.84)
SIMPSON MFG DEL PV \$0.01	35.0000	11/13/06	03/10/09				507.14	1,040.83	(533.69)



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2009 CAPITAL GAIN AND LOSS TRANSACTIONS

SCHEDULE D

Security Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Year-to-Date Amortization/Accretion Life-to-Date	Sales Price	Cost Basis	Gain or (Loss)
STATE STREET CORP	30.0000	01/24/03	03/10/09		588.62	1,196.74	(608.12)
	25.0000	05/07/03	03/10/09		490.52	913.72	(423.20)
	10.0000	05/21/07	03/10/09		196.21	682.10	(485.89)
	10.0000	05/22/07	03/10/09		196.22	685.43	(489.21)
Security Subtotal					1,471.57	3,477.99	(2,006.42)
SCHLUMBERGER LTD	10.0000	01/12/07	03/10/09		393.19	574.65	(181.46)
	15.0000	01/16/07	03/10/09		589.79	865.11	(275.32)
Security Subtotal					982.98	1,439.76	(456.78)
TEXAS INSTRUMENTS	35.0000	02/13/07	03/10/09		540.74	1,059.04	(518.30)
	30.0000	02/26/07	03/10/09		463.49	954.35	(490.86)
	20.0000	02/28/07	03/10/09		309.00	619.87	(310.87)
	30.0000	04/19/07	03/10/09		463.50	969.90	(506.40)
Security Subtotal					1,776.73	3,603.16	(1,826.43)
TIME WARNER INC NEW	35.0000	08/27/01	03/10/09		260.76	1,460.24	(1,199.48)
	10.0000	10/15/01	03/10/09		74.50	327.04	(252.54)
	65.0000	08/16/02	03/10/09		484.27	824.71	(340.44)
	30.0000	01/24/03	03/10/09		223.51	424.79	(201.28)
	40.0000	01/04/06	03/10/09		298.02	708.33	(410.31)
Security Subtotal					1,341.06	3,745.11	(2,404.05)
TRANSOCEAN LTD	2.0000	10/11/01	03/10/09		105.00	108.73	(3.73)
UNILEVER PLC NEW ADR	3.0000	03/30/05	03/10/09		52.86	66.54	(13.68)
	9.0000	04/05/05	03/10/09		158.60	198.62	(40.02)
	18.0000	04/29/05	03/10/09		317.20	382.08	(64.88)
	72.0000	08/17/05	03/10/09		1,268.82	1,626.45	(357.63)
	18.0000	05/17/06	03/10/09		317.21	401.43	(84.22)
Security Subtotal					2,114.69	2,675.12	(560.43)
VERIZON COMMUNICATNS COM	40.0000	04/30/02	03/10/09		1,086.47	1,542.76	(456.29)
	35.0000	05/05/05	03/10/09		950.68	1,149.88	(199.20)
Security Subtotal					2,037.15	2,692.64	(655.49)



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2009 CAPITAL GAIN AND LOSS TRANSACTIONS

SCHEDULE D

Security Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Year-to-Date Amortization/Accretion Life-to-Date	Sales Price	Cost Basis	Gain or (Loss)
VERIGY LTD	1.0000	09/17/01	03/10/09		6.58	10.14	(3.56)
	3.0000	09/21/01	03/10/09		19.77	28.10	(8.33)
	22.0000	11/01/06	03/10/09		144.98	365.87	(220.89)
	18.0000	11/02/06	03/10/09		118.62	292.45	(173.83)
	14.0000	11/03/06	03/10/09		92.26	219.17	(126.91)
Security Subtotal					382.21	915.73	(533.52)
VODAFONE GROUP PLC NEW	30.0000	07/31/01	03/10/09		490.19	742.41	(252.22)
	30.0000	08/01/01	03/10/09		490.19	737.74	(247.55)
	8.0000	04/05/02	03/10/09		130.72	171.82	(41.10)
	26.0000	04/26/02	03/10/09		424.83	474.59	(49.76)
	17.0000	12/23/05	03/10/09		277.78	416.42	(138.64)
	5.0000	01/20/06	03/10/09		81.70	118.95	(37.25)
	16.0000	02/08/06	03/10/09		261.45	370.38	(108.93)
Security Subtotal					2,156.86	3,032.31	(875.45)
WAL-MART STORES INC	15.0000	03/08/01	03/10/09		722.40	770.14	(47.74)
	10.0000	11/02/06	03/10/09		481.60	482.20	(0.60)
Security Subtotal					1,204.00	1,252.34	(48.34)
WEYERHAEUSER CO	55.0000	03/27/01	03/10/09		1,133.54	2,861.66	(1,728.12)
WYETH	10.0000	05/11/01	03/10/09		412.59	572.34	(159.75)
	10.0000	05/16/02	03/10/09		412.59	559.80	(147.21)
	10.0000	09/21/07	03/10/09		412.60	452.30	(39.70)
Security Subtotal					1,237.78	1,584.44	(346.66)
Long Term Capital Losses Subtotal					50,701.16	86,295.16	(35,594.00)
NET LONG TERM CAPITAL GAIN (LOSS)							
TOTAL CAPITAL GAINS AND LOSSES					109,254.26	162,142.86	(32,075.68)
TOTAL REPORTABLE GROSS PROCEEDS					109,254.26		(52,888.60)
DIFFERENCE					0.00		

**Federal Statements**

FYE: 11/30/2009

**Statement 3 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments**

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
	\$ <u>202,189</u>	\$ <u>41,234</u>	Cost	\$ <u>98,838</u>
Total	\$ <u>202,189</u>	\$ <u>41,234</u>		\$ <u>98,838</u>