Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2008

For calendar year 2008, or tax year beginning 12/1/2008 , and ending 11/30/2009

G Check all that apply ☐ Initial return ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.

Name of foundation: WILLITS FOUNDATION

Number and street (or P O box number if mail is not delivered to street address): P O Box 1525 | Room/suite:

City or town, state, and ZIP code: Pennington NJ 08534-1525

A Employer identification number: 22-6063106

B Telephone number (see page 10 of the instructions): 609-274-6968

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 17,776,470

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

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	5,496,551			
	2 Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments	0	0		
	4 Dividends and interest from securities	302,348	245,773		
	5 a Gross rents		0		
	b Net rental income or (loss) 0				
	6 a Net gain or (loss) from sale of assets not on line 10	-676,361			
	b Gross sales price for all assets on line 6a 6,683,653				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10 a Gross sales less returns and allowances 0				
	b Less: Cost of goods sold 0				
	c Gross profit or (loss) (attach schedule)	0			
	11 Other income (attach schedule)	-35,097	0	0	
	12 **Total.** Add lines 1 through 11	5,087,441	245,773	0	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)	2,627	0	0	2,627
	b Accounting fees (attach schedule)	1,500	0	0	1,500
	c Other professional fees (attach schedule)	79,253	71,328	0	7,925
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	3,586	3,586	0	0
	19 Depreciation (attach schedule) and depletion	0	0	0	
	20 Occupancy				
	21 Travel, conferences, and meetings	4,623			4,623
	22 Printing and publications				
	23 Other expenses (attach schedule)	13,389	3,772	0	9,617
	24 **Total operating and administrative expenses.** Add lines 13 through 23	104,978	78,686	0	26,292
	25 Contributions, gifts, grants paid	685,000			685,000
	26 **Total expenses and disbursements.** Add lines 24 and 25	789,978	78,686	0	711,292
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	4,297,463			
	b **Net investment income** (if negative, enter -0-)		167,087		
	c **Adjusted net income** (if negative, enter -0-)			0	

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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	65,610	39,438	39,438
	2	Savings and temporary cash investments	1,762,593	969,680	969,680
	3	Accounts receivable ▶ 0			
		Less allowance for doubtful accounts ▶ 0	0	0	0
	4	Pledges receivable ▶ 0			
		Less allowance for doubtful accounts ▶ 0	0	0	0
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)	0	0	0
	7	Other notes and loans receivable (attach schedule) ▶ 0			
		Less allowance for doubtful accounts ▶ 0	0	0	0
	8	Inventories for sale or use		0	
	9	Prepaid expenses and deferred charges		0	
	10 a	Investments—U S and state government obligations (attach schedule)	2,681,862	2,617,244	2,726,494
	b	Investments—corporate stock (attach schedule)	4,779,195	7,916,187	9,628,523
	c	Investments—corporate bonds (attach schedule)	0	962,189	1,008,479
	11	Investments—land, buildings, and equipment basis ▶ 0			
		Less accumulated depreciation (attach schedule) ▶ 0	0	0	0
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	1,843,869	3,401,849	3,403,856
	14	Land, buildings, and equipment basis ▶ 0			
		Less accumulated depreciation (attach schedule) ▶ 0	0	0	0
	15	Other assets (describe ▶)	0	0	0
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	11,133,129	15,906,587	17,776,470
Liabilities	17	Accounts payable and accrued expenses		0	
	18	Grants payable			
	19	Deferred revenue		0	
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21	Mortgages and other notes payable (attach schedule)	0	0	
	22	Other liabilities (describe ▶)	0	0	
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31			
	27	Capital stock, trust principal, or current funds	11,133,129	15,906,587	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see page 17 of the instructions)	11,133,129	15,906,587	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	11,133,129	15,906,587	

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	11,133,129
2	Enter amount from Part I, line 27a	2	4,297,463
3	Other increases not included in line 2 (itemize) ▶ See attached statement	3	581,303
4	Add lines 1, 2, and 3	4	16,011,895
5	Decreases not included in line 2 (itemize) ▶ See attached statement	5	105,308
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	15,906,587

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	0	0	0	0
b	0	0	0	0
c	0	0	0	0
d	0	0	0	0
e	0	0	0	0

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a	0	0	0	0
b	0	0	0	0
c	0	0	0	0
d	0	0	0	0
e	0	0	0	0

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	-676,361
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3	0

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

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

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

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

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

1 Enter the appropriate amount in each column for each year, see 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	652,854	12,665,265	0 051547
2006	605,792	13,789,706	0 043931
2005	572,044	13,462,635	0 042491
2004	539,964	12,525,348	0 043110
2003	617,427	12,103,806	0 051011

2	**Total** of line 1, column (d)	2	0.232090
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 046418
4	Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	14,419,267
5	Multiply line 4 by line 3	5	669,314
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,671
7	Add lines 5 and 6	7	670,985
8	Enter qualifying distributions from Part XII, line 4	8	711,292

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)

1 a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling letter ________ **(attach copy of ruling letter if necessary—see instructions)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b	1	1,671
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	1,671
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	1,671
6	Credits/Payments:		
a	2008 estimated tax payments and 2007 overpayment credited to 2008 — 6a: 2,449		
b	Exempt foreign organizations—tax withheld at source — 6b:		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 0		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	2,449
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	0
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	0
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	778
11	Enter the amount of line 10 to be **Credited to 2009 estimated tax** ▶ 778 **Refunded** ▶	11	0

Part VII-A Statements Regarding Activities

			Yes	No
1 a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ______ **(2)** On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4 a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8 a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ NJ			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10	X	

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

				Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)		11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?		12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		13	X	

Website address ▶ N/A

14 The books are in care of ▶ MLTC, A DIVISION OF BANK OF AMERICA NA Telephone no ▶ 609-274-6968

Located at ▶ 1300 MERRILL LYNCH DRIVE PENNINGTON NJ ZIP+4 ▶ 08534-1525

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)?		1b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2008?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008?	☐ Yes ☒ No			
	If "Yes," list the years ▶ 20_____ , 20_____ , 20_____ , 20_____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the instructions)		2b	N/A	
c	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_____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2008 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2008)*		3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008?		4b		X

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

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

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b** N/A
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No
If "Yes," attach the statement required by Regulations section 53 4945–5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X (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? **7b** X (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 (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See attached statement	00	0	0	0
	00	0	0	0
	00	0	0	0
	00	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	.00	0	0	0
	00	0	0	0
	.00	0	0	0
	00	0	0	0
	00	0	0	0

Total number of other employees paid over $50,000 ▶ 0

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		0
		0
		0
		0
		0
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 (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions	
3 NONE	0
Total. Add lines 1 through 3 ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	13,333,187
b	Average of monthly cash balances	1b	1,305,663
c	Fair market value of all other assets (see page 24 of the instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	14,638,850
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	14,638,850
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	219,583
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	14,419,267
6	**Minimum investment return.** Enter 5% of line 5	6	720,963

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

1	Minimum investment return from Part X, line 6			1	720,963
2a	Tax on investment income for 2008 from Part VI, line 5	2a	1,671		
b	Income tax for 2008 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	1,671
3	Distributable amount before adjustments Subtract line 2c from line 1			3	719,292
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	719,292
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	719,292

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	711,292
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	711,292
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	1,671
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	709,621

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

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

		(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1	Distributable amount for 2008 from Part XI, line 7				719,292
2	Undistributed income, if any, as of the end of 2007				
a	Enter amount for 2007 only			498,077	
b	Total for prior years 20____, 20____, 20___		0		
3	Excess distributions carryover, if any, to 2008				
a	From 2003 NONE				
b	From 2004 NONE				
c	From 2005 NONE				
d	From 2006 NONE				
e	From 2007 NONE				
f	**Total** of lines 3a through e	0			
4	Qualifying distributions for 2008 from Part XII, line 4 ▶ $ 711,292				
a	Applied to 2007, but not more than line 2a			498,077	
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d	Applied to 2008 distributable amount				213,215
e	Remaining amount distributed out of corpus	0			
5	Excess distributions carryover applied to 2008 *(If an amount appears in column (d), the same amount must be shown in column (a))*	0			0
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b	Prior years' undistributed income Subtract line 4b from line 2b		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				
d	Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
e	Undistributed income for 2007 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f	Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009				506,077
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8	Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)	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 0				
b	Excess from 2005 0				
c	Excess from 2006 0				
d	Excess from 2007 0				
e	Excess from 2008 0				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) **N/A**

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

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

	Tax year	Prior 3 years			
	(a) 2008	(b) 2007	(c) 2006	(d) 2005	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	0				0
b 85% of line 2a	0	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed	0				0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	0	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0				0
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year—see page 27 of the instructions.)

1 Information Regarding Foundation Managers:

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

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 page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Attached Statement				
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
Total			▶ 3a	685,000
b *Approved for future payment*				
NONE				
				0
				0
				0
				0
				0
				0
				0
				0
				0
Total			▶ 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See page 28 of the instructions)
1 Program service revenue					
a		0		0	0
b		0		0	0
c		0		0	0
d		0		0	0
e		0		0	0
f		0		0	0
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	302,348	
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	-676,361	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a FROM PARTNERSHIP K-1		0	18	-35,097	0
b		0		0	0
c		0		0	0
d		0		0	0
e		0		0	0
12 Subtotal Add columns (b), (d), and (e)		0		-409,110	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 -409,110

(See worksheet in line 13 instructions on page 28 to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)
	Not Applicable

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	0	Not Applicable	
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

▶ John L. Evans | 7/29/2010 ▶ Chairman

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature ▶ | Date 7/19/2010 | Check if self-employed ▶ ☒ | Preparer's identifying number (see **Signature** on page 30 of the instructions) P00364310

Firm's name (or yours if self-employed), address, and ZIP code ▶ PRICEWATERHOUSECOOPERS LLP
600 GRANT STREET, PITTSBURGH PA 15219

EIN ▶ 13-4008324
Phone no 412-355-6000

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, 990-EZ, and 990-PF.**

OMB No 1545-0047

2008

Name of the organization	**Employer identification number**
WILLITS FOUNDATION	22-6063106

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.** (**Note.** Only a section 501(c)(7), (8), or (10) *organization can check boxes for both the General Rule and a Special Rule See instructions*)

General Rule

☒ For organizations filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990, or Form 990-EZ, that met the 33 1/3% support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on Form 990, Part VIII, line 1h or 2% of the amount on Form 990-EZ, line 1 Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, aggregate contributions or bequests of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, some contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not aggregate to more than $1,000 (If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of $5,000 or more during the year.) . . ▶ $ ____________

Caution. Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF), but they **must** answer "No" on Part IV, line 2 of their Form 990, or check the box in the heading of their Form 990-EZ, or on line 2 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization WILLITS FOUNDATION

Employer identification number 22-6063106

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	ITTO WILLITS ESTATE PO BOX 1525 PENNINGTON NJ 08534-1525 Foreign State or Province Foreign Country	$ 3,219,281	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
2	ITTO WILLITS ESTATE PO BOX 1525 PENNINGTON NJ 08534-1525 Foreign State or Province Foreign Country	$ 2,277,270	Person [X] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution)
3	Foreign State or Province Foreign Country	$ 0	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
4	Foreign State or Province Foreign Country	$ 0	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
5	Foreign State or Province Foreign Country	$ 0	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
6	Foreign State or Province Foreign Country	$ 0	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

Name of organization	Employer identification number
WILLITS FOUNDATION	22-6063106

Part II **Noncash Property** (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	SEE ATTACHED	$ 2,277,270	4/3/2009

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$ 0	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$ 0	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$ 0	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$ 0	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$ 0	

Line 11 (990-PF) - Other Income

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
		-35,097	0	0
1	FROM PARTNERSHIP K-1	-35,097		
2			0	
3			0	
4			0	
5			0	
6			0	
7			0	
8			0	
9			0	
10			0	

Line 16a (990-PF) - Legal Fees

		2,627	0	0	2,627
	Name of organization or person providing service	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	LEGAL FEES	2,627			2,627
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 16b (990-PF) - Accounting Fees

	Name of organization or person providing service	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
		1,500	0	0	1,500
1	TAX PREP FEES	1,500			1,500
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 16c (990-PF) - Other Fees

		79,253	71,328	0	7,925
	Name of organization or person providing service	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	MERRILL LYNCH FEES AS AGENT	59,994	53,995		5,999
2	BESSEMER FEES	19,259	17,333		1,926
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		3,586	3,586	0	0
1	FOREIGN TAX	3,586	3,586		
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

	Description	Revenue and expenses per books	Net investment income	Adjusted net income	Disbursements for charitable purposes
		13,389	3,772	0	9,617
1	ADR FEES	68	68	0	0
2	STATE AG FEES	25			25
3	INVESTMENT FEES	3,704	3,704		
4	ADMINISTRATIVE FEES/EXPENSES	9,592			9,592
5					
6					
7					
8					
9					
10					

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	COST BASIS ADJUSTMENT	1	73,194
2	OUTSTANDING CHECKS AT YEAR END	2	17,500
3	FEDERAL TAX REFUND	3	2,971
4	EXCESS FMV OVER COST OF ASSETS CONTRIBUTED	4	487,638
5	Total	5	581,303

Line 5 - Decreases not included in Part III, Line 2

1	BOND AMORTIZATION	1	51,723
2	LOSS ON PRIOR YEAR SALES SETTLED IN CURRENT YEAR	2	2,567
3	PRIOR YEAR CHECKS CLEARED IN TAX YEAR 2008	3	51,018
4	Total	4	105,308

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount	Totals	Gross sales	Cost, other basis and expenses	Net gain or loss
Long Term CG Distributions	18,889	Securities	6,683,653	7,360,014	-676,361
Short Term CG Distributions		Other sales	0	0	0

Index	Check box if gain/loss is from sale of security	Description	CUSIP #	Purchaser	Check box if purchaser is a business	Date acquired	Acquisition method	Date sold	Gross sales price	Cost or other basis (Enter one field only) Cost	Donated value	Expense of sale and cost of improvements	Depreciation
1	X	WADDELL & REED FINL A	930059100			10/22/2008		5/1/2009	17,519	11,918			
2	X	WADDELL & REED FINL A	930059100			10/22/2008		4/29/2009	19,542	13,538			
3	X	WADDELL & REED FINL A	930059100			1/31/2008		4/29/2009	6,343	9,119			
4	X	WADDELL & REED FINL A	930059100			1/31/2008		12/23/2008	2,424	5,888			
5	X	WADDELL & REED FINL A	930059100			7/17/2007		12/23/2008	20,486	44,953			
6	X	VODAFONE GROP PLC SP AD	92857W209			1/28/2009		4/28/2009	23,679	25,636			
7	X	VODAFONE GROP PLC SP AD	92857W209			10/22/2008		4/28/2009	20,994	19,812			
8	X	VODAFONE GROP PLC SP AD	92857W209			4/22/2008		4/28/2009	3,550	6,054			
9	X	VODAFONE GROUP PLC NEW	92857W209			4/22/2008		12/23/2008	6,213	10,172			
10	X	VODAFONE GROUP PLC NEW	92857W209			1/31/2008		12/23/2008	7,753	14,273			
11	X	VODAFONE GROUP PLC NEW	92857W209			12/5/2006		12/23/2008	33,489	48,828			
12	X	VALERO ENERGY CORP NEW	91913Y100			7/26/2007		11/24/2009	721	3,088			
13	X	VALERO ENERGY CORP NEW	91913Y100			7/25/2007		11/24/2009	1,362	5,970			
14	X	VALERO ENERGY CORP NEW	91913Y100			7/24/2007		11/24/2009	1,362	6,004			
15	X	VALERO ENERGY CORP NEW	91913Y100			7/23/2007		11/24/2009	1,202	5,490			
16	X	VALERO ENERGY CORP NEW	91913Y100			5/16/2005		11/24/2009	3,206	5,979			
17	X	VALERO ENERGY CORP NEW	91913Y100			6/7/2004		11/24/2009	1,170	1,221			
18	X	VALERO ENERGY CORP NEW	91913Y100			6/7/2004		11/23/2009	442	452			
19	X	VALERO ENERGY CORP NEW	91913Y100			6/2/2004		11/23/2009	5,073	5,252			
20	X	UNUM GROUP	91529Y106			10/13/2008		7/28/2009	4,043	4,165			
21	X	UNITED TECHS CORP COM	913017109			7/16/2008		5/12/2009	1,351	1,579			
22	X	UNITED TECHS CORP COM	913017109			1/31/2008		5/12/2009	10,912	15,229			
23	X	UNITED TECHS CORP COM	913017109			1/3/2007		5/12/2009	5,664	6,939			
24	X	U S TREASURY NOTE	912828AJ9			8/15/2006		12/24/2008	56,148	48,766			
25	X	U S TREASURY NOTE	9128277B2			10/22/2007		12/29/2008	167,121	153,953			
26	X	URS CORP NEW COM	903236107			1/22/2009		10/2/2009	9,031	7,655			
27	X	URS CORP NEW COM	903236107			1/22/2009		5/6/2009	6,394	5,104			
28	X	URS CORP NEW COM	903236107			4/2/2008		5/6/2009	5,950	4,769			
29	X	URS CORP NEW COM	903236107			3/24/2008		5/6/2009	4,085	3,020			
30	X	TRAVELERS COS INC	89417E109			9/28/2005		9/8/2009	9,826	8,820			
31	X	TRAVELERS COS INC	89417E109			9/28/2005		7/28/2009	1,311	1,323			
32	X	TORCHMARK CORP COM	891027104			2/17/2009		6/23/2009	19,288	14,857			
33	X	TORCHMARK CORP COM	891027104			2/17/2009		5/7/2009	3,605	2,879			
34	X	TORCHMARK CORP COM	891027104			11/10/2008		5/7/2009	1,429	1,763			
35	X	TORCHMARK CORP COM	891027104			11/5/2008		5/7/2009	21,768	29,484			
36	X	TORCHMARK CORP COM	891027104			11/5/2008		1/14/2009	7,539	9,029			
37	X	TORCHMARK CORP COM	891027104			4/29/2008		1/14/2009	15,232	25,887			
38	X	TIME WARNER CABLE INC	88732J207			10/10/2008		3/31/2009	7,878	9,145			
39	X	THERMO FISHER SCIENTIFIC	883556102			9/15/2009		11/12/2009	19,335	20,336			
40	X	THERMO FISHER SCIENTIFIC	883556102			6/1/2009		11/12/2009	2,400	2,160			
41	X	THERMO FISHER SCIENTIFIC	883556102			6/1/2009		10/2/2009	2,962	2,680			
42	X	THERMO FISHER SCIENTIFIC	883556102			3/31/2009		10/2/2009	11,006	8,937			
43	X	THERMO FISHER SCIENTIFIC	883556102			10/22/2008		10/2/2009	5,569	5,221			
44	X	THERMO FISHER SCIENTIFIC	883556102			10/22/2008		6/23/2009	2,750	2,859			
45	X	THERMO FISHER SCIENTIFIC	883556102			1/3/2008		6/23/2009	17,972	25,944			
46	X	TELEFONICA SA SPAIN ADR	879382208			4/29/2009		10/2/2009	36,796	26,751			
47	X	SYSCO CORPORATION	871829107			10/27/2008		6/16/2009	5,847	6,089			
48	X	SYSCO CORPORATION	871829107			10/27/2008		6/15/2009	5,579	5,780			
49	X	SYMANTEC CORP COM	871503108			10/27/2008		4/13/2009	25,487	21,614			

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	18,889
Short Term CG Distributions	

Totals	Gross sales	Cost, other basis and expenses	Net gain or loss
Securities	6,683,653	7,360,014	-676,361
Other sales	0	0	0

Index	Check box if gain/loss is from sale of security	Description	CUSIP #	Purchaser	Check box if purchaser is a business	Date acquired	Acquisition method	Date sold	Gross sales price	Cost or other basis (Enter one field only) Cost	Donated value	Expense of sale and cost of improvements	Depreciation
50	X	SUNOCO INC PV$1 PA	86764P109			2/14/2006		11/24/2009	5,614	15,953			
51	X	SUNOCO INC PV$1 PA	86764P109			2/14/2006		11/23/2009	3,736	10,514			
52	X	SUNOCO INC PV$1 PA	86764P109			2/14/2006		7/28/2009	247	725			
53	X	STARWOOD HOTELS AND	85590A401			6/20/2008		2/24/2009	13,025	52,514			
54	X	STARWOOD HOTELS AND	85590A401			10/23/2008		2/24/2009	79	136			
55	X	STARWOOD HOTELS AND	85590A401			4/3/2008		2/24/2009	1,885	8,872			
56	X	STARWOOD HOTELS AND	85590A401			1/22/2008		2/24/2009	2,322	8,154			
57	X	STAPLES INC	855030102			3/6/2009		10/2/2009	20,258	13,101			
58	X	STAPLES INC	855030102			3/6/2009		5/12/2009	18,470	13,540			
59	X	STAPLES INC	855030102			3/6/2009		5/7/2009	3,164	2,330			
60	X	SMITH-NPHW PLC SPADR NE	83175M205			11/5/2008		11/24/2009	21,851	20,491			
61	X	SMITH-NPHW PLC SPADR NE	83175M205			7/27/2009		11/24/2009	4,628	3,717			
62	X	SMITH-NPHW PLC SPADR NE	83175M205			3/31/2009		11/24/2009	12,929	8,298			
63	X	SMITH-NPHW PLC SPADR NE	83175M205			11/5/2008		11/24/2009	6,059	5,682			
64	X	SMITH-NPHW PLC SPADR NE	83175M205			11/5/2008		10/6/2009	966	984			
65	X	SMITH-NPHW PLC SPADR NE	83175M205			10/22/2008		10/6/2009	219	214			
66	X	SMITH-NPHW PLC SPADR NE	83175M205			10/10/2008		10/6/2009	263	253			
67	X	SMITH-NPHW PLC SPADR NE	83175M205			5/27/2008		10/6/2009	12,906	15,866			
68	X	SMITH-NPHW PLC SPADR NE	83175M205			1/22/2008		10/6/2009	439	594			
69	X	FNMAP2545890550%2023	31371KXS5			6/25/2009		6/25/2009	4,317	4,317			
70	X	FNMAP2545890550%2023	31371KXS5			5/26/2009		5/26/2009	3,925	3,925			
71	X	FNMAP2545890550%2023	31371KXS5			4/27/2009		4/27/2009	4,394	4,394			
72	X	FNMAP2545890550%2023	31371KXS5			3/25/2009		3/25/2009	3,608	3,608			
73	X	FNMAP2545890550%2023	31371KXS5			10/26/2009		10/26/2009	2,642	2,642			
74	X	FNMAP2545890550%2023	31371KXS5			9/25/2009		9/25/2009	2,391	2,391			
75	X	FNMAP2545890550%2023	31371KXS5			7/27/2009		7/27/2009	4,381	4,381			
76	X	FNMAP2545890550%2023	31371KXS5			8/25/2009		8/25/2009	3,370	3,370			
77	X	FNMAP2545890550%2023	31371KXS5			2/25/2009		2/25/2009	2,617	2,617			
78	X	FNMAP2545890550%2023	31371KXS5			1/26/2009		1/26/2009	1,728	1,728			
79	X	FEDERAL NATL MTG ASSOC	3136F9FP3			4/8/2008		4/15/2009	200,000	199,800			
80	X	FEDERAL HOME LOAN BANK	3133XPKW3			2/12/2008		3/6/2009	58,824	58,874			
81	X	FHLMCC9065305%2023	31335HWN9			11/16/2009		11/16/2009	2,353	2,353			
82	X	FHLMCC9065305%2023	31335HWN9			10/15/2009		10/15/2009	2,192	2,192			
83	X	FHLMCC9065305%2023	31335HWN9			9/15/2009		9/15/2009	2,230	2,230			
84	X	FHLMCC9065305%2023	31335HWN9			8/17/2009		8/17/2009	3,559	3,559			
85	X	FHLMCC9065305%2023	31335HWN9			7/15/2009		7/15/2009	5,416	5,416			
86	X	FHLMCC9065305%2023	31335HWN9			6/15/2009		6/15/2009	4,967	4,967			
87	X	FHLMCC9065305%2023	31335HWN9			5/15/2009		5/15/2009	4,886	4,886			
88	X	FHLMCC9065305%2023	31335HWN9			4/15/2009		4/15/2009	4,990	4,990			
89	X	FHLMCC9065305%2023	31335HWN9			3/16/2009		3/16/2009	5,172	5,172			
90	X	FHLMCC9065305%2023	31335HWN9			2/17/2009		2/17/2009	2,801	2,801			
91	X	FHLMCC9065305%2023	31335HWN9			1/15/2009		1/15/2009	1,704	1,704			
92	X	FEDERAL FARM CREDIT BAN	31331YD64			4/8/2008		2/2/2009	200,000	200,000			
93	X	FHLMCG0804706%2035	3128MJBR0			11/16/2009		11/16/2009	1,291	1,291			
94	X	FHLMCG0804706%2035	3128MJBR0			10/15/2009		10/15/2009	5,112	5,112			
95	X	FHLMCG0804706%2035	3128MJBR0			9/15/2009		9/15/2009	5,145	5,145			
96	X	FHLMCG0804706%2035	3128MJBR0			8/17/2009		8/17/2009	4,872	4,872			
97	X	FHLMCG0804706%2035	3128MJBR0			7/15/2009		7/15/2009	3,644	3,644			
98	X	FHLMCG0804706%2035	3128MJBR0			6/15/2009		6/15/2009	1,512	1,512			

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	18,889
Short Term CG Distributions	

Totals	Gross sales	Cost, other basis and expenses	Net gain or loss
Securities	6,683,653	7,360,014	-676,361
Other sales	0	0	0

Index	Check box if gain/loss is from sale of security	Description	CUSIP #	Purchaser	Check box if purchaser is a business	Date acquired	Acquisition method	Date sold	Gross sales price	Cost or other basis (Enter one field only) Cost	Donated value	Expense of sale and cost of improvements	Depreciation
99	X	FHLMCG0804706%2035	3128MJBR0			5/15/2009		5/15/2009	1,582	1,582			
100	X	FHLMCG0804706%2035	3128MJBR0			4/15/2009		4/15/2009	4,691	4,691			
101	X	FHLMCG0804706%2035	3128MJBR0			3/16/2009		3/16/2009	3,407	3,407			
102	X	FHLMCG0804706%2035	3128MJBR0			2/17/2009		2/17/2009	2,787	2,787			
103	X	FHLMCG0804706%2035	3128MJBR0			1/15/2009		1/15/2009	2,078	2,078			
104	X	FHLMCG0802206%2034	3128MJAY6			11/16/2009		11/16/2009	2,551	2,551			
105	X	FHLMCG0802206%2034	3128MJAY6			10/15/2009		10/15/2009	664	664			
106	X	FHLMCG0802206%2034	3128MJAY6			9/15/2009		9/15/2009	2,228	2,228			
107	X	FHLMCG0802206%2034	3128MJAY6			8/17/2009		8/17/2009	2,576	2,576			
108	X	FHLMCG0802206%2034	3128MJAY6			7/15/2009		7/15/2009	2,790	2,790			
109	X	FHLMCG0802206%2034	3128MJAY6			6/15/2009		6/15/2009	5,170	5,170			
110	X	FHLMCG0802206%2034	3128MJAY6			5/15/2009		5/15/2009	2,256	2,256			
111	X	FHLMCG0802206%2034	3128MJAY6			4/15/2009		4/15/2009	3,942	3,942			
112	X	FHLMCG0802206%2034	3128MJAY6			3/16/2009		3/16/2009	3,845	3,845			
113	X	FHLMCG0802206%2034	3128MJAY6			2/17/2009		2/17/2009	3,172	3,172			
114	X	FHLMCG0802206%2034	3128MJAY6			1/15/2009		1/15/2009	694	694			
115	X	SMITH-NPHW PLC SPADR NE	83175M205			11/5/2008		10/2/2009	21,983	22,280			
116	X	SMITH-NPHW PLC SPADR NE	83175M205			11/5/2008		8/25/2009	12,874	13,601			
117	X	SCHLUMBERGER LTD	806857108			2/5/2009		9/25/2009	6,025	4,546			
118	X	SCHLUMBERGER LTD	806857108			11/4/2008		9/25/2009	31,004	27,073			
119	X	SCHLUMBERGER LTD	806857108			9/25/2008		9/25/2009	7,488	11,252			
120	X	SCHLUMBERGER LTD	806857108			3/31/2009		9/25/2009	19,655	13,992			
121	X	SCHLUMBERGER LTD	806857108			2/5/2009		9/25/2009	760	575			
122	X	SCHLUMBERGER LTD	806857108			11/4/2008		9/25/2009	3,276	2,861			
123	X	SCHLUMBERGER LTD	806857108			9/25/2008		7/8/2009	823	1,494			
124	X	SCHLUMBERGER LTD	806857108			1/31/2008		7/8/2009	9,200	14,052			
125	X	SCHLUMBERGER LTD	806857108			1/3/2007		7/8/2009	2,905	3,650			
126	X	SCHLUMBERGER LTD	806857108			12/12/2006		7/8/2009	1,985	2,704			
127	X	SCHLUMBERGER LTD	806857108			11/4/2008		7/8/2009	7,273	7,662			
128	X	SCHLUMBERGER LTD	806857108			9/15/2008		7/8/2009	8,049	14,365			
129	X	SCHLUMBERGER LTD	806857108			9/15/2008		5/12/2009	3,340	5,192			
130	X	SCHLUMBERGER LTD	806857108			3/24/2008		5/12/2009	5,399	7,906			
131	X	SCHLUMBERGER LTD	806857108			12/12/2006		5/1/2009	23,931	31,328			
132	X	SAP AG SHS	803054204			1/22/2009		11/4/2009	21,461	15,911			
133	X	SAP AG SHS	803054204			4/10/2008		11/4/2009	14,433	16,275			
134	X	SAP AG SHS	803054204			1/31/2008		11/4/2009	9,372	9,332			
135	X	SAP AG SHS	803054204			1/31/2008		5/7/2009	752	933			
136	X	SAP AG SHS	803054204			9/5/2007		5/7/2009	12,752	18,387			
137	X	SAP AG SHS	803054204			6/26/2007		5/7/2009	5,003	6,751			
138	X	SALESFORCE COM INC	79466L302			3/31/2009		10/2/2009	11,157	6,708			
139	X	SALESFORCE COM INC	79466L302			3/31/2009		8/11/2009	9,729	7,069			
140	X	SALESFORCE COM INC	79466L302			11/24/2008		4/23/2009	18,376	11,381			
141	X	SALESFORCE COM INC	79466L302			3/31/2009		5/6/2009	835	625			
142	X	SALESFORCE COM INC	79466L302			11/24/2008		5/6/2009	11,646	6,296			
143	X	SAFEWAY INC NEW	786514208			1/20/2006		7/28/2009	375	491			
144	X	ROSS STORES INC COM	778296103			10/20/2008		7/28/2009	879	591			
145	X	QWEST COMM INTL INC COM	749121109			1/31/2006		7/28/2009	571	860			
146	X	QUEST DIAGNOSTICS INC	74834L100			2/13/2009		10/2/2009	17,254	17,142			
147	X	QUEST DIAGNOSTICS INC	74834L100			1/22/2009		10/2/2009	156	143			

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	18,889
Short Term CG Distributions	

Totals	Gross sales	Cost, other basis and expenses	Net gain or loss
Securities	6,683,653	7,360,014	-676,361
Other sales	0	0	0

Index	Check box if gain/loss is from sale of security	Description	CUSIP #	Purchaser	Check box if purchaser is a business	Date acquired	Acquisition method	Date sold	Gross sales price	Cost or other basis (Enter one field only) Cost	Donated value	Expense of sale and cost of improvements	Depreciation
148	X	QUEST DIAGNOSTICS INC	74834L100			8/13/2008		10/2/2009	8,072	8,430			
149	X	QUEST DIAGNOSTICS INC	74834L100			8/13/2008		5/12/2009	5,591	5,820			
150	X	PRUDENTIAL FINANCIAL INC	744320102			12/14/2004		3/31/2009	4,262	12,092			
151	X	PRUDENTIAL FINANCIAL INC	744320102			6/18/2007		3/31/2009	2,666	14,316			
152	X	PRUDENTIAL FINANCIAL INC	744320102			12/14/2004		3/31/2009	590	1,637			
153	X	PROCTER & GAMBLE CO	742718109			12/22/2008		6/15/2009	11,812	13,877			
154	X	PROCTER & GAMBLE CO	742718109			10/13/2008		6/15/2009	4,776	5,864			
155	X	PROCTER & GAMBLE CO	742718109			10/13/2008		5/26/2009	10,032	11,791			
156	X	PROCTER & GAMBLE CO	742718109			4/22/2008		2/13/2009	16,214	21,395			
157	X	PROCTER & GAMBLE CO	742718109			1/31/2008		2/13/2009	11,406	14,569			
158	X	PROCTER & GAMBLE CO	742718109			11/22/2006		2/13/2009	26,342	32,764			
159	X	PETSMART INC	716768106			6/1/2009		10/2/2009	9,624	9,685			
160	X	PETSMART INC	716768106			3/31/2009		10/2/2009	1,234	1,276			
161	X	PETSMART INC	716768106			3/31/2009		7/8/2009	5,896	6,014			
162	X	CAPITAL ONE FINL	14040H105			2/2/2009		5/11/2009	13,301	7,834			
163	X	CAPITAL ONE FINL	14040H105			2/2/2009		4/27/2009	1,777	1,695			
164	X	CAPITAL ONE FINL	14040H105			12/22/2008		4/27/2009	5,002	8,838			
165	X	CAPITAL ONE FINL	14040H105			4/28/2008		4/27/2009	3,312	10,182			
166	X	CAPITAL ONE FINL	14040H105			4/28/2008		3/23/2009	2,797	11,561			
167	X	CAPITAL ONE FINL	14040H105			4/21/2008		3/23/2009	6,928	25,908			
168	X	CVS CAREMARK CORP	126650100			1/22/2009		6/23/2009	8,911	7,568			
169	X	CVS CAREMARK CORP	126650100			6/11/2008		6/23/2009	6,356	8,494			
170	X	CVS CAREMARK CORP	126650100			3/24/2008		6/23/2009	312	403			
171	X	CSX CORP	126408103			7/29/2005		7/28/2009	10,213	5,883			
172	X	BROADCOM CORP CALIF CL	111320107			1/22/2009		5/6/2009	9,694	6,606			
173	X	BROADCOM CORP CALIF CL	111320107			1/22/2009		4/23/2009	4,302	3,060			
174	X	BROADCOM CORP CALIF CL	111320107			10/22/2008		4/23/2009	159	112			
175	X	BROADCOM CORP CALIF CL	111320107			10/10/2008		4/23/2009	319	207			
176	X	BROADCOM CORP CALIF CL	111320107			7/29/2008		4/23/2009	1,684	1,814			
177	X	BROADCOM CORP CALIF CL	111320107			4/2/2008		4/23/2009	6,851	5,957			
178	X	BROADCOM CORP CALIF CL	111320107			3/24/2008		4/23/2009	5,963	4,661			
179	X	BROADCOM CORP CALIF CL	111320107			1/3/2008		4/23/2009	2,822	3,268			
180	X	BEST BUY CO INC	086516101			2/27/2008		1/20/2009	2,776	4,670			
181	X	BEST BUY CO INC	086516101			2/26/2008		1/20/2009	7,274	12,224			
182	X	BEST BUY CO INC	086516101			2/25/2008		1/20/2009	7,885	12,739			
183	X	BECTON DICKINSON CO	075887109			5/7/2009		11/12/2009	34,185	29,483			
184	X	BECTON DICKINSON CO	075887109			1/28/2009		11/12/2009	30,666	32,777			
185	X	BECTON DICKINSON CO	075887109			1/28/2009		10/2/2009	18,376	20,879			
186	X	BAXTER INTERNTL INC	071813109			1/20/2009		6/8/2009	16,672	19,590			
187	X	BAXTER INTERNTL INC	071813109			3/27/2008		6/8/2009	5,076	6,276			
188	X	BAXTER INTERNTL INC	071813109			3/11/2008		6/8/2009	22,167	27,665			
189	X	BANK NEW YORK MELLON	064058100			4/22/2008		2/13/2009	17,481	27,995			
190	X	BANK NEW YORK MELLON	064058100			1/31/2008		2/13/2009	8,702	15,685			
191	X	BANK NEW YORK MELLON	064058100			9/20/2007		2/13/2009	4,160	7,271			
192	X	BMC SOFTWARE INC	055921100			4/30/2008		7/7/2009	6,060	6,619			
193	X	BMC SOFTWARE INC	055921100			4/29/2008		7/7/2009	6,060	6,605			
194	X	BMC SOFTWARE INC	055921100			4/29/2008		7/6/2009	3,662	3,935			
195	X	BMC SOFTWARE INC	055921100			4/28/2008		7/6/2009	1,798	1,899			
196	X	AVON PROD INC	054303102			2/4/2009		6/23/2009	3,186	2,624			

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	18,889
Short Term CG Distributions	

Totals	Gross sales	Cost, other basis and expenses	Net gain or loss
Securities	6,683,653	7,360,014	-676,361
Other sales	0	0	0

Index	Check box if gain/loss is from sale of security	Description	CUSIP #	Purchaser	Check box if purchaser is a business	Date acquired	Acquisition method	Date sold	Gross sales price	Cost or other basis (Enter one field only) Cost	Donated value	Expense of sale and cost of improvements	Depreciation
197	X	AVON PROD INC	054303102			1/9/2008		6/23/2009	3,976	5,973			
198	X	AVON PROD INC	054303102			1/9/2008		5/7/2009	9,316	15,468			
199	X	AVON PROD INC	054303102			1/28/2009		5/1/2009	5,002	4,676			
200	X	AVON PROD INC	054303102			10/22/2008		5/1/2009	19,435	23,470			
201	X	AVON PROD INC	054303102			1/31/2008		5/1/2009	9,064	13,687			
202	X	AVON PROD INC	054303102			7/24/2007		5/1/2009	5,713	9,928			
203	X	AVON PROD INC	054303102			7/24/2007		12/23/2008	14,722	25,517			
204	X	AVON PROD INC	054303102			7/17/2007		12/23/2008	28,915	49,362			
205	X	AUTOZONE INC NEVADA CO	053332102			6/19/2007		11/17/2009	2,844	2,784			
206	X	AUTOZONE INC NEVADA CO	053332102			6/19/2007		11/16/2009	11,431	11,136			
207	X	AUTOZONE INC NEVADA CO	053332102			6/18/2007		11/16/2009	5,287	5,162			
208	X	AUTOZONE INC NEVADA CO	053332102			6/18/2007		9/2/2009	3,196	3,069			
209	X	PETSMART INC	716768106			2/17/2009		7/8/2009	8,568	7,861			
210	X	PETSMART INC	716768106			10/22/2008		7/8/2009	1,485	1,388			
211	X	PETSMART INC	716768106			10/22/2008		4/29/2009	7,367	6,268			
212	X	PETSMART INC	716768106			9/24/2008		4/29/2009	3,217	3,430			
213	X	PETSMART INC	716768106			9/24/2008		1/14/2009	14,093	20,458			
214	X	PERKINELMER INC COM	714046109			10/22/2008		1/26/2009	6,325	9,304			
215	X	PERKINELMER INC COM	714046109			7/25/2008		1/26/2009	1,359	2,890			
216	X	PERKINELMER INC COM	714046109			6/18/2008		1/26/2009	10,583	22,088			
217	X	PEPSICO INC	713448108			11/28/2006		10/2/2009	17,243	17,451			
218	X	PPL CORPORATION	69351T106			10/22/2008		6/23/2009	1,101	1,025			
219	X	PPL CORPORATION	69351T106			1/31/2008		6/23/2009	6,442	9,502			
220	X	PPL CORPORATION	69351T106			12/7/2007		6/23/2009	28,618	47,528			
221	X	PPL CORPORATION	69351T106			12/7/2007		4/17/2009	1,470	2,688			
222	X	ORACLE CORP $0 01 DEL	68389X105			3/31/2009		10/2/2009	5,294	4,678			
223	X	ORACLE CORP $0 01 DEL	68389X105			1/22/2009		10/2/2009	4,333	3,519			
224	X	ORACLE CORP $0 01 DEL	68389X105			1/22/2009		5/7/2009	2,099	1,892			
225	X	ORACLE CORP $0 01 DEL	68389X105			7/3/2008		5/7/2009	6,756	7,696			
226	X	OCCIDENTAL PETE CORP CA	674599105			10/17/2005		7/28/2009	717	372			
227	X	OCCIDENTAL PETE CORP CA	674599105			10/17/2005		4/7/2009	3,413	2,266			
228	X	OCCIDENTAL PETE CORP CA	674599105			10/17/2005		4/6/2009	12,460	8,025			
229	X	NOKIA CORP SPON ADR	654902204			7/27/2009		10/23/2009	44,977	44,847			
230	X	NOKIA CORP SPON ADR	654902204			1/20/2009		10/23/2009	12,414	12,401			
231	X	NOKIA CORP SPON ADR	654902204			1/20/2009		10/2/2009	22,775	21,524			
232	X	NOKIA CORP SPON ADR	654902204			1/20/2009		6/23/2009	5,538	5,134			
233	X	NOKIA CORP SPON ADR	654902204			6/11/2008		6/23/2009	11,601	21,170			
234	X	NOKIA CORP SPON ADR	654902204			6/11/2008		5/7/2009	2,436	4,327			
235	X	NOKIA CORP SPON ADR	654902204			4/10/2008		5/7/2009	4,333	9,794			
236	X	NOKIA CORP SPON ADR	654902204			1/31/2008		5/7/2009	7,397	18,049			
237	X	NOKIA CORP SPON ADR	654902204			12/7/2007		5/7/2009	7,047	19,093			
238	X	NASDAQ OMX GRP INC	631103108			1/28/2009		2/13/2009	5,945	6,484			
239	X	NASDAQ OMX GRP INC	631103108			11/11/2008		2/13/2009	14,071	16,534			
240	X	NASDAQ OMX GRP INC	631103108			7/1/2008		2/13/2009	86	102			
241	X	NASDAQ OMX GRP INC	631103108			6/11/2008		2/13/2009	2,395	3,649			
242	X	MONSANTO CO NEW DEL CO	61166W101			2/4/2009		5/1/2009	2,381	2,227			
243	X	MONSANTO CO NEW DEL CO	61166W101			9/15/2008		5/1/2009	3,231	4,099			
244	X	MONSANTO CO NEW DEL CO	61166W101			3/24/2008		5/1/2009	3,656	4,451			
245	X	MILLIPORE CORP	601073109			3/31/2009		11/12/2009	9,432	7,827			

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount	Totals	Gross sales	Cost, other basis and expenses	Net gain or loss
Long Term CG Distributions	18,889	Securities	6,683,653	7,360,014	-676,361
Short Term CG Distributions		Other sales	0	0	0

Index	Check box if gain/loss is from sale of security	Description	CUSIP #	Purchaser	Check box if purchaser is a business	Date acquired	Acquisition method	Date sold	Gross sales price	Cost or other basis (Enter one field only) Cost	Donated value	Expense of sale and cost of improvements	Depreciation
246	X	MILLIPORE CORP	601073109			3/11/2009		11/12/2009	13,943	11,516			
247	X	MILLIPORE CORP	601073109			3/11/2009		4/23/2009	5,053	5,193			
248	X	MICROSOFT CORP	594918104			6/2/2004		7/28/2009	692	789			
249	X	METLIFE INC COM	59156R108			3/28/2008		12/22/2008	3,608	6,424			
250	X	METLIFE INC COM	59156R108			3/27/2008		12/22/2008	2,428	4,375			
251	X	METLIFE INC COM	59156R108			3/26/2008		12/22/2008	2,428	4,353			
252	X	METLIFE INC COM	59156R108			3/25/2008		12/22/2008	2,225	4,051			
253	X	METLIFE INC COM	59156R108			3/24/2008		12/22/2008	4,147	7,594			
254	X	METLIFE INC COM	59156R108			3/20/2008		12/22/2008	3,945	6,940			
255	X	FAMILY DOLLAR STORES	307000109			4/6/2009		7/28/2009	622	665			
256	X	FPL GROUP INC	302571104			1/3/2007		4/17/2009	10,186	11,105			
257	X	EXXON MOBIL CORP COM	30231G102			9/18/2006		10/21/2009	1,841	1,645			
258	X	EXXON MOBIL CORP COM	30231G102			6/2/2004		10/21/2009	11,265	6,740			
259	X	EXXON MOBIL CORP COM	30231G102			9/21/2006		10/20/2009	1,385	1,232			
260	X	EXXON MOBIL CORP COM	30231G102			9/20/2006		10/20/2009	4,739	4,285			
261	X	EXXON MOBIL CORP COM	30231G102			9/19/2006		10/20/2009	4,739	4,320			
262	X	EXXON MOBIL CORP COM	30231G102			9/18/2006		10/20/2009	292	263			
263	X	EXXON MOBIL CORP COM	30231G102			9/18/2006		10/20/2009	4,812	4,346			
264	X	EXXON MOBIL CORP COM	30231G102			6/2/2004		10/19/2009	5,308	3,167			
265	X	EXXON MOBIL CORP COM	30231G102			5/3/2004		10/19/2009	21,306	12,531			
266	X	EXXON MOBIL CORP COM	30231G102			5/3/2004		7/28/2009	2,156	1,301			
267	X	EXXON MOBIL CORP COM	30231G102			5/3/2004		6/1/2009	2,215	1,344			
268	X	EXXON MOBIL CORP COM	30231G102			4/1/2004		6/1/2009	16,431	9,631			
269	X	EXPRESS SCRIPTS INC COM	302182100			6/14/2005		8/18/2009	8,288	3,059			
270	X	EXPRESS SCRIPTS INC COM	302182100			6/14/2005		8/17/2009	13,253	4,835			
271	X	EXPRESS SCRIPTS INC COM	302182100			6/14/2005		8/5/2009	2,846	1,036			
272	X	EXPRESS SCRIPTS INC COM	302182100			6/14/2005		8/4/2009	11,587	4,144			
273	X	EXPRESS SCRIPTS INC COM	302182100			6/14/2005		8/3/2009	11,104	3,947			
274	X	EXPRESS SCRIPTS INC COM	302182100			6/14/2005		7/28/2009	2,124	740			
275	X	ENBRIDGE INC COM	29250N105			6/3/2008		5/12/2009	15,966	23,120			
276	X	AUTOZONE INC NEVADA CO	053332102			6/18/2007		9/1/2009	5,684	5,441			
277	X	AUTOZONE INC NEVADA CO	053332102			6/18/2007		8/31/2009	294	279			
278	X	AUTOZONE INC NEVADA CO	053332102			6/12/2007		8/31/2009	4,112	3,787			
279	X	AUTOZONE INC NEVADA CO	053332102			6/12/2007		2/24/2009	2,020	1,893			
280	X	AUTOZONE INC NEVADA CO	053332102			6/12/2007		2/24/2009	7,913	7,438			
281	X	ARCHER DANIELS MIDLD	039483102			2/9/2009		7/28/2009	2,510	2,307			
282	X	APPLIED MATERIAL INC	038222105			5/15/2007		1/12/2009	8,156	16,314			
283	X	APPLIED MATERIAL INC	038222105			5/14/2007		1/12/2009	7,894	16,135			
284	X	APOLLO GROUP INC CL A	037604105			3/31/2009		9/2/2009	3,668	4,501			
285	X	APOLLO GROUP INC CL A	037604105			3/31/2009		9/1/2009	4,549	5,607			
286	X	APOLLO GROUP INC CL A	037604105			3/30/2009		9/1/2009	1,794	2,195			
287	X	MCKESSON CORPORATION (	58155Q103			2/5/2009		7/8/2009	2,819	2,950			
288	X	APOLLO GROUP INC CL A	037604105			3/30/2009		8/31/2009	4,924	5,880			
289	X	APOLLO GROUP INC CL A	037604105			3/30/2009		7/28/2009	667	784			
290	X	ANADARKO PETE CORP	032511107			7/20/2009		7/28/2009	949	945			
291	X	AMGEN INC COM PV $0 0001	031162100			11/3/2008		7/28/2009	3,102	3,067			
292	X	AMERICA MOVIL SAB DE CV	02364W105			1/20/2009		5/6/2009	9,023	6,896			
293	X	AMERICA MOVIL SAB DE CV	02364W105			9/15/2008		5/6/2009	2,504	3,174			
294	X	AMERICA MOVIL SAB DE CV	02364W105			12/21/2007		5/6/2009	3,941	6,509			

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount		Totals	Gross sales	Cost, other basis and expenses	Net gain or loss
Long Term CG Distributions	18,889		Securities	6,683,653	7,360,014	-676,361
Short Term CG Distributions			Other sales	0	0	0

Index	Check box if gain/loss is from sale of security	Description	CUSIP #	Purchaser	Check box if purchaser is a business	Date acquired	Acquisition method	Date sold	Gross sales price	Cost or other basis (Enter one field only): Cost	Donated value	Expense of sale and cost of improvements	Depreciation
295	X	ALTERA CORP COM	021441100			12/15/2008		7/20/2009	12,220	11,021			
296	X	ALTERA CORP COM	021441100			11/25/2008		7/20/2009	7,005	5,989			
297	X	ALTERA CORP COM	021441100			1/22/2009		4/23/2009	5,997	5,722			
298	X	ALTERA CORP COM	021441100			1/16/2009		4/23/2009	11,885	12,112			
299	X	ALTERA CORP COM	021441100			11/25/2008		2/11/2009	77	74			
300	X	ALTERA CORP COM	021441100			11/24/2008		2/11/2009	2,156	2,127			
301	X	ALTERA CORP COM	021441100			11/24/2008		2/10/2009	1,079	1,033			
302	X	ALTERA CORP COM	021441100			10/20/2008		2/10/2009	12,217	13,787			
303	X	ALTERA CORP COM	021441100			10/20/2008		2/9/2009	3,934	4,297			
304	X	ALLSTATE CORP DEL COM	020002101			9/22/2008		4/1/2009	392	928			
305	X	ALLSTATE CORP DEL COM	020002101			9/22/2008		3/31/2009	4,366	10,671			
306	X	ALLSTATE CORP DEL COM	020002101			8/15/2006		3/31/2009	1,993	6,015			
307	X	ALLSTATE CORP DEL COM	020002101			8/15/2006		3/30/2009	5,295	16,040			
308	X	ALLSTATE CORP DEL COM	020002101			8/14/2006		3/30/2009	3,688	11,035			
309	X	ALLERGAN INC	018490102			2/5/2009		7/8/2009	4,795	4,125			
310	X	ALLERGAN INC	018490102			7/1/2008		7/8/2009	3,781	4,265			
311	X	ALLERGAN INC	018490102			12/20/2007		7/8/2009	3,827	5,315			
312	X	AIR PRODUCTS&CHEM	009158106			2/25/2009		6/23/2009	4,007	3,102			
313	X	AFFILIATED MANAGERS GRP	008252108			6/22/2009		10/2/2009	3,698	3,291			
314	X	AFFILIATED MANAGERS GRP	008252108			5/28/2009		10/2/2009	5,054	4,472			
315	X	AFFILIATED MANAGERS GRP	008252108			5/28/2009		8/6/2009	7,012	5,453			
316	X	AFFILIATED MANAGERS GRP	008252108			5/27/2009		8/6/2009	12,692	9,949			
317	X	AETNA INC NEW	00817Y108			11/30/2004		7/28/2009	823	890			
318	X	ABB LTD SPON ADR	000375204			9/15/2008		12/23/2008	3,922	5,963			
319	X	ABB LTD SPON ADR	000375204			4/16/2008		12/23/2008	7,189	14,483			
320	X	ABB LTD SPON ADR	000375204			2/2/2009		6/23/2009	10,035	8,238			
321	X	ABB LTD SPON ADR	000375204			11/5/2008		6/23/2009	9,764	8,853			
322	X	ABB LTD SPON ADR	000375204			11/5/2008		12/23/2008	858	858			
323	X	METLIFE INC COM	59156R108			3/19/2008		12/22/2008	1,079	1,909			
324	X	MCKESSON CORPORATION (	58155Q103			1/3/2006		7/28/2009	1,404	1,591			
325	X	MCKESSON CORPORATION (	58155Q103			4/10/2008		7/8/2009	24,158	29,494			
326	X	MCKESSON CORPORATION (	58155Q103			1/31/2008		7/8/2009	12,144	17,349			
327	X	MCKESSON CORPORATION (	58155Q103			4/5/2007		7/8/2009	3,253	4,429			
328	X	MCKESSON CORPORATION (	58155Q103			11/5/2008		7/8/2009	3,902	3,478			
329	X	MCKESSON CORPORATION (	58155Q103			7/3/2008		7/8/2009	4,899	6,167			
330	X	MCKESSON CORPORATION (	58155Q103			1/3/2008		7/8/2009	4,162	6,109			
331	X	MCKESSON CORPORATION (	58155Q103			1/3/2008		12/23/2008	8,699	14,764			
332	X	MCKESSON CORPORATION (	58155Q103			4/5/2007		12/23/2008	44,283	69,738			
333	X	MCDONALDS CORP COM	580135101			11/13/2007		9/23/2009	9,400	9,594			
334	X	MCDONALDS CORP COM	580135101			11/13/2007		9/22/2009	13,507	13,821			
335	X	MCDONALDS CORP COM	580135101			6/2/2004		9/22/2009	1,507	715			
336	X	MCDONALDS CORP COM	580135101			6/2/2004		9/21/2009	13,647	6,435			
337	X	MCDONALDS CORP COM	580135101			6/2/2004		7/28/2009	1,681	794			
338	X	MCAFEE INC	579064106			4/28/2009		10/2/2009	12,355	10,665			
339	X	MEMC ELECTR MATLS INC	552715104			10/10/2008		12/18/2008	6,550	9,647			
340	X	LOCKHEED MARTIN CORP	539830109			11/22/2005		12/15/2008	10,876	8,763			
341	X	ELI LILLY & CO	532457108			1/20/2009		8/11/2009	2,967	3,364			
342	X	ELI LILLY & CO	532457108			1/20/2009		8/10/2009	11,557	13,075			
343	X	ELI LILLY & CO	532457108			1/20/2009		7/28/2009	1,050	1,147			

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount	Totals	Gross sales	Cost, other basis and expenses	Net gain or loss
Long Term CG Distributions	18,889	Securities	6,683,653	7,360,014	-676,361
Short Term CG Distributions		Other sales	0	0	0

Index	Check box if gain/loss is from sale of security	Description	CUSIP #	Purchaser	Check box if purchaser is a business	Date acquired	Acquisition method	Date sold	Gross sales price	Cost or other basis (Enter one field only) Cost	Donated value	Expense of sale and cost of improvements	Depreciation
344	X	LAUDER ESTEE COS INC A	518439104			6/13/2007		2/3/2009	913	1,627			
345	X	LAUDER ESTEE COS INC A	518439104			6/12/2007		2/3/2009	5,376	9,569			
346	X	LAUDER ESTEE COS INC A	518439104			6/12/2007		2/2/2009	4,237	7,618			
347	X	LAUDER ESTEE COS INC A	518439104			6/11/2007		2/2/2009	4,780	8,565			
348	X	KROGER CO	501044101			12/13/2006		7/28/2009	1,070	1,200			
349	X	KROGER CO	501044101			12/13/2006		3/4/2009	801	936			
350	X	KROGER CO	501044101			12/13/2006		3/3/2009	1,443	1,704			
351	X	KROGER CO	501044101			12/12/2006		3/3/2009	3,272	3,871			
352	X	KROGER CO	501044101			12/12/2006		3/2/2009	5,846	6,876			
353	X	KLA TENCOR CORP PV$0 001	482480100			7/6/2007		4/1/2009	525	1,465			
354	X	KLA TENCOR CORP PV$0 001	482480100			7/5/2007		4/1/2009	4,854	13,455			
355	X	KLA TENCOR CORP PV$0 001	482480100			7/6/2007		3/31/2009	2,089	5,859			
356	X	KLA TENCOR CORP PV$0 001	482480100			7/5/2007		3/31/2009	6,207	17,251			
357	X	INTL BUSINESS MACHINES	459200101			1/22/2009		10/2/2009	14,537	10,958			
358	X	INTL BUSINESS MACHINES	459200101			7/23/2008		10/2/2009	6,554	7,144			
359	X	INTL BUSINESS MACHINES	459200101			2/12/2007		7/28/2009	1,169	988			
360	X	INTL BUSINESS MACHINES	459200101			7/23/2008		6/23/2009	18,117	22,601			
361	X	INTL BUSINESS MACHINES	459200101			7/23/2008		5/12/2009	19,901	25,069			
362	X	ITT EDUCATIONAL SVCES	45068B109			5/28/2009		10/28/2009	8,568	8,217			
363	X	ITT EDUCATIONAL SVCES	45068B109			4/21/2009		10/28/2009	3,142	3,203			
364	X	ITT EDUCATIONAL SVCES	45068B109			3/31/2009		10/28/2009	4,855	6,383			
365	X	ITT EDUCATIONAL SVCES	45068B109			3/12/2009		10/28/2009	2,666	3,044			
366	X	ITT EDUCATIONAL SVCES	45068B109			3/12/2009		10/2/2009	2,244	2,283			
367	X	ITT EDUCATIONAL SVCES	45068B109			2/24/2009		10/2/2009	10,900	11,293			
368	X	DU PONT E I DE NEMOURS	263534109			1/28/2009		2/24/2009	16,387	21,050			
369	X	DU PONT E I DE NEMOURS	263534109			4/22/2008		2/24/2009	3,498	9,273			
370	X	DU PONT E I DE NEMOURS	263534109			1/31/2008		2/24/2009	3,099	7,220			
371	X	DU PONT E I DE NEMOURS	263534109			8/2/2007		2/24/2009	19	47			
372	X	DU PONT E I DE NEMOURS	263534109			11/16/2006		2/24/2009	4,030	10,110			
373	X	DOVER CORP	260003108			5/13/2008		7/28/2009	681	1,061			
374	X	DOVER CORP	260003108			5/13/2008		5/5/2009	3,694	6,206			
375	X	DOVER CORP	260003108			5/12/2008		5/5/2009	1,895	3,166			
376	X	DOVER CORP	260003108			5/12/2008		5/4/2009	4,036	6,702			
377	X	DONALDSON CO INC	257651109			9/15/2009		10/28/2009	2,333	2,356			
378	X	DONALDSON CO INC	257651109			3/31/2009		10/28/2009	12,206	9,282			
379	X	DONALDSON CO INC	257651109			1/28/2009		10/28/2009	1,041	941			
380	X	DONALDSON CO INC	257651109			1/28/2009		10/2/2009	8,322	8,180			
381	X	DONALDSON CO INC	257651109			1/28/2009		7/8/2009	6,409	6,589			
382	X	DONALDSON CO INC	257651109			7/1/2008		7/8/2009	726	1,008			
383	X	DONALDSON CO INC	257651109			7/1/2008		4/29/2009	6,338	8,285			
384	X	DONALDSON CO INC	257651109			1/7/2008		4/29/2009	1,911	2,443			
385	X	DONALDSON CO INC	257651109			11/10/2008		1/14/2009	21,493	24,114			
386	X	DISCOVERY COMMUNICATN	25470F104			2/5/2009		6/23/2009	769	516			
387	X	DISCOVERY COMMUNICATN	25470F104			10/27/2008		5/7/2009	9,917	5,055			
388	X	DISNEY (WALT) CO COM STK	254687106			10/22/2007		12/5/2008	1,369	2,176			
389	X	DISNEY (WALT) CO COM STK	254687106			10/22/2007		12/4/2008	6,068	9,499			
390	X	DISNEY (WALT) CO COM STK	254687106			10/22/2007		12/3/2008	5,823	9,395			
391	X	DISNEY (WALT) CO COM STK	254687106			9/17/2007		12/3/2008	21	33			
392	X	DISNEY (WALT) CO COM STK	254687106			9/17/2007		12/2/2008	5,753	9,155			

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount	Totals	Gross sales	Cost, other basis and expenses	Net gain or loss
Long Term CG Distributions	18,889	Securities	6,683,653	7,360,014	-676,361
Short Term CG Distributions		Other sales	0	0	0

Index	Check box if gain/loss is from sale of security	Description	CUSIP #	Purchaser	Check box if purchaser is a business	Date acquired	Acquisition method	Date sold	Gross sales price	Cost or other basis (Enter one field only) Cost	Donated value	Expense of sale and cost of improvements	Depreciation
393	X	DISNEY (WALT) CO COM STK	254687106			9/17/2007		12/1/2008	3,027	4,845			
394	X	DISNEY (WALT) CO COM STK	254687106			7/26/2007		12/1/2008	1,712	2,822			
395	X	DISCOVERY COMMUNICATN	25470F104			1/22/2009		6/23/2009	13,330	9,539			
396	X	DISCOVERY COMMUNICATN	25470F104			11/21/2008		6/23/2009	121	70			
397	X	DISCOVERY COMMUNICATN	25470F104			11/21/2008		5/7/2009	1,563	879			
398	X	DEVON ENERGY CORP NEW	25179M103			9/15/2009		10/28/2009	1,182	1,202			
399	X	DEVON ENERGY CORP NEW	25179M103			3/31/2009		10/28/2009	17,669	12,258			
400	X	DEVON ENERGY CORP NEW	25179M103			2/5/2009		10/28/2009	3,941	3,578			
401	X	DEVON ENERGY CORP NEW	25179M103			11/11/2008		10/28/2009	1,445	1,620			
402	X	DEVON ENERGY CORP NEW	25179M103			11/11/2008		6/23/2009	13,513	17,597			
403	X	DEVON ENERGY CORP NEW	25179M103			10/10/2008		6/23/2009	4,806	4,863			
404	X	DARDEN RESTAURANTS INC	237194105			4/20/2009		7/28/2009	998	1,171			
405	X	DANAHER CORP DEL COM	235851102			3/31/2009		10/2/2009	972	810			
406	X	DANAHER CORP DEL COM	235851102			1/28/2009		10/2/2009	9,136	8,227			
407	X	DANAHER CORP DEL COM	235851102			1/28/2009		7/8/2009	6,532	6,652			
408	X	DANAHER CORP DEL COM	235851102			7/29/2008		7/8/2009	2,005	2,838			
409	X	DANAHER CORP DEL COM	235851102			7/29/2008		5/1/2009	1,404	1,946			
410	X	DANAHER CORP DEL COM	235851102			4/3/2008		5/1/2009	5,932	7,812			
411	X	CUMMINS INC COM	231021106			9/23/2008		4/21/2009	6,721	14,139			
412	X	CUMMINS INC COM	231021106			9/22/2008		4/21/2009	802	1,709			
413	X	CUMMINS INC COM	231021106			9/22/2008		4/20/2009	12,226	26,394			
414	X	HUDSON CITY BANCORP INC	443683107			5/12/2009		11/10/2009	5,209	5,110			
415	X	HUDSON CITY BANCORP INC	443683107			5/12/2009		11/9/2009	5,076	5,006			
416	X	HUDSON CITY BANCORP INC	443683107			5/11/2009		11/9/2009	6,882	6,803			
417	X	HUDSON CITY BANCORP INC	443683107			5/11/2009		7/28/2009	2,626	2,457			
418	X	HONEYWELL INTL INC DEL	438516106			2/4/2009		10/2/2009	2,822	2,568			
419	X	HONEYWELL INTL INC DEL	438516106			11/5/2008		10/2/2009	5,536	4,997			
420	X	HONEYWELL INTL INC DEL	438516106			11/5/2008		5/12/2009	2,354	2,321			
421	X	HONEYWELL INTL INC DEL	438516106			9/15/2008		5/12/2009	3,008	4,287			
422	X	HONEYWELL INTL INC DEL	438516106			1/9/2008		5/12/2009	1,798	3,155			
423	X	HONEYWELL INTL INC DEL	438516106			1/31/2008		5/1/2009	3,791	6,936			
424	X	HONEYWELL INTL INC DEL	438516106			3/19/2007		5/1/2009	7,582	11,373			
425	X	HONEYWELL INTL INC DEL	438516106			1/9/2008		12/23/2008	8,072	14,800			
426	X	HONEYWELL INTL INC DEL	438516106			3/19/2007		12/23/2008	19,550	29,610			
427	X	HEWLETT PACKARD CO DE	428236103			4/6/2005		10/26/2009	9,821	4,471			
428	X	HEWLETT PACKARD CO DE	428236103			5/13/2008		10/2/2009	9,080	8,874			
429	X	HEWLETT PACKARD CO DE	428236103			4/6/2005		7/28/2009	416	219			
430	X	HEWLETT PACKARD CO DE	428236103			11/11/2008		5/6/2009	3,498	3,252			
431	X	HEWLETT PACKARD CO DE	428236103			7/25/2008		5/6/2009	2,272	2,764			
432	X	HEWLETT PACKARD CO DE	428236103			4/6/2005		3/9/2009	12,765	10,782			
433	X	HEWLETT PACKARD CO DE	428236103			7/25/2008		1/14/2009	3,723	4,651			
434	X	HEWLETT PACKARD CO DE	428236103			5/13/2008		1/14/2009	7,340	9,274			
435	X	HEINZ H J CO PV 25CT	423074103			3/28/2007		6/24/2009	4,292	5,717			
436	X	HEINZ H J CO PV 25CT	423074103			3/28/2007		6/23/2009	6,350	8,457			
437	X	HEINZ H J CO PV 25CT	423074103			3/27/2007		6/23/2009	6,457	8,553			
438	X	HEINZ H J CO PV 25CT	423074103			3/27/2007		6/22/2009	3,868	5,075			
439	X	HALLIBURTON COMPANY	406216101			1/28/2009		9/25/2009	28,374	20,746			
440	X	HALLIBURTON COMPANY	406216101			9/25/2008		9/25/2009	6,854	8,916			
441	X	HALLIBURTON COMPANY	406216101			3/26/2008		9/25/2009	12,274	17,465			

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	18,889
Short Term CG Distributions	

Totals	Gross sales	Cost, other basis and expenses	Net gain or loss
Securities	6,683,653	7,360,014	-676,361
Other sales	0	0	0

Index	Check box if gain/loss is from sale of security	Description	CUSIP #	Purchaser	Check box if purchaser is a business	Date acquired	Acquisition method	Date sold	Gross sales price	Cost or other basis (Enter one field only) Cost	Donated value	Expense of sale and cost of improve-ments	Depreciation
442	X	HALLIBURTON COMPANY	406216101			3/26/2008		6/23/2009	12,474	23,135			
443	X	HALLIBURTON COMPANY	406216101			3/26/2008		5/12/2009	5,861	9,791			
444	X	GOOGLE INC CL A	38259P508			10/10/2008		5/1/2009	7,511	6,349			
445	X	GOOGLE INC CL A	38259P508			7/1/2008		5/1/2009	3,163	4,213			
446	X	GOOGLE INC CL A	38259P508			7/1/2008		1/14/2009	3,304	5,792			
447	X	GOOGLE INC CL A	38259P508			3/10/2008		1/14/2009	5,707	8,114			
448	X	GOLDMAN SACHS GROUP IN	38141G104			6/1/2009		7/28/2009	1,603	1,456			
449	X	GILEAD SCIENCES INC COM	375558103			1/26/2009		3/11/2009	16,252	17,785			
450	X	GENZYME CORPORATION	372917104			1/20/2009		3/11/2009	4,450	5,520			
451	X	GENZYME CORPORATION	372917104			9/15/2008		3/11/2009	10,012	14,232			
452	X	GENERAL MILLS	370334104			7/17/2007		10/2/2009	21,938	20,220			
453	X	GENERAL MILLS	370334104			1/30/2007		10/2/2009	5,756	5,167			
454	X	GENERAL MILLS	370334104			1/23/2006		5/20/2009	3,785	3,546			
455	X	GENERAL MILLS	370334104			1/23/2006		5/19/2009	11,154	10,490			
456	X	GENERAL MILLS	370334104			1/23/2006		5/18/2009	10,233	9,604			
457	X	GENERAL ELECTRIC	369604103			6/2/2004		4/1/2009	283	874			
458	X	GENERAL ELECTRIC	369604103			6/2/2004		3/31/2009	4,600	14,138			
459	X	GENERAL ELECTRIC	369604103			6/2/2004		3/30/2009	686	2,153			
460	X	CHECK POINT SOFTWRE TEC	M22465104			5/18/2009		8/5/2009	956	827			
461	X	CHECK POINT SOFTWRE TEC	M22465104			5/18/2009		8/4/2009	3,826	3,307			
462	X	CHECK POINT SOFTWRE TEC	M22465104			5/18/2009		8/3/2009	3,674	3,169			
463	X	CHECK POINT SOFTWRE TEC	M22465104			5/18/2009		7/28/2009	3,149	2,756			
464	X	ACE LIMITED	H0023R105			1/22/2009		10/2/2009	18,226	15,703			
465	X	ACE LIMITED	H0023R105			1/16/2009		10/2/2009	7,366	6,879			
466	X	ACE LIMITED	H0023R105			4/27/2009		7/28/2009	976	902			
467	X	ACE LIMITED	H0023R105			4/27/2009		7/6/2009	305	316			
468	X	ACE LIMITED	H0023R105			3/31/2009		7/6/2009	17,404	15,930			
469	X	ACE LIMITED	H0023R105			1/16/2009		6/23/2009	17,584	20,737			
470	X	ACE LIMITED	H0023R105			1/16/2009		5/12/2009	6,529	7,682			
471	X	COOPER INDSTRS LTD CL A	G24182100			12/2/2008		7/28/2009	327	238			
472	X	COOPER INDSTRS LTD CL A	G24182100			12/2/2008		2/10/2009	3,426	2,974			
473	X	COOPER INDSTRS LTD CL A	G24182100			12/2/2008		2/9/2009	2,055	1,689			
474	X	COOPER INDSTRS LTD CL A	G24182100			12/1/2008		2/9/2009	6,308	5,004			
475	X	COOPER INDUSTRIES PLC	G24140108			12/5/2008		10/6/2009	2,309	1,586			
476	X	COOPER INDUSTRIES PLC	G24140108			12/4/2008		10/6/2009	9,719	6,688			
477	X	COOPER INDUSTRIES PLC	G24140108			12/4/2008		10/5/2009	73	51			
478	X	COOPER INDUSTRIES PLC	G24140108			12/3/2008		10/5/2009	9,595	6,489			
479	X	COOPER INDUSTRIES PLC	G24140108			12/2/2008		10/5/2009	2,116	1,380			
480	X	ACCENTURE PLC SHS	G1151C101			2/6/2006		11/10/2009	10,728	8,696			
481	X	ACCENTURE PLC SHS	G1151C101			2/6/2006		11/9/2009	10,905	8,760			
482	X	ACCENTURE PLC SHS	G1151C101			2/6/2006		9/11/2009	1,527	1,375			
483	X	ACCENTURE PLC SHS	G1151C101			2/6/2006		9/10/2009	5,913	5,403			
484	X	ACCENTURE PLC SHS	G1151C101			2/6/2006		9/9/2009	5,991	5,531			
485	X	ACCENTURE PLC SHS	G1151C101			2/6/2006		9/8/2009	5,842	5,403			
486	X	GENERAL ELECTRIC	369604103			5/3/2004		3/30/2009	5,721	17,388			
487	X	GAP INC DELAWARE	364760108			4/14/2008		7/28/2009	321	372			
488	X	GAP INC DELAWARE	364760108			4/14/2008		4/7/2009	1,461	1,933			
489	X	GAP INC DELAWARE	364760108			2/27/2008		4/7/2009	2,739	3,925			
490	X	GAP INC DELAWARE	364760108			2/26/2008		4/7/2009	5,689	8,232			

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	18,889
Short Term CG Distributions	

Totals	Gross sales	Cost, other basis and expenses	Net gain or loss
Securities	6,683,653	7,360,014	-676,361
Other sales	0	0	0

Index	Check box if gain/loss is from sale of security	Description	CUSIP #	Purchaser	Check box if purchaser is a business	Date acquired	Acquisition method	Date sold	Gross sales price	Cost or other basis (Enter one field only) Cost	Donated value	Expense of sale and cost of improvements	Depreciation
491	X	GAP INC DELAWARE	364760108			2/26/2008		4/6/2009	1,319	1,870			
492	X	GAP INC DELAWARE	364760108			2/25/2008		4/6/2009	8,432	11,696			
493	X	GNMP5925980550%2033	36201TKK2			11/16/2009		11/16/2009	1,550	1,550			
494	X	GNMP5925980550%2033	36201TKK2			10/15/2009		10/15/2009	770	770			
495	X	GNMP5925980550%2033	36201TKK2			9/15/2009		9/15/2009	5,411	5,411			
496	X	GNMP5925980550%2033	36201TKK2			8/17/2009		8/17/2009	1,590	1,590			
497	X	GNMP5925980550%2033	36201TKK2			7/15/2009		7/15/2009	1,144	1,144			
498	X	GNMP5925980550%2033	36201TKK2			6/15/2009		6/15/2009	152	152			
499	X	GNMP5925980550%2033	36201TKK2			5/15/2009		5/15/2009	5,537	5,537			
500	X	GNMP5925980550%2033	36201TKK2			4/15/2009		4/15/2009	3,129	3,129			
501	X	GNMP5925980550%2033	36201TKK2			3/16/2009		3/16/2009	2,855	2,855			
502	X	GNMP5925980550%2033	36201TKK2			2/17/2009		2/17/2009	5,712	5,712			
503	X	GNMP5925980550%2033	36201TKK2			1/15/2009		1/15/2009	158	158			
504	X	FOREST LABS INC	345838106			11/21/2006		7/28/2009	782	1,489			
505	X	FNMAP8881290550%2037	31410FVW2			10/22/2007		3/27/2009	192,273	183,628			
506	X	FNMAP8881290550%2037	31410FVW2			6/21/2007		3/27/2009	208,296	193,556			
507	X	FNMAP8881290550%2037	31410FVW2			3/25/2009		3/25/2009	13,269	13,269			
508	X	FNMAP8881290550%2037	31410FVW2			2/25/2009		2/25/2009	9,348	9,348			
509	X	FNMAP8881290550%2037	31410FVW2			1/26/2009		1/26/2009	4,181	4,181			
510	X	FNMAP8630060650%2035	31408WYB2			11/25/2009		11/25/2009	129	129			
511	X	FNMAP8630060650%2035	31408WYB2			10/26/2009		10/26/2009	125	125			
512	X	FNMAP8630060650%2035	31408WYB2			9/25/2009		9/25/2009	11,225	11,225			
513	X	FNMAP8630060650%2035	31408WYB2			8/25/2009		8/25/2009	136	136			
514	X	FNMAP8630060650%2035	31408WYB2			7/27/2009		7/27/2009	149	149			
515	X	FNMAP8630060650%2035	31408WYB2			6/25/2009		6/25/2009	135	135			
516	X	FNMAP8630060650%2035	31408WYB2			5/26/2009		5/26/2009	134	134			
517	X	FNMAP8630060650%2035	31408WYB2			4/27/2009		4/27/2009	133	133			
518	X	FNMAP8630060650%2035	31408WYB2			3/25/2009		3/25/2009	4,749	4,749			
519	X	FNMAP8630060650%2035	31408WYB2			2/25/2009		2/25/2009	142	142			
520	X	FNMAP8630060650%2035	31408WYB2			1/26/2009		1/26/2009	139	139			
521	X	FNMAP25498804%2013	31371LF53			11/25/2009		11/25/2009	4,291	4,291			
522	X	FNMAP25498804%2013	31371LF53			10/26/2009		10/26/2009	3,945	3,945			
523	X	FNMAP25498804%2013	31371LF53			9/25/2009		9/25/2009	4,814	4,814			
524	X	FNMAP25498804%2013	31371LF53			8/25/2009		8/25/2009	5,003	5,003			
525	X	FNMAP25498804%2013	31371LF53			7/27/2009		7/27/2009	4,542	4,542			
526	X	FNMAP25498804%2013	31371LF53			6/25/2009		6/25/2009	4,602	4,602			
527	X	FNMAP25498804%2013	31371LF53			5/26/2009		5/26/2009	4,676	4,676			
528	X	FNMAP25498804%2013	31371LF53			4/27/2009		4/27/2009	4,540	4,540			
529	X	FNMAP25498804%2013	31371LF53			3/25/2009		3/25/2009	4,877	4,877			
530	X	FNMAP25498804%2013	31371LF53			2/25/2009		2/25/2009	4,401	4,401			
531	X	FNMAP25498804%2013	31371LF53			1/26/2009		1/26/2009	4,899	4,899			
532	X	FNMAP2545890550%2023	31371KXS5			11/25/2009		11/25/2009	2,256	2,256			
533	X	CONAGRA FOODS INC	205887102			6/22/2009		7/28/2009	1,175	1,147			
534	X	COMPUTER SCIENCE CRP	205363104			3/2/2009		7/28/2009	1,881	1,379			
535	X	COCA COLA ENTERPRISES	191219104			6/15/2009		7/28/2009	1,286	1,200			
536	X	CITIGROUP INC	172967556			5/6/2008		1/16/2009	3,465	7,518			
537	X	CITIGROUP INC	172967556			5/6/2008		1/16/2009	4,624	10,024			
538	X	CITIGROUP INC	172967556			5/6/2008		1/16/2009	83,949	182,942			
539	X	CHUBB CORP	171232101			2/25/2008		7/28/2009	1,360	1,597			

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount		Totals	Gross sales	Cost, other basis and expenses	Net gain or loss
Long Term CG Distributions	18,889		Securities	6,683,653	7,360,014	-676,361
Short Term CG Distributions			Other sales	0	0	0

Index	Check box if gain/loss is from sale of security	Description	CUSIP #	Purchaser	Check box if purchaser is a business	Date acquired	Acquisition method	Date sold	Gross sales price	Cost or other basis (Enter one field only) Cost	Donated value	Expense of sale and cost of improvements	Depreciation
540	X	CHEVRON CORP	166764100			9/30/2004		7/28/2009	2,035	1,613			
541	X	CHESAPEAKE ENERGY OKLA	165167107			2/5/2009		8/11/2009	7,603	5,654			
542	X	CHESAPEAKE ENERGY OKLA	165167107			10/22/2008		8/11/2009	3,778	3,407			
543	X	CHESAPEAKE ENERGY OKLA	165167107			10/22/2008		5/12/2009	6,702	6,622			
544	X	CHESAPEAKE ENERGY OKLA	165167107			10/9/2008		5/12/2009	10,282	9,929			
545	X	CAPITAL ONE FINL	14040H105			2/3/2009		5/12/2009	7,559	4,741			
546	X	CAPITAL ONE FINL	14040H105			2/3/2009		5/11/2009	2,822	1,596			
547	X	ACCENTURE LTD CL A	G1150G111			2/6/2006		7/28/2009	348	320			
548	X	ARCH CAPITAL GRP LTD BM	G0450A105			3/31/2009		10/2/2009	4,903	3,857			
549	X	ARCH CAPITAL GRP LTD BM	G0450A105			2/13/2009		10/2/2009	7,456	7,146			
550	X	ARCH CAPITAL GRP LTD BM	G0450A105			2/13/2009		6/23/2009	10,123	11,588			
551	X	AMDOCS LIMITED	G02602103			3/31/2009		4/28/2009	12,300	11,113			
552	X	AMDOCS LIMITED	G02602103			1/22/2009		4/28/2009	17,469	13,204			
553	X	AMDOCS LIMITED	G02602103			11/5/2008		4/28/2009	7,498	9,025			
554	X	AMDOCS LIMITED	G02602103			11/5/2008		4/23/2009	4,781	5,755			
555	X	AMDOCS LIMITED	G02602103			7/3/2008		4/23/2009	797	1,119			
556	X	AMDOCS LIMITED	G02602103			7/3/2008		12/23/2008	5,321	8,317			
557	X	AMDOCS LIMITED	G02602103			4/2/2008		12/23/2008	3,798	5,883			
558	X	XILINX INC	983919101			8/11/2008		7/28/2009	215	272			
559	X	XILINX INC	983919101			8/11/2008		3/4/2009	608	898			
560	X	XILINX INC	983919101			8/11/2008		3/3/2009	3,389	5,333			
561	X	XILINX INC	983919101			8/11/2008		3/2/2009	4,122	6,611			
562	X	WYETH	983024100			4/22/2008		5/1/2009	18,746	19,536			
563	X	WYETH	983024100			1/31/2008		5/1/2009	10,755	10,058			
564	X	WYETH	983024100			2/1/2007		5/1/2009	32,434	38,150			
565	X	WSTN DIGITAL CORP DEL	958102105			2/19/2008		7/28/2009	1,563	1,490			
566	X	WELLPOINT INC	94973V107			5/3/2004		7/28/2009	2,141	1,783			
567	X	WALGREEN CO	931422109			2/13/2009		6/23/2009	13,481	12,490			
568	X	WALGREEN CO	931422109			2/13/2009		5/1/2009	25,856	22,793			
569	X	WADDELL & REED FINL A	930059100			2/13/2009		10/2/2009	24,567	15,348			
570	X	WADDELL & REED FINL A	930059100			2/13/2009		6/23/2009	19,329	13,498			
571	X	WADDELL & REED FINL A	930059100			2/13/2009		5/1/2009	317	235			
572	X	SEE ATTACHED				VARIOUS		VARIOUS	984,330	1,063,791			
573	X	PARTNERSHIP GAIN/LOSS				VARIOUS		VARIOUS	101,343				
574	X	SEE ATTACHED				VARIOUS		VARIOUS	671,812	746,575			
575													

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	18,889
Short Term CG Distributions	0

	(a) Kind(s) of property sold	CUSIP #	(b) How acquired	(c) Date Acquired	(d) Date Sold	(e) Gross Sales Price	(f) Depreciation Allowed	(g) Cost or other basis plus expense of sale
1	WADDELL & REED FINL A	930059100		10/22/2008	5/1/2009	17,519	0	11,918
2	WADDELL & REED FINL A	930059100		10/22/2008	4/29/2009	19,542	0	13,538
3	WADDELL & REED FINL A	930059100		1/31/2008	4/29/2009	6,343	0	9,119
4	WADDELL & REED FINL A	930059100		1/31/2008	12/23/2008	2,424	0	5,888
5	WADDELL & REED FINL A	930059100		7/17/2007	12/23/2008	20,486	0	44,953
6	VODAFONE GROP PLC SP ADR	92857W209		1/28/2009	4/28/2009	23,679	0	25,636
7	VODAFONE GROP PLC SP ADR	92857W209		10/22/2008	4/28/2009	20,994	0	19,812
8	VODAFONE GROP PLC SP ADR	92857W209		4/22/2008	4/28/2009	3,550	0	6,054
9	VODAFONE GROUP PLC NEW	92857W209		4/22/2008	12/23/2008	6,213	0	10,172
10	VODAFONE GROUP PLC NEW	92857W209		1/31/2008	12/23/2008	7,753	0	14,273
11	VODAFONE GROUP PLC NEW	92857W209		12/5/2006	12/23/2008	33,489	0	48,828
12	VALERO ENERGY CORP NEW	91913Y100		7/26/2007	11/24/2009	721	0	3,088
13	VALERO ENERGY CORP NEW	91913Y100		7/25/2007	11/24/2009	1,362	0	5,970
14	VALERO ENERGY CORP NEW	91913Y100		7/24/2007	11/24/2009	1,362	0	6,004
15	VALERO ENERGY CORP NEW	91913Y100		7/23/2007	11/24/2009	1,202	0	5,490
16	VALERO ENERGY CORP NEW	91913Y100		5/16/2005	11/24/2009	3,206	0	5,979
17	VALERO ENERGY CORP NEW	91913Y100		6/7/2004	11/24/2009	1,170	0	1,221
18	VALERO ENERGY CORP NEW	91913Y100		6/7/2004	11/23/2009	442	0	452
19	VALERO ENERGY CORP NEW	91913Y100		6/2/2004	11/23/2009	5,073	0	5,252
20	UNUM GROUP	91529Y106		10/13/2008	7/28/2009	4,043	0	4,165
21	UNITED TECHS CORP COM	913017109		7/16/2008	5/12/2009	1,351	0	1,579
22	UNITED TECHS CORP COM	913017109		1/31/2008	5/12/2009	10,912	0	15,229
23	UNITED TECHS CORP COM	913017109		1/3/2007	5/12/2009	5,664	0	6,939
24	U S TREASURY NOTE	912828AJ9		8/15/2006	12/24/2008	56,148	0	48,766
25	U.S TREASURY NOTE	9128277B2		10/22/2007	12/29/2008	167,121	0	153,953
26	URS CORP NEW COM	903236107		1/22/2009	10/2/2009	9,031	0	7,655
27	URS CORP NEW COM	903236107		1/22/2009	5/6/2009	6,394	0	5,104
28	URS CORP NEW COM	903236107		4/2/2008	5/6/2009	5,950	0	4,769
29	URS CORP NEW COM	903236107		3/24/2008	5/6/2009	4,085	0	3,020
30	TRAVELERS COS INC	89417E109		9/28/2005	9/8/2009	9,826	0	8,820
31	TRAVELERS COS INC	89417E109		9/28/2005	7/28/2009	1,311	0	1,323
32	TORCHMARK CORP COM	891027104		2/17/2009	6/23/2009	19,288	0	14,857
33	TORCHMARK CORP COM	891027104		2/17/2009	5/7/2009	3,605	0	2,879
34	TORCHMARK CORP COM	891027104		11/10/2008	5/7/2009	1,429	0	1,763
35	TORCHMARK CORP COM	891027104		11/5/2008	5/7/2009	21,768	0	29,484
36	TORCHMARK CORP COM	891027104		11/5/2008	1/14/2009	7,539	0	9,029
37	TORCHMARK CORP COM	891027104		4/29/2008	1/14/2009	15,232	0	25,887
38	TIME WARNER CABLE INC	88732J207		10/10/2008	3/31/2009	7,878	0	9,145
39	THERMO FISHER SCIENTIFIC	883556102		9/15/2009	11/12/2009	19,335	0	20,336
40	THERMO FISHER SCIENTIFIC	883556102		6/1/2009	11/12/2009	2,400	0	2,160
41	THERMO FISHER SCIENTIFIC	883556102		6/1/2009	10/2/2009	2,962	0	2,680
42	THERMO FISHER SCIENTIFIC	883556102		3/31/2009	10/2/2009	11,006	0	8,937
43	THERMO FISHER SCIENTIFIC	883556102		10/22/2008	10/2/2009	5,569	0	5,221
44	THERMO FISHER SCIENTIFIC	883556102		10/22/2008	6/23/2009	2,750	0	2,859
45	THERMO FISHER SCIENTIFIC	883556102		1/3/2008	6/23/2009	17,972	0	25,944

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	Amount
Long Term CG Distributions	18,889
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46	TELEFONICA SA SPAIN ADR	879382208		4/29/2009	10/2/2009	36,796	0	26,751
47	SYSCO CORPORATION	871829107		10/27/2008	6/16/2009	5,847	0	6,089
48	SYSCO CORPORATION	871829107		10/27/2008	6/15/2009	5,579	0	5,780
49	SYMANTEC CORP COM	871503108		10/27/2008	4/13/2009	25,487	0	21,614
50	SUNOCO INC PV$1 PA	86764P109		2/14/2006	11/24/2009	5,614	0	15,953
51	SUNOCO INC PV$1 PA	86764P109		2/14/2006	11/23/2009	3,736	0	10,514
52	SUNOCO INC PV$1 PA	86764P109		2/14/2006	7/28/2009	247	0	725
53	STARWOOD HOTELS AND	85590A401		6/20/2008	2/24/2009	13,025	0	52,514
54	STARWOOD HOTELS AND	85590A401		10/23/2008	2/24/2009	79	0	136
55	STARWOOD HOTELS AND	85590A401		4/3/2008	2/24/2009	1,885	0	8,872
56	STARWOOD HOTELS AND	85590A401		1/22/2008	2/24/2009	2,322	0	8,154
57	STAPLES INC	855030102		3/6/2009	10/2/2009	20,258	0	13,101
58	STAPLES INC	855030102		3/6/2009	5/12/2009	18,470	0	13,540
59	STAPLES INC	855030102		3/6/2009	5/7/2009	3,164	0	2,330
60	SMITH-NPHW PLC SPADR NEW	83175M205		11/5/2008	11/24/2009	21,851	0	20,491
61	SMITH-NPHW PLC SPADR NEW	83175M205		7/27/2009	11/24/2009	4,628	0	3,717
62	SMITH-NPHW PLC SPADR NEW	83175M205		3/31/2009	11/24/2009	12,929	0	8,298
63	SMITH-NPHW PLC SPADR NEW	83175M205		11/5/2008	11/24/2009	6,059	0	5,682
64	SMITH-NPHW PLC SPADR NEW	83175M205		11/5/2008	10/6/2009	966	0	984
65	SMITH-NPHW PLC SPADR NEW	83175M205		10/22/2008	10/6/2009	219	0	214
66	SMITH-NPHW PLC SPADR NEW	83175M205		10/10/2008	10/6/2009	263	0	253
67	SMITH-NPHW PLC SPADR NEW	83175M205		5/27/2008	10/6/2009	12,906	0	15,866
68	SMITH-NPHW PLC SPADR NEW	83175M205		1/22/2008	10/6/2009	439	0	594
69	FNMAP2545890550%2023	31371KXS5		6/25/2009	6/25/2009	4,317	0	4,317
70	FNMAP2545890550%2023	31371KXS5		5/26/2009	5/26/2009	3,925	0	3,925
71	FNMAP2545890550%2023	31371KXS5		4/27/2009	4/27/2009	4,394	0	4,394
72	FNMAP2545890550%2023	31371KXS5		3/25/2009	3/25/2009	3,608	0	3,608
73	FNMAP2545890550%2023	31371KXS5		10/26/2009	10/26/2009	2,642	0	2,642
74	FNMAP2545890550%2023	31371KXS5		9/25/2009	9/25/2009	2,391	0	2,391
75	FNMAP2545890550%2023	31371KXS5		7/27/2009	7/27/2009	4,381	0	4,381
76	FNMAP2545890550%2023	31371KXS5		8/25/2009	8/25/2009	3,370	0	3,370
77	FNMAP2545890550%2023	31371KXS5		2/25/2009	2/25/2009	2,617	0	2,617
78	FNMAP2545890550%2023	31371KXS5		1/26/2009	1/26/2009	1,728	0	1,728
79	FEDERAL NATL MTG ASSOC	3136F9FP3		4/8/2008	4/15/2009	200,000	0	199,800
80	FEDERAL HOME LOAN BANK	3133XPKW3		2/12/2008	3/6/2009	58,824	0	58,874
81	FHLMCC9065305%2023	31335HWN9		11/16/2009	11/16/2009	2,353	0	2,353
82	FHLMCC9065305%2023	31335HWN9		10/15/2009	10/15/2009	2,192	0	2,192
83	FHLMCC9065305%2023	31335HWN9		9/15/2009	9/15/2009	2,230	0	2,230
84	FHLMCC9065305%2023	31335HWN9		8/17/2009	8/17/2009	3,559	0	3,559
85	FHLMCC9065305%2023	31335HWN9		7/15/2009	7/15/2009	5,416	0	5,416
86	FHLMCC9065305%2023	31335HWN9		6/15/2009	6/15/2009	4,967	0	4,967
87	FHLMCC9065305%2023	31335HWN9		5/15/2009	5/15/2009	4,886	0	4,886
88	FHLMCC9065305%2023	31335HWN9		4/15/2009	4/15/2009	4,990	0	4,990
89	FHLMCC9065305%2023	31335HWN9		3/16/2009	3/16/2009	5,172	0	5,172
90	FHLMCC9065305%2023	31335HWN9		2/17/2009	2/17/2009	2,801	0	2,801

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91	FHLMCC9065305%2023	31335HWN9		1/15/2009	1/15/2009	1,704	0	1,704
92	FEDERAL FARM CREDIT BANK	31331YD64		4/8/2008	2/2/2009	200,000	0	200,000
93	FHLMCG0804706%2035	3128MJBR0		11/16/2009	11/16/2009	1,291	0	1,291
94	FHLMCG0804706%2035	3128MJBR0		10/15/2009	10/15/2009	5,112	0	5,112
95	FHLMCG0804706%2035	3128MJBR0		9/15/2009	9/15/2009	5,145	0	5,145
96	FHLMCG0804706%2035	3128MJBR0		8/17/2009	8/17/2009	4,872	0	4,872
97	FHLMCG0804706%2035	3128MJBR0		7/15/2009	7/15/2009	3,644	0	3,644
98	FHLMCG0804706%2035	3128MJBR0		6/15/2009	6/15/2009	1,512	0	1,512
99	FHLMCG0804706%2035	3128MJBR0		5/15/2009	5/15/2009	1,582	0	1,582
100	FHLMCG0804706%2035	3128MJBR0		4/15/2009	4/15/2009	4,691	0	4,691
101	FHLMCG0804706%2035	3128MJBR0		3/16/2009	3/16/2009	3,407	0	3,407
102	FHLMCG0804706%2035	3128MJBR0		2/17/2009	2/17/2009	2,787	0	2,787
103	FHLMCG0804706%2035	3128MJBR0		1/15/2009	1/15/2009	2,078	0	2,078
104	FHLMCG0802206%2034	3128MJAY6		11/16/2009	11/16/2009	2,551	0	2,551
105	FHLMCG0802206%2034	3128MJAY6		10/15/2009	10/15/2009	664	0	664
106	FHLMCG0802206%2034	3128MJAY6		9/15/2009	9/15/2009	2,228	0	2,228
107	FHLMCG0802206%2034	3128MJAY6		8/17/2009	8/17/2009	2,576	0	2,576
108	FHLMCG0802206%2034	3128MJAY6		7/15/2009	7/15/2009	2,790	0	2,790
109	FHLMCG0802206%2034	3128MJAY6		6/15/2009	6/15/2009	5,170	0	5,170
110	FHLMCG0802206%2034	3128MJAY6		5/15/2009	5/15/2009	2,256	0	2,256
111	FHLMCG0802206%2034	3128MJAY6		4/15/2009	4/15/2009	3,942	0	3,942
112	FHLMCG0802206%2034	3128MJAY6		3/16/2009	3/16/2009	3,845	0	3,845
113	FHLMCG0802206%2034	3128MJAY6		2/17/2009	2/17/2009	3,172	0	3,172
114	FHLMCG0802206%2034	3128MJAY6		1/15/2009	1/15/2009	694	0	694
115	SMITH-NPHW PLC SPADR NEW	83175M205		11/5/2008	10/2/2009	21,983	0	22,280
116	SMITH-NPHW PLC SPADR NEW	83175M205		11/5/2008	8/25/2009	12,874	0	13,601
117	SCHLUMBERGER LTD	806857108		2/5/2009	9/25/2009	6,025	0	4,546
118	SCHLUMBERGER LTD	806857108		11/4/2008	9/25/2009	31,004	0	27,073
119	SCHLUMBERGER LTD	806857108		9/25/2008	9/25/2009	7,488	0	11,252
120	SCHLUMBERGER LTD	806857108		3/31/2009	9/25/2009	19,655	0	13,992
121	SCHLUMBERGER LTD	806857108		2/5/2009	9/25/2009	760	0	575
122	SCHLUMBERGER LTD	806857108		11/4/2008	9/25/2009	3,276	0	2,861
123	SCHLUMBERGER LTD	806857108		9/25/2008	7/8/2009	823	0	1,494
124	SCHLUMBERGER LTD	806857108		1/31/2008	7/8/2009	9,200	0	14,052
125	SCHLUMBERGER LTD	806857108		1/3/2007	7/8/2009	2,905	0	3,650
126	SCHLUMBERGER LTD	806857108		12/12/2006	7/8/2009	1,985	0	2,704
127	SCHLUMBERGER LTD	806857108		11/4/2008	7/8/2009	7,273	0	7,662
128	SCHLUMBERGER LTD	806857108		9/15/2008	7/8/2009	8,049	0	14,365
129	SCHLUMBERGER LTD	806857108		9/15/2008	5/12/2009	3,340	0	5,192
130	SCHLUMBERGER LTD	806857108		3/24/2008	5/12/2009	5,399	0	7,906
131	SCHLUMBERGER LTD	806857108		12/12/2006	5/1/2009	23,931	0	31,328
132	SAP AG SHS	803054204		1/22/2009	11/4/2009	21,461	0	15,911
133	SAP AG SHS	803054204		4/10/2008	11/4/2009	14,433	0	16,275
134	SAP AG SHS	803054204		1/31/2008	11/4/2009	9,372	0	9,332
135	SAP AG SHS	803054204		1/31/2008	5/7/2009	752	0	933

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136	SAP AG SHS	803054204		9/5/2007	5/7/2009	12,752	0	18,387
137	SAP AG SHS	803054204		6/26/2007	5/7/2009	5,003	0	6,751
138	SALESFORCE COM INC	79466L302		3/31/2009	10/2/2009	11,157	0	6,708
139	SALESFORCE COM INC	79466L302		3/31/2009	8/11/2009	9,729	0	7,069
140	SALESFORCE COM INC	79466L302		11/24/2008	4/23/2009	18,376	0	11,381
141	SALESFORCE COM INC	79466L302		3/31/2009	5/6/2009	835	0	625
142	SALESFORCE COM INC	79466L302		11/24/2008	5/6/2009	11,646	0	6,296
143	SAFEWAY INC NEW	786514208		1/20/2006	7/28/2009	375	0	491
144	ROSS STORES INC COM	778296103		10/20/2008	7/28/2009	879	0	591
145	QWEST COMM INTL INC COM	749121109		1/31/2006	7/28/2009	571	0	860
146	QUEST DIAGNOSTICS INC	74834L100		2/13/2009	10/2/2009	17,254	0	17,142
147	QUEST DIAGNOSTICS INC	74834L100		1/22/2009	10/2/2009	156	0	143
148	QUEST DIAGNOSTICS INC	74834L100		8/13/2008	10/2/2009	8,072	0	8,430
149	QUEST DIAGNOSTICS INC	74834L100		8/13/2008	5/12/2009	5,591	0	5,820
150	PRUDENTIAL FINANCIAL INC	744320102		12/14/2004	3/31/2009	4,262	0	12,092
151	PRUDENTIAL FINANCIAL INC	744320102		6/18/2007	3/31/2009	2,666	0	14,316
152	PRUDENTIAL FINANCIAL INC	744320102		12/14/2004	3/31/2009	590	0	1,637
153	PROCTER & GAMBLE CO	742718109		12/22/2008	6/15/2009	11,812	0	13,877
154	PROCTER & GAMBLE CO	742718109		10/13/2008	6/15/2009	4,776	0	5,864
155	PROCTER & GAMBLE CO	742718109		10/13/2008	5/26/2009	10,032	0	11,791
156	PROCTER & GAMBLE CO	742718109		4/22/2008	2/13/2009	16,214	0	21,395
157	PROCTER & GAMBLE CO	742718109		1/31/2008	2/13/2009	11,406	0	14,569
158	PROCTER & GAMBLE CO	742718109		11/22/2006	2/13/2009	26,342	0	32,764
159	PETSMART INC	716768106		6/1/2009	10/2/2009	9,624	0	9,685
160	PETSMART INC	716768106		3/31/2009	10/2/2009	1,234	0	1,276
161	PETSMART INC	716768106		3/31/2009	7/8/2009	5,896	0	6,014
162	CAPITAL ONE FINL	14040H105		2/2/2009	5/11/2009	13,301	0	7,834
163	CAPITAL ONE FINL	14040H105		2/2/2009	4/27/2009	1,777	0	1,695
164	CAPITAL ONE FINL	14040H105		12/22/2008	4/27/2009	5,002	0	8,838
165	CAPITAL ONE FINL	14040H105		4/28/2008	4/27/2009	3,312	0	10,182
166	CAPITAL ONE FINL	14040H105		4/28/2008	3/23/2009	2,797	0	11,561
167	CAPITAL ONE FINL	14040H105		4/21/2008	3/23/2009	6,928	0	25,908
168	CVS CAREMARK CORP	126650100		1/22/2009	6/23/2009	8,911	0	7,568
169	CVS CAREMARK CORP	126650100		6/11/2008	6/23/2009	6,356	0	8,494
170	CVS CAREMARK CORP	126650100		3/24/2008	6/23/2009	312	0	403
171	CSX CORP	126408103		7/29/2005	7/28/2009	10,213	0	5,883
172	BROADCOM CORP CALIF CL A	111320107		1/22/2009	5/6/2009	9,694	0	6,606
173	BROADCOM CORP CALIF CL A	111320107		1/22/2009	4/23/2009	4,302	0	3,060
174	BROADCOM CORP CALIF CL A	111320107		10/22/2008	4/23/2009	159	0	112
175	BROADCOM CORP CALIF CL A	111320107		10/10/2008	4/23/2009	319	0	207
176	BROADCOM CORP CALIF CL A	111320107		7/29/2008	4/23/2009	1,684	0	1,814
177	BROADCOM CORP CALIF CL A	111320107		4/2/2008	4/23/2009	6,851	0	5,957
178	BROADCOM CORP CALIF CL A	111320107		3/24/2008	4/23/2009	5,963	0	4,661
179	BROADCOM CORP CALIF CL A	111320107		1/3/2008	4/23/2009	2,822	0	3,268
180	BEST BUY CO INC	086516101		2/27/2008	1/20/2009	2,776	0	4,670

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181	BEST BUY CO INC	086516101		2/26/2008	1/20/2009	7,274	0	12,224
182	BEST BUY CO INC	086516101		2/25/2008	1/20/2009	7,885	0	12,739
183	BECTON DICKINSON CO	075887109		5/7/2009	11/12/2009	34,185	0	29,483
184	BECTON DICKINSON CO	075887109		1/28/2009	11/12/2009	30,666	0	32,777
185	BECTON DICKINSON CO	075887109		1/28/2009	10/2/2009	18,376	0	20,879
186	BAXTER INTERNTL INC	071813109		1/20/2009	6/8/2009	16,672	0	19,590
187	BAXTER INTERNTL INC	071813109		3/27/2008	6/8/2009	5,076	0	6,276
188	BAXTER INTERNTL INC	071813109		3/11/2008	6/8/2009	22,167	0	27,665
189	BANK NEW YORK MELLON	064058100		4/22/2008	2/13/2009	17,481	0	27,995
190	BANK NEW YORK MELLON	064058100		1/31/2008	2/13/2009	8,702	0	15,685
191	BANK NEW YORK MELLON	064058100		9/20/2007	2/13/2009	4,160	0	7,271
192	BMC SOFTWARE INC	055921100		4/30/2008	7/7/2009	6,060	0	6,619
193	BMC SOFTWARE INC	055921100		4/29/2008	7/7/2009	6,060	0	6,605
194	BMC SOFTWARE INC	055921100		4/29/2008	7/6/2009	3,662	0	3,935
195	BMC SOFTWARE INC	055921100		4/28/2008	7/6/2009	1,798	0	1,899
196	AVON PROD INC	054303102		2/4/2009	6/23/2009	3,186	0	2,624
197	AVON PROD INC	054303102		1/9/2008	6/23/2009	3,976	0	5,973
198	AVON PROD INC	054303102		1/9/2008	5/7/2009	9,316	0	15,468
199	AVON PROD INC	054303102		1/28/2009	5/1/2009	5,002	0	4,676
200	AVON PROD INC	054303102		10/22/2008	5/1/2009	19,435	0	23,470
201	AVON PROD INC	054303102		1/31/2008	5/1/2009	9,064	0	13,687
202	AVON PROD INC	054303102		7/24/2007	5/1/2009	5,713	0	9,928
203	AVON PROD INC	054303102		7/24/2007	12/23/2008	14,722	0	25,517
204	AVON PROD INC	054303102		7/17/2007	12/23/2008	28,915	0	49,362
205	AUTOZONE INC NEVADA COM	053332102		6/19/2007	11/17/2009	2,844	0	2,784
206	AUTOZONE INC NEVADA COM	053332102		6/19/2007	11/16/2009	11,431	0	11,136
207	AUTOZONE INC NEVADA COM	053332102		6/18/2007	11/16/2009	5,287	0	5,162
208	AUTOZONE INC NEVADA COM	053332102		6/18/2007	9/2/2009	3,196	0	3,069
209	PETSMART INC	716768106		2/17/2009	7/8/2009	8,568	0	7,861
210	PETSMART INC	716768106		10/22/2008	7/8/2009	1,485	0	1,388
211	PETSMART INC	716768106		10/22/2008	4/29/2009	7,367	0	6,268
212	PETSMART INC	716768106		9/24/2008	4/29/2009	3,217	0	3,430
213	PETSMART INC	716768106		9/24/2008	1/14/2009	14,093	0	20,458
214	PERKINELMER INC COM	714046109		10/22/2008	1/26/2009	6,325	0	9,304
215	PERKINELMER INC COM	714046109		7/25/2008	1/26/2009	1,359	0	2,890
216	PERKINELMER INC COM	714046109		6/18/2008	1/26/2009	10,583	0	22,088
217	PEPSICO INC	713448108		11/28/2006	10/2/2009	17,243	0	17,451
218	PPL CORPORATION	69351T106		10/22/2008	6/23/2009	1,101	0	1,025
219	PPL CORPORATION	69351T106		1/31/2008	6/23/2009	6,442	0	9,502
220	PPL CORPORATION	69351T106		12/7/2007	6/23/2009	28,618	0	47,528
221	PPL CORPORATION	69351T106		12/7/2007	4/17/2009	1,470	0	2,688
222	ORACLE CORP $0 01 DEL	68389X105		3/31/2009	10/2/2009	5,294	0	4,678
223	ORACLE CORP $0 01 DEL	68389X105		1/22/2009	10/2/2009	4,333	0	3,519
224	ORACLE CORP $0 01 DEL	68389X105		1/22/2009	5/7/2009	2,099	0	1,892
225	ORACLE CORP $0 01 DEL	68389X105		7/3/2008	5/7/2009	6,756	0	7,696

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	18,889
Short Term CG Distributions	0

	(a) Kind(s) of property sold	CUSIP #	(b) How acquired	(c) Date Acquired	(d) Date Sold	(e) Gross Sales Price	(f) Depreciation Allowed	(g) Cost or other basis plus expense of sale
226	OCCIDENTAL PETE CORP CAL	674599105		10/17/2005	7/28/2009	717	0	372
227	OCCIDENTAL PETE CORP CAL	674599105		10/17/2005	4/7/2009	3,413	0	2,266
228	OCCIDENTAL PETE CORP CAL	674599105		10/17/2005	4/6/2009	12,460	0	8,025
229	NOKIA CORP SPON ADR	654902204		7/27/2009	10/23/2009	44,977	0	44,847
230	NOKIA CORP SPON ADR	654902204		1/20/2009	10/23/2009	12,414	0	12,401
231	NOKIA CORP SPON ADR	654902204		1/20/2009	10/2/2009	22,775	0	21,524
232	NOKIA CORP SPON ADR	654902204		1/20/2009	6/23/2009	5,538	0	5,134
233	NOKIA CORP SPON ADR	654902204		6/11/2008	6/23/2009	11,601	0	21,170
234	NOKIA CORP SPON ADR	654902204		6/11/2008	5/7/2009	2,436	0	4,327
235	NOKIA CORP SPON ADR	654902204		4/10/2008	5/7/2009	4,333	0	9,794
236	NOKIA CORP SPON ADR	654902204		1/31/2008	5/7/2009	7,397	0	18,049
237	NOKIA CORP SPON ADR	654902204		12/7/2007	5/7/2009	7,047	0	19,093
238	NASDAQ OMX GRP INC	631103108		1/28/2009	2/13/2009	5,945	0	6,484
239	NASDAQ OMX GRP INC	631103108		11/11/2008	2/13/2009	14,071	0	16,534
240	NASDAQ OMX GRP INC	631103108		7/1/2008	2/13/2009	86	0	102
241	NASDAQ OMX GRP INC	631103108		6/11/2008	2/13/2009	2,395	0	3,649
242	MONSANTO CO NEW DEL COM	61166W101		2/4/2009	5/1/2009	2,381	0	2,227
243	MONSANTO CO NEW DEL COM	61166W101		9/15/2008	5/1/2009	3,231	0	4,099
244	MONSANTO CO NEW DEL COM	61166W101		3/24/2008	5/1/2009	3,656	0	4,451
245	MILLIPORE CORP	601073109		3/31/2009	11/12/2009	9,432	0	7,827
246	MILLIPORE CORP	601073109		3/11/2009	11/12/2009	13,943	0	11,516
247	MILLIPORE CORP	601073109		3/11/2009	4/23/2009	5,053	0	5,193
248	MICROSOFT CORP	594918104		6/2/2004	7/28/2009	692	0	789
249	METLIFE INC COM	59156R108		3/28/2008	12/22/2008	3,608	0	6,424
250	METLIFE INC COM	59156R108		3/27/2008	12/22/2008	2,428	0	4,375
251	METLIFE INC COM	59156R108		3/26/2008	12/22/2008	2,428	0	4,353
252	METLIFE INC COM	59156R108		3/25/2008	12/22/2008	2,225	0	4,051
253	METLIFE INC COM	59156R108		3/24/2008	12/22/2008	4,147	0	7,594
254	METLIFE INC COM	59156R108		3/20/2008	12/22/2008	3,945	0	6,940
255	FAMILY DOLLAR STORES	307000109		4/6/2009	7/28/2009	622	0	665
256	FPL GROUP INC	302571104		1/3/2007	4/17/2009	10,186	0	11,105
257	EXXON MOBIL CORP COM	30231G102		9/18/2006	10/21/2009	1,841	0	1,645
258	EXXON MOBIL CORP COM	30231G102		6/2/2004	10/21/2009	11,265	0	6,740
259	EXXON MOBIL CORP COM	30231G102		9/21/2006	10/20/2009	1,385	0	1,232
260	EXXON MOBIL CORP COM	30231G102		9/20/2006	10/20/2009	4,739	0	4,285
261	EXXON MOBIL CORP COM	30231G102		9/19/2006	10/20/2009	4,739	0	4,320
262	EXXON MOBIL CORP COM	30231G102		9/18/2006	10/20/2009	292	0	263
263	EXXON MOBIL CORP COM	30231G102		9/18/2006	10/20/2009	4,812	0	4,346
264	EXXON MOBIL CORP COM	30231G102		6/2/2004	10/19/2009	5,308	0	3,167
265	EXXON MOBIL CORP COM	30231G102		5/3/2004	10/19/2009	21,306	0	12,531
266	EXXON MOBIL CORP COM	30231G102		5/3/2004	7/28/2009	2,156	0	1,301
267	EXXON MOBIL CORP COM	30231G102		5/3/2004	6/1/2009	2,215	0	1,344
268	EXXON MOBIL CORP COM	30231G102		4/1/2004	6/1/2009	16,431	0	9,631
269	EXPRESS SCRIPTS INC COM	302182100		6/14/2005	8/18/2009	8,288	0	3,059
270	EXPRESS SCRIPTS INC COM	302182100		6/14/2005	8/17/2009	13,253	0	4,835

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Long Term CG Distributions	18,889
Short Term CG Distributions	0

	(a) Kind(s) of property sold	CUSIP #	(b) How acquired	(c) Date Acquired	(d) Date Sold	(e) Gross Sales Price	(f) Depreciation Allowed	(g) Cost or other basis plus expense of sale
271	EXPRESS SCRIPTS INC COM	302182100		6/14/2005	8/5/2009	2,846	0	1,036
272	EXPRESS SCRIPTS INC COM	302182100		6/14/2005	8/4/2009	11,587	0	4,144
273	EXPRESS SCRIPTS INC COM	302182100		6/14/2005	8/3/2009	11,104	0	3,947
274	EXPRESS SCRIPTS INC COM	302182100		6/14/2005	7/28/2009	2,124	0	740
275	ENBRIDGE INC COM	29250N105		6/3/2008	5/12/2009	15,966	0	23,120
276	AUTOZONE INC NEVADA COM	053332102		6/18/2007	9/1/2009	5,684	0	5,441
277	AUTOZONE INC NEVADA COM	053332102		6/18/2007	8/31/2009	294	0	279
278	AUTOZONE INC NEVADA COM	053332102		6/12/2007	8/31/2009	4,112	0	3,787
279	AUTOZONE INC NEVADA COM	053332102		6/12/2007	2/24/2009	2,020	0	1,893
280	AUTOZONE INC NEVADA COM	053332102		6/12/2007	2/24/2009	7,913	0	7,438
281	ARCHER DANIELS MIDLD	039483102		2/9/2009	7/28/2009	2,510	0	2,307
282	APPLIED MATERIAL INC	038222105		5/15/2007	1/12/2009	8,156	0	16,314
283	APPLIED MATERIAL INC	038222105		5/14/2007	1/12/2009	7,894	0	16,135
284	APOLLO GROUP INC CL A	037604105		3/31/2009	9/2/2009	3,668	0	4,501
285	APOLLO GROUP INC CL A	037604105		3/31/2009	9/1/2009	4,549	0	5,607
286	APOLLO GROUP INC CL A	037604105		3/30/2009	9/1/2009	1,794	0	2,195
287	MCKESSON CORPORATION COM	58155Q103		2/5/2009	7/8/2009	2,819	0	2,950
288	APOLLO GROUP INC CL A	037604105		3/30/2009	8/31/2009	4,924	0	5,880
289	APOLLO GROUP INC CL A	037604105		3/30/2009	7/28/2009	667	0	784
290	ANADARKO PETE CORP	032511107		7/20/2009	7/28/2009	949	0	945
291	AMGEN INC COM PV $0 0001	031162100		11/3/2008	7/28/2009	3,102	0	3,067
292	AMERICA MOVIL SAB DE CV	02364W105		1/20/2009	5/6/2009	9,023	0	6,896
293	AMERICA MOVIL SAB DE CV	02364W105		9/15/2008	5/6/2009	2,504	0	3,174
294	AMERICA MOVIL SAB DE CV	02364W105		12/21/2007	5/6/2009	3,941	0	6,509
295	ALTERA CORP COM	021441100		12/15/2008	7/20/2009	12,220	0	11,021
296	ALTERA CORP COM	021441100		11/25/2008	7/20/2009	7,005	0	5,989
297	ALTERA CORP COM	021441100		1/22/2009	4/23/2009	5,997	0	5,722
298	ALTERA CORP COM	021441100		1/16/2009	4/23/2009	11,885	0	12,112
299	ALTERA CORP COM	021441100		11/25/2008	2/11/2009	77	0	74
300	ALTERA CORP COM	021441100		11/24/2008	2/11/2009	2,156	0	2,127
301	ALTERA CORP COM	021441100		11/24/2008	2/10/2009	1,079	0	1,033
302	ALTERA CORP COM	021441100		10/20/2008	2/10/2009	12,217	0	13,787
303	ALTERA CORP COM	021441100		10/20/2008	2/9/2009	3,934	0	4,297
304	ALLSTATE CORP DEL COM	020002101		9/22/2008	4/1/2009	392	0	928
305	ALLSTATE CORP DEL COM	020002101		9/22/2008	3/31/2009	4,366	0	10,671
306	ALLSTATE CORP DEL COM	020002101		8/15/2006	3/31/2009	1,993	0	6,015
307	ALLSTATE CORP DEL COM	020002101		8/15/2006	3/30/2009	5,295	0	16,040
308	ALLSTATE CORP DEL COM	020002101		8/14/2006	3/30/2009	3,688	0	11,035
309	ALLERGAN INC	018490102		2/5/2009	7/8/2009	4,795	0	4,125
310	ALLERGAN INC	018490102		7/1/2008	7/8/2009	3,781	0	4,265
311	ALLERGAN INC	018490102		12/20/2007	7/8/2009	3,827	0	5,315
312	AIR PRODUCTS&CHEM	009158106		2/25/2009	6/23/2009	4,007	0	3,102
313	AFFILIATED MANAGERS GRP	008252108		6/22/2009	10/2/2009	3,698	0	3,291
314	AFFILIATED MANAGERS GRP	008252108		5/28/2009	10/2/2009	5,054	0	4,472
315	AFFILIATED MANAGERS GRP	008252108		5/28/2009	8/6/2009	7,012	0	5,453

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Long Term CG Distributions	18,889
Short Term CG Distributions	0

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316	AFFILIATED MANAGERS GRP	008252108		5/27/2009	8/6/2009	12,692	0	9,949
317	AETNA INC NEW	00817Y108		11/30/2004	7/28/2009	823	0	890
318	ABB LTD SPON ADR	000375204		9/15/2008	12/23/2008	3,922	0	5,963
319	ABB LTD SPON ADR	000375204		4/16/2008	12/23/2008	7,189	0	14,483
320	ABB LTD SPON ADR	000375204		2/2/2009	6/23/2009	10,035	0	8,238
321	ABB LTD SPON ADR	000375204		11/5/2008	6/23/2009	9,764	0	8,853
322	ABB LTD SPON ADR	000375204		11/5/2008	12/23/2008	858	0	858
323	METLIFE INC COM	59156R108		3/19/2008	12/22/2008	1,079	0	1,909
324	MCKESSON CORPORATION COM	58155Q103		1/3/2006	7/28/2009	1,404	0	1,591
325	MCKESSON CORPORATION COM	58155Q103		4/10/2008	7/8/2009	24,158	0	29,494
326	MCKESSON CORPORATION COM	58155Q103		1/31/2008	7/8/2009	12,144	0	17,349
327	MCKESSON CORPORATION COM	58155Q103		4/5/2007	7/8/2009	3,253	0	4,429
328	MCKESSON CORPORATION COM	58155Q103		11/5/2008	7/8/2009	3,902	0	3,478
329	MCKESSON CORPORATION COM	58155Q103		7/3/2008	7/8/2009	4,899	0	6,167
330	MCKESSON CORPORATION COM	58155Q103		1/3/2008	7/8/2009	4,162	0	6,109
331	MCKESSON CORPORATION COM	58155Q103		1/3/2008	12/23/2008	8,699	0	14,764
332	MCKESSON CORPORATION COM	58155Q103		4/5/2007	12/23/2008	44,283	0	69,738
333	MCDONALDS CORP COM	580135101		11/13/2007	9/23/2009	9,400	0	9,594
334	MCDONALDS CORP COM	580135101		11/13/2007	9/22/2009	13,507	0	13,821
335	MCDONALDS CORP COM	580135101		6/2/2004	9/22/2009	1,507	0	715
336	MCDONALDS CORP COM	580135101		6/2/2004	9/21/2009	13,647	0	6,435
337	MCDONALDS CORP COM	580135101		6/2/2004	7/28/2009	1,681	0	794
338	MCAFEE INC	579064106		4/28/2009	10/2/2009	12,355	0	10,665
339	MEMC ELECTR MATLS INC	552715104		10/10/2008	12/18/2008	6,550	0	9,647
340	LOCKHEED MARTIN CORP	539830109		11/22/2005	12/15/2008	10,876	0	8,763
341	ELI LILLY & CO	532457108		1/20/2009	8/11/2009	2,967	0	3,364
342	ELI LILLY & CO	532457108		1/20/2009	8/10/2009	11,557	0	13,075
343	ELI LILLY & CO	532457108		1/20/2009	7/28/2009	1,050	0	1,147
344	LAUDER ESTEE COS INC A	518439104		6/13/2007	2/3/2009	913	0	1,627
345	LAUDER ESTEE COS INC A	518439104		6/12/2007	2/3/2009	5,376	0	9,569
346	LAUDER ESTEE COS INC A	518439104		6/12/2007	2/2/2009	4,237	0	7,618
347	LAUDER ESTEE COS INC A	518439104		6/11/2007	2/2/2009	4,780	0	8,565
348	KROGER CO	501044101		12/13/2006	7/28/2009	1,070	0	1,200
349	KROGER CO	501044101		12/13/2006	3/4/2009	801	0	936
350	KROGER CO	501044101		12/13/2006	3/3/2009	1,443	0	1,704
351	KROGER CO	501044101		12/12/2006	3/3/2009	3,272	0	3,871
352	KROGER CO	501044101		12/12/2006	3/2/2009	5,846	0	6,876
353	KLA TENCOR CORP PV$0 001	482480100		7/6/2007	4/1/2009	525	0	1,465
354	KLA TENCOR CORP PV$0.001	482480100		7/5/2007	4/1/2009	4,854	0	13,455
355	KLA TENCOR CORP PV$0 001	482480100		7/6/2007	3/31/2009	2,089	0	5,859
356	KLA TENCOR CORP PV$0 001	482480100		7/5/2007	3/31/2009	6,207	0	17,251
357	INTL BUSINESS MACHINES	459200101		1/22/2009	10/2/2009	14,537	0	10,958
358	INTL BUSINESS MACHINES	459200101		7/23/2008	10/2/2009	6,554	0	7,144
359	INTL BUSINESS MACHINES	459200101		2/12/2007	7/28/2009	1,169	0	988
360	INTL BUSINESS MACHINES	459200101		7/23/2008	6/23/2009	18,117	0	22,601

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Short Term CG Distributions	0

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361	INTL BUSINESS MACHINES	459200101		7/23/2008	5/12/2009	19,901	0	25,069
362	ITT EDUCATIONAL SVCES	45068B109		5/28/2009	10/28/2009	8,568	0	8,217
363	ITT EDUCATIONAL SVCES	45068B109		4/21/2009	10/28/2009	3,142	0	3,203
364	ITT EDUCATIONAL SVCES	45068B109		3/31/2009	10/28/2009	4,855	0	6,383
365	ITT EDUCATIONAL SVCES	45068B109		3/12/2009	10/28/2009	2,666	0	3,044
366	ITT EDUCATIONAL SVCES	45068B109		3/12/2009	10/2/2009	2,244	0	2,283
367	ITT EDUCATIONAL SVCES	45068B109		2/24/2009	10/2/2009	10,900	0	11,293
368	DU PONT E I DE NEMOURS	263534109		1/28/2009	2/24/2009	16,387	0	21,050
369	DU PONT E I DE NEMOURS	263534109		4/22/2008	2/24/2009	3,498	0	9,273
370	DU PONT E I DE NEMOURS	263534109		1/31/2008	2/24/2009	3,099	0	7,220
371	DU PONT E I DE NEMOURS	263534109		8/2/2007	2/24/2009	19	0	47
372	DU PONT E I DE NEMOURS	263534109		11/16/2006	2/24/2009	4,030	0	10,110
373	DOVER CORP	260003108		5/13/2008	7/28/2009	681	0	1,061
374	DOVER CORP	260003108		5/13/2008	5/5/2009	3,694	0	6,206
375	DOVER CORP	260003108		5/12/2008	5/5/2009	1,895	0	3,166
376	DOVER CORP	260003108		5/12/2008	5/4/2009	4,036	0	6,702
377	DONALDSON CO INC	257651109		9/15/2009	10/28/2009	2,333	0	2,356
378	DONALDSON CO INC	257651109		3/31/2009	10/28/2009	12,206	0	9,282
379	DONALDSON CO INC	257651109		1/28/2009	10/28/2009	1,041	0	941
380	DONALDSON CO INC	257651109		1/28/2009	10/2/2009	8,322	0	8,180
381	DONALDSON CO INC	257651109		1/28/2009	7/8/2009	6,409	0	6,589
382	DONALDSON CO INC	257651109		7/1/2008	7/8/2009	726	0	1,008
383	DONALDSON CO INC	257651109		7/1/2008	4/29/2009	6,338	0	8,285
384	DONALDSON CO INC	257651109		1/7/2008	4/29/2009	1,911	0	2,443
385	DONALDSON CO INC	257651109		11/10/2008	1/14/2009	21,493	0	24,114
386	DISCOVERY COMMUNICATN	25470F104		2/5/2009	6/23/2009	769	0	516
387	DISCOVERY COMMUNICATN	25470F104		10/27/2008	5/7/2009	9,917	0	5,055
388	DISNEY (WALT) CO COM STK	254687106		10/22/2007	12/5/2008	1,369	0	2,176
389	DISNEY (WALT) CO COM STK	254687106		10/22/2007	12/4/2008	6,068	0	9,499
390	DISNEY (WALT) CO COM STK	254687106		10/22/2007	12/3/2008	5,823	0	9,395
391	DISNEY (WALT) CO COM STK	254687106		9/17/2007	12/3/2008	21	0	33
392	DISNEY (WALT) CO COM STK	254687106		9/17/2007	12/2/2008	5,753	0	9,155
393	DISNEY (WALT) CO COM STK	254687106		9/17/2007	12/1/2008	3,027	0	4,845
394	DISNEY (WALT) CO COM STK	254687106		7/26/2007	12/1/2008	1,712	0	2,822
395	DISCOVERY COMMUNICATN	25470F104		1/22/2009	6/23/2009	13,330	0	9,539
396	DISCOVERY COMMUNICATN	25470F104		11/21/2008	6/23/2009	121	0	70
397	DISCOVERY COMMUNICATN	25470F104		11/21/2008	5/7/2009	1,563	0	879
398	DEVON ENERGY CORP NEW	25179M103		9/15/2009	10/28/2009	1,182	0	1,202
399	DEVON ENERGY CORP NEW	25179M103		3/31/2009	10/28/2009	17,669	0	12,258
400	DEVON ENERGY CORP NEW	25179M103		2/5/2009	10/28/2009	3,941	0	3,578
401	DEVON ENERGY CORP NEW	25179M103		11/11/2008	10/28/2009	1,445	0	1,620
402	DEVON ENERGY CORP NEW	25179M103		11/11/2008	6/23/2009	13,513	0	17,597
403	DEVON ENERGY CORP NEW	25179M103		10/10/2008	6/23/2009	4,806	0	4,863
404	DARDEN RESTAURANTS INC	237194105		4/20/2009	7/28/2009	998	0	1,171
405	DANAHER CORP DEL COM	235851102		3/31/2009	10/2/2009	972	0	810

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406	DANAHER CORP DEL COM	235851102		1/28/2009	10/2/2009	9,136	0	8,227
407	DANAHER CORP DEL COM	235851102		1/28/2009	7/8/2009	6,532	0	6,652
408	DANAHER CORP DEL COM	235851102		7/29/2008	7/8/2009	2,005	0	2,838
409	DANAHER CORP DEL COM	235851102		7/29/2008	5/1/2009	1,404	0	1,946
410	DANAHER CORP DEL COM	235851102		4/3/2008	5/1/2009	5,932	0	7,812
411	CUMMINS INC COM	231021106		9/23/2008	4/21/2009	6,721	0	14,139
412	CUMMINS INC COM	231021106		9/22/2008	4/21/2009	802	0	1,709
413	CUMMINS INC COM	231021106		9/22/2008	4/20/2009	12,226	0	26,394
414	HUDSON CITY BANCORP INC	443683107		5/12/2009	11/10/2009	5,209	0	5,110
415	HUDSON CITY BANCORP INC	443683107		5/12/2009	11/9/2009	5,076	0	5,006
416	HUDSON CITY BANCORP INC	443683107		5/11/2009	11/9/2009	6,882	0	6,803
417	HUDSON CITY BANCORP INC	443683107		5/11/2009	7/28/2009	2,626	0	2,457
418	HONEYWELL INTL INC DEL	438516106		2/4/2009	10/2/2009	2,822	0	2,568
419	HONEYWELL INTL INC DEL	438516106		11/5/2008	10/2/2009	5,536	0	4,997
420	HONEYWELL INTL INC DEL	438516106		11/5/2008	5/12/2009	2,354	0	2,321
421	HONEYWELL INTL INC DEL	438516106		9/15/2008	5/12/2009	3,008	0	4,287
422	HONEYWELL INTL INC DEL	438516106		1/9/2008	5/12/2009	1,798	0	3,155
423	HONEYWELL INTL INC DEL	438516106		1/31/2008	5/1/2009	3,791	0	6,936
424	HONEYWELL INTL INC DEL	438516106		3/19/2007	5/1/2009	7,582	0	11,373
425	HONEYWELL INTL INC DEL	438516106		1/9/2008	12/23/2008	8,072	0	14,800
426	HONEYWELL INTL INC DEL	438516106		3/19/2007	12/23/2008	19,550	0	29,610
427	HEWLETT PACKARD CO DEL	428236103		4/6/2005	10/26/2009	9,821	0	4,471
428	HEWLETT PACKARD CO DEL	428236103		5/13/2008	10/2/2009	9,080	0	8,874
429	HEWLETT PACKARD CO DEL	428236103		4/6/2005	7/28/2009	416	0	219
430	HEWLETT PACKARD CO DEL	428236103		11/11/2008	5/6/2009	3,498	0	3,252
431	HEWLETT PACKARD CO DEL	428236103		7/25/2008	5/6/2009	2,272	0	2,764
432	HEWLETT PACKARD CO DEL	428236103		4/6/2005	3/9/2009	12,765	0	10,782
433	HEWLETT PACKARD CO DEL	428236103		7/25/2008	1/14/2009	3,723	0	4,651
434	HEWLETT PACKARD CO DEL	428236103		5/13/2008	1/14/2009	7,340	0	9,274
435	HEINZ H J CO PV 25CT	423074103		3/28/2007	6/24/2009	4,292	0	5,717
436	HEINZ H J CO PV 25CT	423074103		3/28/2007	6/23/2009	6,350	0	8,457
437	HEINZ H J CO PV 25CT	423074103		3/27/2007	6/23/2009	6,457	0	8,553
438	HEINZ H J CO PV 25CT	423074103		3/27/2007	6/22/2009	3,868	0	5,075
439	HALLIBURTON COMPANY	406216101		1/28/2009	9/25/2009	28,374	0	20,746
440	HALLIBURTON COMPANY	406216101		9/25/2008	9/25/2009	6,854	0	8,916
441	HALLIBURTON COMPANY	406216101		3/26/2008	9/25/2009	12,274	0	17,465
442	HALLIBURTON COMPANY	406216101		3/26/2008	6/23/2009	12,474	0	23,135
443	HALLIBURTON COMPANY	406216101		3/26/2008	5/12/2009	5,861	0	9,791
444	GOOGLE INC CL A	38259P508		10/10/2008	5/1/2009	7,511	0	6,349
445	GOOGLE INC CL A	38259P508		7/1/2008	5/1/2009	3,163	0	4,213
446	GOOGLE INC CL A	38259P508		7/1/2008	1/14/2009	3,304	0	5,792
447	GOOGLE INC CL A	38259P508		3/10/2008	1/14/2009	5,707	0	8,114
448	GOLDMAN SACHS GROUP INC	38141G104		6/1/2009	7/28/2009	1,603	0	1,456
449	GILEAD SCIENCES INC COM	375558103		1/26/2009	3/11/2009	16,252	0	17,785
450	GENZYME CORPORATION	372917104		1/20/2009	3/11/2009	4,450	0	5,520

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	18,889
Short Term CG Distributions	0

	(a) Kind(s) of property sold	CUSIP #	(b) How acquired	(c) Date Acquired	(d) Date Sold	(e) Gross Sales Price	(f) Depreciation Allowed	(g) Cost or other basis plus expense of sale
451	GENZYME CORPORATION	372917104		9/15/2008	3/11/2009	10,012	0	14,232
452	GENERAL MILLS	370334104		7/17/2007	10/2/2009	21,938	0	20,220
453	GENERAL MILLS	370334104		1/30/2007	10/2/2009	5,756	0	5,167
454	GENERAL MILLS	370334104		1/23/2006	5/20/2009	3,785	0	3,546
455	GENERAL MILLS	370334104		1/23/2006	5/19/2009	11,154	0	10,490
456	GENERAL MILLS	370334104		1/23/2006	5/18/2009	10,233	0	9,604
457	GENERAL ELECTRIC	369604103		6/2/2004	4/1/2009	283	0	874
458	GENERAL ELECTRIC	369604103		6/2/2004	3/31/2009	4,600	0	14,138
459	GENERAL ELECTRIC	369604103		6/2/2004	3/30/2009	686	0	2,153
460	CHECK POINT SOFTWRE TECH	M22465104		5/18/2009	8/5/2009	956	0	827
461	CHECK POINT SOFTWRE TECH	M22465104		5/18/2009	8/4/2009	3,826	0	3,307
462	CHECK POINT SOFTWRE TECH	M22465104		5/18/2009	8/3/2009	3,674	0	3,169
463	CHECK POINT SOFTWRE TECH	M22465104		5/18/2009	7/28/2009	3,149	0	2,756
464	ACE LIMITED	H0023R105		1/22/2009	10/2/2009	18,226	0	15,703
465	ACE LIMITED	H0023R105		1/16/2009	10/2/2009	7,366	0	6,879
466	ACE LIMITED	H0023R105		4/27/2009	7/28/2009	976	0	902
467	ACE LIMITED	H0023R105		4/27/2009	7/6/2009	305	0	316
468	ACE LIMITED	H0023R105		3/31/2009	7/6/2009	17,404	0	15,930
469	ACE LIMITED	H0023R105		1/16/2009	6/23/2009	17,584	0	20,737
470	ACE LIMITED	H0023R105		1/16/2009	5/12/2009	6,529	0	7,682
471	COOPER INDSTRS LTD CL A	G24182100		12/2/2008	7/28/2009	327	0	238
472	COOPER INDSTRS LTD CL A	G24182100		12/2/2008	2/10/2009	3,426	0	2,974
473	COOPER INDSTRS LTD CL A	G24182100		12/2/2008	2/9/2009	2,055	0	1,689
474	COOPER INDSTRS LTD CL A	G24182100		12/1/2008	2/9/2009	6,308	0	5,004
475	COOPER INDUSTRIES PLC	G24140108		12/5/2008	10/6/2009	2,309	0	1,586
476	COOPER INDUSTRIES PLC	G24140108		12/4/2008	10/6/2009	9,719	0	6,688
477	COOPER INDUSTRIES PLC	G24140108		12/4/2008	10/5/2009	73	0	51
478	COOPER INDUSTRIES PLC	G24140108		12/3/2008	10/5/2009	9,595	0	6,489
479	COOPER INDUSTRIES PLC	G24140108		12/2/2008	10/5/2009	2,116	0	1,380
480	ACCENTURE PLC SHS	G1151C101		2/6/2006	11/10/2009	10,728	0	8,696
481	ACCENTURE PLC SHS	G1151C101		2/6/2006	11/9/2009	10,905	0	8,760
482	ACCENTURE PLC SHS	G1151C101		2/6/2006	9/11/2009	1,527	0	1,375
483	ACCENTURE PLC SHS	G1151C101		2/6/2006	9/10/2009	5,913	0	5,403
484	ACCENTURE PLC SHS	G1151C101		2/6/2006	9/9/2009	5,991	0	5,531
485	ACCENTURE PLC SHS	G1151C101		2/6/2006	9/8/2009	5,842	0	5,403
486	GENERAL ELECTRIC	369604103		5/3/2004	3/30/2009	5,721	0	17,388
487	GAP INC DELAWARE	364760108		4/14/2008	7/28/2009	321	0	372
488	GAP INC DELAWARE	364760108		4/14/2008	4/7/2009	1,461	0	1,933
489	GAP INC DELAWARE	364760108		2/27/2008	4/7/2009	2,739	0	3,925
490	GAP INC DELAWARE	364760108		2/26/2008	4/7/2009	5,689	0	8,232
491	GAP INC DELAWARE	364760108		2/26/2008	4/6/2009	1,319	0	1,870
492	GAP INC DELAWARE	364760108		2/25/2008	4/6/2009	8,432	0	11,696
493	GNMP5925980550%2033	36201TKK2		11/16/2009	11/16/2009	1,550	0	1,550
494	GNMP5925980550%2033	36201TKK2		10/15/2009	10/15/2009	770	0	770
495	GNMP5925980550%2033	36201TKK2		9/15/2009	9/15/2009	5,411	0	5,411

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	Amount
Long Term CG Distributions	18,889
Short Term CG Distributions	0

	(a) Kind(s) of property sold	CUSIP #	(b) How acquired	(c) Date Acquired	(d) Date Sold	(e) Gross Sales Price	(f) Depreciation Allowed	(g) Cost or other basis plus expense of sale
496	GNMP5925980550%2033	36201TKK2		8/17/2009	8/17/2009	1,590	0	1,590
497	GNMP5925980550%2033	36201TKK2		7/15/2009	7/15/2009	1,144	0	1,144
498	GNMP5925980550%2033	36201TKK2		6/15/2009	6/15/2009	152	0	152
499	GNMP5925980550%2033	36201TKK2		5/15/2009	5/15/2009	5,537	0	5,537
500	GNMP5925980550%2033	36201TKK2		4/15/2009	4/15/2009	3,129	0	3,129
501	GNMP5925980550%2033	36201TKK2		3/16/2009	3/16/2009	2,855	0	2,855
502	GNMP5925980550%2033	36201TKK2		2/17/2009	2/17/2009	5,712	0	5,712
503	GNMP5925980550%2033	36201TKK2		1/15/2009	1/15/2009	158	0	158
504	FOREST LABS INC	345838106		11/21/2006	7/28/2009	782	0	1,489
505	FNMAP8881290550%2037	31410FVW2		10/22/2007	3/27/2009	192,273	0	183,628
506	FNMAP8881290550%2037	31410FVW2		6/21/2007	3/27/2009	208,296	0	193,556
507	FNMAP8881290550%2037	31410FVW2		3/25/2009	3/25/2009	13,269	0	13,269
508	FNMAP8881290550%2037	31410FVW2		2/25/2009	2/25/2009	9,348	0	9,348
509	FNMAP8881290550%2037	31410FVW2		1/26/2009	1/26/2009	4,181	0	4,181
510	FNMAP8630060650%2035	31408WYB2		11/25/2009	11/25/2009	129	0	129
511	FNMAP8630060650%2035	31408WYB2		10/26/2009	10/26/2009	125	0	125
512	FNMAP8630060650%2035	31408WYB2		9/25/2009	9/25/2009	11,225	0	11,225
513	FNMAP8630060650%2035	31408WYB2		8/25/2009	8/25/2009	136	0	136
514	FNMAP8630060650%2035	31408WYB2		7/27/2009	7/27/2009	149	0	149
515	FNMAP8630060650%2035	31408WYB2		6/25/2009	6/25/2009	135	0	135
516	FNMAP8630060650%2035	31408WYB2		5/26/2009	5/26/2009	134	0	134
517	FNMAP8630060650%2035	31408WYB2		4/27/2009	4/27/2009	133	0	133
518	FNMAP8630060650%2035	31408WYB2		3/25/2009	3/25/2009	4,749	0	4,749
519	FNMAP8630060650%2035	31408WYB2		2/25/2009	2/25/2009	142	0	142
520	FNMAP8630060650%2035	31408WYB2		1/26/2009	1/26/2009	139	0	139
521	FNMAP25498804%2013	31371LF53		11/25/2009	11/25/2009	4,291	0	4,291
522	FNMAP25498804%2013	31371LF53		10/26/2009	10/26/2009	3,945	0	3,945
523	FNMAP25498804%2013	31371LF53		9/25/2009	9/25/2009	4,814	0	4,814
524	FNMAP25498804%2013	31371LF53		8/25/2009	8/25/2009	5,003	0	5,003
525	FNMAP25498804%2013	31371LF53		7/27/2009	7/27/2009	4,542	0	4,542
526	FNMAP25498804%2013	31371LF53		6/25/2009	6/25/2009	4,602	0	4,602
527	FNMAP25498804%2013	31371LF53		5/26/2009	5/26/2009	4,676	0	4,676
528	FNMAP25498804%2013	31371LF53		4/27/2009	4/27/2009	4,540	0	4,540
529	FNMAP25498804%2013	31371LF53		3/25/2009	3/25/2009	4,877	0	4,877
530	FNMAP25498804%2013	31371LF53		2/25/2009	2/25/2009	4,401	0	4,401
531	FNMAP25498804%2013	31371LF53		1/26/2009	1/26/2009	4,899	0	4,899
532	FNMAP2545890550%2023	31371KXS5		11/25/2009	11/25/2009	2,256	0	2,256
533	CONAGRA FOODS INC	205887102		6/22/2009	7/28/2009	1,175	0	1,147
534	COMPUTER SCIENCE CRP	205363104		3/2/2009	7/28/2009	1,881	0	1,379
535	COCA COLA ENTERPRISES	191219104		6/15/2009	7/28/2009	1,286	0	1,200
536	CITIGROUP INC	172967556		5/6/2008	1/16/2009	3,465	0	7,518
537	CITIGROUP INC	172967556		5/6/2008	1/16/2009	4,624	0	10,024
538	CITIGROUP INC	172967556		5/6/2008	1/16/2009	83,949	0	182,942
539	CHUBB CORP	171232101		2/25/2008	7/28/2009	1,360	0	1,597
540	CHEVRON CORP	166764100		9/30/2004	7/28/2009	2,035	0	1,613

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	18,889
Short Term CG Distributions	0

	(a) Kind(s) of property sold	CUSIP #	(b) How acquired	(c) Date Acquired	(d) Date Sold	(e) Gross Sales Price	(f) Depreciation Allowed	(g) Cost or other basis plus expense of sale
541	CHESAPEAKE ENERGY OKLA	165167107		2/5/2009	8/11/2009	7,603	0	5,654
542	CHESAPEAKE ENERGY OKLA	165167107		10/22/2008	8/11/2009	3,778	0	3,407
543	CHESAPEAKE ENERGY OKLA	165167107		10/22/2008	5/12/2009	6,702	0	6,622
544	CHESAPEAKE ENERGY OKLA	165167107		10/9/2008	5/12/2009	10,282	0	9,929
545	CAPITAL ONE FINL	14040H105		2/3/2009	5/12/2009	7,559	0	4,741
546	CAPITAL ONE FINL	14040H105		2/3/2009	5/11/2009	2,822	0	1,596
547	ACCENTURE LTD CL A	G1150G111		2/6/2006	7/28/2009	348	0	320
548	ARCH CAPITAL GRP LTD BM	G0450A105		3/31/2009	10/2/2009	4,903	0	3,857
549	ARCH CAPITAL GRP LTD BM	G0450A105		2/13/2009	10/2/2009	7,456	0	7,146
550	ARCH CAPITAL GRP LTD BM	G0450A105		2/13/2009	6/23/2009	10,123	0	11,588
551	AMDOCS LIMITED	G02602103		3/31/2009	4/28/2009	12,300	0	11,113
552	AMDOCS LIMITED	G02602103		1/22/2009	4/28/2009	17,469	0	13,204
553	AMDOCS LIMITED	G02602103		11/5/2008	4/28/2009	7,498	0	9,025
554	AMDOCS LIMITED	G02602103		11/5/2008	4/23/2009	4,781	0	5,755
555	AMDOCS LIMITED	G02602103		7/3/2008	4/23/2009	797	0	1,119
556	AMDOCS LIMITED	G02602103		7/3/2008	12/23/2008	5,321	0	8,317
557	AMDOCS LIMITED	G02602103		4/2/2008	12/23/2008	3,798	0	5,883
558	XILINX INC	983919101		8/11/2008	7/28/2009	215	0	272
559	XILINX INC	983919101		8/11/2008	3/4/2009	608	0	898
560	XILINX INC	983919101		8/11/2008	3/3/2009	3,389	0	5,333
561	XILINX INC	983919101		8/11/2008	3/2/2009	4,122	0	6,611
562	WYETH	983024100		4/22/2008	5/1/2009	18,746	0	19,536
563	WYETH	983024100		1/31/2008	5/1/2009	10,755	0	10,058
564	WYETH	983024100		2/1/2007	5/1/2009	32,434	0	38,150
565	WSTN DIGITAL CORP DEL	958102105		2/19/2008	7/28/2009	1,563	0	1,490
566	WELLPOINT INC	94973V107		5/3/2004	7/28/2009	2,141	0	1,783
567	WALGREEN CO	931422109		2/13/2009	6/23/2009	13,481	0	12,490
568	WALGREEN CO	931422109		2/13/2009	5/1/2009	25,856	0	22,793
569	WADDELL & REED FINL A	930059100		2/13/2009	10/2/2009	24,567	0	15,348
570	WADDELL & REED FINL A	930059100		2/13/2009	6/23/2009	19,329	0	13,498
571	WADDELL & REED FINL A	930059100		2/13/2009	5/1/2009	317	0	235
572	SEE ATTACHED			VARIOUS	VARIOUS	984,330	0	1,063,791
573	PARTNERSHIP GAIN/LOSS			VARIOUS	VARIOUS	101,343	0	0
574	SEE ATTACHED			VARIOUS	VARIOUS	671,812	0	746,575
575						0	0	0

Part IV (990-PF) - Capital Gains and Losses for

	Amount
Long Term CG Distributions	18,889
Short Term CG Distributions	0

	(a) Kind(s) of property sold	CUSIP #	(h) Gain or Loss	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (col (h) gain minus col (k), but not less than zero) or Losses (from col (h))
1	WADDELL & REED FINL A	930059100	5,601			0	5,601
2	WADDELL & REED FINL A	930059100	6,004			0	6,004
3	WADDELL & REED FINL A	930059100	-2,776			0	-2,776
4	WADDELL & REED FINL A	930059100	-3,464			0	-3,464
5	WADDELL & REED FINL A	930059100	-24,467			0	-24,467
6	VODAFONE GROP PLC SP ADR	92857W209	-1,957			0	-1,957
7	VODAFONE GROP PLC SP ADR	92857W209	1,182			0	1,182
8	VODAFONE GROP PLC SP ADR	92857W209	-2,504			0	-2,504
9	VODAFONE GROUP PLC NEW	92857W209	-3,959			0	-3,959
10	VODAFONE GROUP PLC NEW	92857W209	-6,520			0	-6,520
11	VODAFONE GROUP PLC NEW	92857W209	-15,339			0	-15,339
12	VALERO ENERGY CORP NEW	91913Y100	-2,367			0	-2,367
13	VALERO ENERGY CORP NEW	91913Y100	-4,608			0	-4,608
14	VALERO ENERGY CORP NEW	91913Y100	-4,642			0	-4,642
15	VALERO ENERGY CORP NEW	91913Y100	-4,288			0	-4,288
16	VALERO ENERGY CORP NEW	91913Y100	-2,773			0	-2,773
17	VALERO ENERGY CORP NEW	91913Y100	-51			0	-51
18	VALERO ENERGY CORP NEW	91913Y100	-10			0	-10
19	VALERO ENERGY CORP NEW	91913Y100	-179			0	-179
20	UNUM GROUP	91529Y106	-122			0	-122
21	UNITED TECHS CORP COM	913017109	-228			0	-228
22	UNITED TECHS CORP COM	913017109	-4,317			0	-4,317
23	UNITED TECHS CORP COM	913017109	-1,275			0	-1,275
24	U.S TREASURY NOTE	912828AJ9	7,382			0	7,382
25	U.S TREASURY NOTE	9128277B2	13,168			0	13,168
26	URS CORP NEW COM	903236107	1,376			0	1,376
27	URS CORP NEW COM	903236107	1,290			0	1,290
28	URS CORP NEW COM	903236107	1,181			0	1,181
29	URS CORP NEW COM	903236107	1,065			0	1,065
30	TRAVELERS COS INC	89417E109	1,006			0	1,006
31	TRAVELERS COS INC	89417E109	-12			0	-12
32	TORCHMARK CORP COM	891027104	4,431			0	4,431
33	TORCHMARK CORP COM	891027104	726			0	726
34	TORCHMARK CORP COM	891027104	-334			0	-334
35	TORCHMARK CORP COM	891027104	-7,716			0	-7,716
36	TORCHMARK CORP COM	891027104	-1,490			0	-1,490
37	TORCHMARK CORP COM	891027104	-10,655			0	-10,655
38	TIME WARNER CABLE INC	88732J207	-1,267			0	-1,267
39	THERMO FISHER SCIENTIFIC	883556102	-1,001			0	-1,001
40	THERMO FISHER SCIENTIFIC	883556102	240			0	240
41	THERMO FISHER SCIENTIFIC	883556102	282			0	282
42	THERMO FISHER SCIENTIFIC	883556102	2,069			0	2,069
43	THERMO FISHER SCIENTIFIC	883556102	348			0	348
44	THERMO FISHER SCIENTIFIC	883556102	-109			0	-109
45	THERMO FISHER SCIENTIFIC	883556102	-7,972			0	-7,972

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Long Term CG Distributions	18,889
Short Term CG Distributions	0

	(a) Kind(s) of property sold	CUSIP #	(h) Gain or Loss	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (col (h) gain minus col (k), but not less than zero) or Losses (from col (h))
46	TELEFONICA SA SPAIN ADR	879382208	10,045			0	10,045
47	SYSCO CORPORATION	871829107	-242			0	-242
48	SYSCO CORPORATION	871829107	-201			0	-201
49	SYMANTEC CORP COM	871503108	3,873			0	3,873
50	SUNOCO INC PV$1 PA	86764P109	-10,339			0	-10,339
51	SUNOCO INC PV$1 PA	86764P109	-6,778			0	-6,778
52	SUNOCO INC PV$1 PA	86764P109	-478			0	-478
53	STARWOOD HOTELS AND	85590A401	-39,489			0	-39,489
54	STARWOOD HOTELS AND	85590A401	-57			0	-57
55	STARWOOD HOTELS AND	85590A401	-6,987			0	-6,987
56	STARWOOD HOTELS AND	85590A401	-5,832			0	-5,832
57	STAPLES INC	855030102	7,157			0	7,157
58	STAPLES INC	855030102	4,930			0	4,930
59	STAPLES INC	855030102	834			0	834
60	SMITH-NPHW PLC SPADR NEW	83175M205	1,360			0	1,360
61	SMITH-NPHW PLC SPADR NEW	83175M205	911			0	911
62	SMITH-NPHW PLC SPADR NEW	83175M205	4,631			0	4,631
63	SMITH-NPHW PLC SPADR NEW	83175M205	377			0	377
64	SMITH-NPHW PLC SPADR NEW	83175M205	-18			0	-18
65	SMITH-NPHW PLC SPADR NEW	83175M205	5			0	5
66	SMITH-NPHW PLC SPADR NEW	83175M205	10			0	10
67	SMITH-NPHW PLC SPADR NEW	83175M205	-2,960			0	-2,960
68	SMITH-NPHW PLC SPADR NEW	83175M205	-155			0	-155
69	FNMAP2545890550%2023	31371KXS5	0			0	0
70	FNMAP2545890550%2023	31371KXS5	0			0	0
71	FNMAP2545890550%2023	31371KXS5	0			0	0
72	FNMAP2545890550%2023	31371KXS5	0			0	0
73	FNMAP2545890550%2023	31371KXS5	0			0	0
74	FNMAP2545890550%2023	31371KXS5	0			0	0
75	FNMAP2545890550%2023	31371KXS5	0			0	0
76	FNMAP2545890550%2023	31371KXS5	0			0	0
77	FNMAP2545890550%2023	31371KXS5	0			0	0
78	FNMAP2545890550%2023	31371KXS5	0			0	0
79	FEDERAL NATL MTG ASSOC	3136F9FP3	200			0	200
80	FEDERAL HOME LOAN BANK	3133XPKW3	-50			0	-50
81	FHLMCC9065305%2023	31335HWN9	0			0	0
82	FHLMCC9065305%2023	31335HWN9	0			0	0
83	FHLMCC9065305%2023	31335HWN9	0			0	0
84	FHLMCC9065305%2023	31335HWN9	0			0	0
85	FHLMCC9065305%2023	31335HWN9	0			0	0
86	FHLMCC9065305%2023	31335HWN9	0			0	0
87	FHLMCC9065305%2023	31335HWN9	0			0	0
88	FHLMCC9065305%2023	31335HWN9	0			0	0
89	FHLMCC9065305%2023	31335HWN9	0			0	0
90	FHLMCC9065305%2023	31335HWN9	0			0	0

Part IV (990-PF) - Capital Gains and Losses for

	Amount
Long Term CG Distributions	18,889
Short Term CG Distributions	0

	(a) Kind(s) of property sold	CUSIP #	(h) Gain or Loss	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (col (h) gain minus col (k), but not less than zero) or Losses (from col (h))
91	FHLMCC9065305%2023	31335HWN9	0			0	0
92	FEDERAL FARM CREDIT BANK	31331YD64	0			0	0
93	FHLMCG0804706%2035	3128MJBR0	0			0	0
94	FHLMCG0804706%2035	3128MJBR0	0			0	0
95	FHLMCG0804706%2035	3128MJBR0	0			0	0
96	FHLMCG0804706%2035	3128MJBR0	0			0	0
97	FHLMCG0804706%2035	3128MJBR0	0			0	0
98	FHLMCG0804706%2035	3128MJBR0	0			0	0
99	FHLMCG0804706%2035	3128MJBR0	0			0	0
100	FHLMCG0804706%2035	3128MJBR0	0			0	0
101	FHLMCG0804706%2035	3128MJBR0	0			0	0
102	FHLMCG0804706%2035	3128MJBR0	0			0	0
103	FHLMCG0804706%2035	3128MJBR0	0			0	0
104	FHLMCG0802206%2034	3128MJAY6	0			0	0
105	FHLMCG0802206%2034	3128MJAY6	0			0	0
106	FHLMCG0802206%2034	3128MJAY6	0			0	0
107	FHLMCG0802206%2034	3128MJAY6	0			0	0
108	FHLMCG0802206%2034	3128MJAY6	0			0	0
109	FHLMCG0802206%2034	3128MJAY6	0			0	0
110	FHLMCG0802206%2034	3128MJAY6	0			0	0
111	FHLMCG0802206%2034	3128MJAY6	0			0	0
112	FHLMCG0802206%2034	3128MJAY6	0			0	0
113	FHLMCG0802206%2034	3128MJAY6	0			0	0
114	FHLMCG0802206%2034	3128MJAY6	0			0	0
115	SMITH-NPHW PLC SPADR NEW	83175M205	-297			0	-297
116	SMITH-NPHW PLC SPADR NEW	83175M205	-727			0	-727
117	SCHLUMBERGER LTD	806857108	1,479			0	1,479
118	SCHLUMBERGER LTD	806857108	3,931			0	3,931
119	SCHLUMBERGER LTD	806857108	-3,764			0	-3,764
120	SCHLUMBERGER LTD	806857108	5,663			0	5,663
121	SCHLUMBERGER LTD	806857108	185			0	185
122	SCHLUMBERGER LTD	806857108	415			0	415
123	SCHLUMBERGER LTD	806857108	-671			0	-671
124	SCHLUMBERGER LTD	806857108	-4,852			0	-4,852
125	SCHLUMBERGER LTD	806857108	-745			0	-745
126	SCHLUMBERGER LTD	806857108	-719			0	-719
127	SCHLUMBERGER LTD	806857108	-389			0	-389
128	SCHLUMBERGER LTD	806857108	-6,316			0	-6,316
129	SCHLUMBERGER LTD	806857108	-1,852			0	-1,852
130	SCHLUMBERGER LTD	806857108	-2,507			0	-2,507
131	SCHLUMBERGER LTD	806857108	-7,397			0	-7,397
132	SAP AG SHS	803054204	5,550			0	5,550
133	SAP AG SHS	803054204	-1,842			0	-1,842
134	SAP AG SHS	803054204	40			0	40
135	SAP AG SHS	803054204	-181			0	-181

Part IV (990-PF) - Capital Gains and Losses for

	Amount
Long Term CG Distributions	18,889
Short Term CG Distributions	0

	(a) Kind(s) of property sold	CUSIP #	(h) Gain or Loss	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (col (h) gain minus col (k), but not less than zero) or Losses (from col (h))
136	SAP AG SHS	803054204	-5,635			0	-5,635
137	SAP AG SHS	803054204	-1,748			0	-1,748
138	SALESFORCE COM INC	79466L302	4,449			0	4,449
139	SALESFORCE COM INC	79466L302	2,660			0	2,660
140	SALESFORCE COM INC	79466L302	6,995			0	6,995
141	SALESFORCE COM INC	79466L302	210			0	210
142	SALESFORCE COM INC	79466L302	5,350			0	5,350
143	SAFEWAY INC NEW	786514208	-116			0	-116
144	ROSS STORES INC COM	778296103	288			0	288
145	QWEST COMM INTL INC COM	749121109	-289			0	-289
146	QUEST DIAGNOSTICS INC	74834L100	112			0	112
147	QUEST DIAGNOSTICS INC	74834L100	13			0	13
148	QUEST DIAGNOSTICS INC	74834L100	-358			0	-358
149	QUEST DIAGNOSTICS INC	74834L100	-229			0	-229
150	PRUDENTIAL FINANCIAL INC	744320102	-7,830			0	-7,830
151	PRUDENTIAL FINANCIAL INC	744320102	-11,650			0	-11,650
152	PRUDENTIAL FINANCIAL INC	744320102	-1,047			0	-1,047
153	PROCTER & GAMBLE CO	742718109	-2,065			0	-2,065
154	PROCTER & GAMBLE CO	742718109	-1,088			0	-1,088
155	PROCTER & GAMBLE CO	742718109	-1,759			0	-1,759
156	PROCTER & GAMBLE CO	742718109	-5,181			0	-5,181
157	PROCTER & GAMBLE CO	742718109	-3,163			0	-3,163
158	PROCTER & GAMBLE CO	742718109	-6,422			0	-6,422
159	PETSMART INC	716768106	-61			0	-61
160	PETSMART INC	716768106	-42			0	-42
161	PETSMART INC	716768106	-118			0	-118
162	CAPITAL ONE FINL	14040H105	5,467			0	5,467
163	CAPITAL ONE FINL	14040H105	82			0	82
164	CAPITAL ONE FINL	14040H105	-3,836			0	-3,836
165	CAPITAL ONE FINL	14040H105	-6,870			0	-6,870
166	CAPITAL ONE FINL	14040H105	-8,764			0	-8,764
167	CAPITAL ONE FINL	14040H105	-18,980			0	-18,980
168	CVS CAREMARK CORP	126650100	1,343			0	1,343
169	CVS CAREMARK CORP	126650100	-2,138			0	-2,138
170	CVS CAREMARK CORP	126650100	-91			0	-91
171	CSX CORP	126408103	4,330			0	4,330
172	BROADCOM CORP CALIF CL A	111320107	3,088			0	3,088
173	BROADCOM CORP CALIF CL A	111320107	1,242			0	1,242
174	BROADCOM CORP CALIF CL A	111320107	47			0	47
175	BROADCOM CORP CALIF CL A	111320107	112			0	112
176	BROADCOM CORP CALIF CL A	111320107	-130			0	-130
177	BROADCOM CORP CALIF CL A	111320107	894			0	894
178	BROADCOM CORP CALIF CL A	111320107	1,302			0	1,302
179	BROADCOM CORP CALIF CL A	111320107	-446			0	-446
180	BEST BUY CO INC	086516101	-1,894			0	-1,894

Part IV (990-PF) - Capital Gains and Losses for

	Amount
Long Term CG Distributions	18,889
Short Term CG Distributions	0

	(a) Kind(s) of property sold	CUSIP #	(h) Gain or Loss	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (col (h) gain minus col (k), but not less than zero) or Losses (from col (h))
181	BEST BUY CO INC	086516101	-4,950			0	-4,950
182	BEST BUY CO INC	086516101	-4,854			0	-4,854
183	BECTON DICKINSON CO	075887109	4,702			0	4,702
184	BECTON DICKINSON CO	075887109	-2,111			0	-2,111
185	BECTON DICKINSON CO	075887109	-2,503			0	-2,503
186	BAXTER INTERNTL INC	071813109	-2,918			0	-2,918
187	BAXTER INTERNTL INC	071813109	-1,200			0	-1,200
188	BAXTER INTERNTL INC	071813109	-5,498			0	-5,498
189	BANK NEW YORK MELLON	064058100	-10,514			0	-10,514
190	BANK NEW YORK MELLON	064058100	-6,983			0	-6,983
191	BANK NEW YORK MELLON	064058100	-3,111			0	-3,111
192	BMC SOFTWARE INC	055921100	-559			0	-559
193	BMC SOFTWARE INC	055921100	-545			0	-545
194	BMC SOFTWARE INC	055921100	-273			0	-273
195	BMC SOFTWARE INC	055921100	-101			0	-101
196	AVON PROD INC	054303102	562			0	562
197	AVON PROD INC	054303102	-1,997			0	-1,997
198	AVON PROD INC	054303102	-6,152			0	-6,152
199	AVON PROD INC	054303102	326			0	326
200	AVON PROD INC	054303102	-4,035			0	-4,035
201	AVON PROD INC	054303102	-4,623			0	-4,623
202	AVON PROD INC	054303102	-4,215			0	-4,215
203	AVON PROD INC	054303102	-10,795			0	-10,795
204	AVON PROD INC	054303102	-20,447			0	-20,447
205	AUTOZONE INC NEVADA COM	053332102	60			0	60
206	AUTOZONE INC NEVADA COM	053332102	295			0	295
207	AUTOZONE INC NEVADA COM	053332102	125			0	125
208	AUTOZONE INC NEVADA COM	053332102	127			0	127
209	PETSMART INC	716768106	707			0	707
210	PETSMART INC	716768106	97			0	97
211	PETSMART INC	716768106	1,099			0	1,099
212	PETSMART INC	716768106	-213			0	-213
213	PETSMART INC	716768106	-6,365			0	-6,365
214	PERKINELMER INC COM	714046109	-2,979			0	-2,979
215	PERKINELMER INC COM	714046109	-1,531			0	-1,531
216	PERKINELMER INC COM	714046109	-11,505			0	-11,505
217	PEPSICO INC	713448108	-208			0	-208
218	PPL CORPORATION	69351T106	76			0	76
219	PPL CORPORATION	69351T106	-3,060			0	-3,060
220	PPL CORPORATION	69351T106	-18,910			0	-18,910
221	PPL CORPORATION	69351T106	-1,218			0	-1,218
222	ORACLE CORP $0 01 DEL	68389X105	616			0	616
223	ORACLE CORP $0 01 DEL	68389X105	814			0	814
224	ORACLE CORP $0 01 DEL	68389X105	207			0	207
225	ORACLE CORP $0 01 DEL	68389X105	-940			0	-940

Part IV (990-PF) - Capital Gains and Losses for

	Amount
Long Term CG Distributions	18,889
Short Term CG Distributions	0

	(a) Kind(s) of property sold	CUSIP #	(h) Gain or Loss	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (col (h) gain minus col (k), but not less than zero) or Losses (from col (h))
226	OCCIDENTAL PETE CORP CAL	674599105	345			0	345
227	OCCIDENTAL PETE CORP CAL	674599105	1,147			0	1,147
228	OCCIDENTAL PETE CORP CAL	674599105	4,435			0	4,435
229	NOKIA CORP SPON ADR	654902204	130			0	130
230	NOKIA CORP SPON ADR	654902204	13			0	13
231	NOKIA CORP SPON ADR	654902204	1,251			0	1,251
232	NOKIA CORP SPON ADR	654902204	404			0	404
233	NOKIA CORP SPON ADR	654902204	-9,569			0	-9,569
234	NOKIA CORP SPON ADR	654902204	-1,891			0	-1,891
235	NOKIA CORP SPON ADR	654902204	-5,461			0	-5,461
236	NOKIA CORP SPON ADR	654902204	-10,652			0	-10,652
237	NOKIA CORP SPON ADR	654902204	-12,046			0	-12,046
238	NASDAQ OMX GRP INC	631103108	-539			0	-539
239	NASDAQ OMX GRP INC	631103108	-2,463			0	-2,463
240	NASDAQ OMX GRP INC	631103108	-16			0	-16
241	NASDAQ OMX GRP INC	631103108	-1,254			0	-1,254
242	MONSANTO CO NEW DEL COM	61166W101	154			0	154
243	MONSANTO CO NEW DEL COM	61166W101	-868			0	-868
244	MONSANTO CO NEW DEL COM	61166W101	-795			0	-795
245	MILLIPORE CORP	601073109	1,605			0	1,605
246	MILLIPORE CORP	601073109	2,427			0	2,427
247	MILLIPORE CORP	601073109	-140			0	-140
248	MICROSOFT CORP	594918104	-97			0	-97
249	METLIFE INC COM	59156R108	-2,816			0	-2,816
250	METLIFE INC COM	59156R108	-1,947			0	-1,947
251	METLIFE INC COM	59156R108	-1,925			0	-1,925
252	METLIFE INC COM	59156R108	-1,826			0	-1,826
253	METLIFE INC COM	59156R108	-3,447			0	-3,447
254	METLIFE INC COM	59156R108	-2,995			0	-2,995
255	FAMILY DOLLAR STORES	307000109	-43			0	-43
256	FPL GROUP INC	302571104	-919			0	-919
257	EXXON MOBIL CORP COM	30231G102	196			0	196
258	EXXON MOBIL CORP COM	30231G102	4,525			0	4,525
259	EXXON MOBIL CORP COM	30231G102	153			0	153
260	EXXON MOBIL CORP COM	30231G102	454			0	454
261	EXXON MOBIL CORP COM	30231G102	419			0	419
262	EXXON MOBIL CORP COM	30231G102	29			0	29
263	EXXON MOBIL CORP COM	30231G102	466			0	466
264	EXXON MOBIL CORP COM	30231G102	2,141			0	2,141
265	EXXON MOBIL CORP COM	30231G102	8,775			0	8,775
266	EXXON MOBIL CORP COM	30231G102	855			0	855
267	EXXON MOBIL CORP COM	30231G102	871			0	871
268	EXXON MOBIL CORP COM	30231G102	6,800			0	6,800
269	EXPRESS SCRIPTS INC COM	302182100	5,229			0	5,229
270	EXPRESS SCRIPTS INC COM	302182100	8,418			0	8,418

Part IV (990-PF) - Capital Gains and Losses for

	Amount
Long Term CG Distributions	18,889
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	(a) Kind(s) of property sold	CUSIP #	(h) Gain or Loss	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (col (h) gain minus col (k), but not less than zero) or Losses (from col (h))
271	EXPRESS SCRIPTS INC COM	302182100	1,810			0	1,810
272	EXPRESS SCRIPTS INC COM	302182100	7,443			0	7,443
273	EXPRESS SCRIPTS INC COM	302182100	7,157			0	7,157
274	EXPRESS SCRIPTS INC COM	302182100	1,384			0	1,384
275	ENBRIDGE INC COM	29250N105	-7,154			0	-7,154
276	AUTOZONE INC NEVADA COM	053332102	243			0	243
277	AUTOZONE INC NEVADA COM	053332102	15			0	15
278	AUTOZONE INC NEVADA COM	053332102	325			0	325
279	AUTOZONE INC NEVADA COM	053332102	127			0	127
280	AUTOZONE INC NEVADA COM	053332102	475			0	475
281	ARCHER DANIELS MIDLD	039483102	203			0	203
282	APPLIED MATERIAL INC	038222105	-8,158			0	-8,158
283	APPLIED MATERIAL INC	038222105	-8,241			0	-8,241
284	APOLLO GROUP INC CL A	037604105	-833			0	-833
285	APOLLO GROUP INC CL A	037604105	-1,058			0	-1,058
286	APOLLO GROUP INC CL A	037604105	-401			0	-401
287	MCKESSON CORPORATION COM	58155Q103	-131			0	-131
288	APOLLO GROUP INC CL A	037604105	-956			0	-956
289	APOLLO GROUP INC CL A	037604105	-117			0	-117
290	ANADARKO PETE CORP	032511107	4			0	4
291	AMGEN INC COM PV $0 0001	031162100	35			0	35
292	AMERICA MOVIL SAB DE CV	02364W105	2,127			0	2,127
293	AMERICA MOVIL SAB DE CV	02364W105	-670			0	-670
294	AMERICA MOVIL SAB DE CV	02364W105	-2,568			0	-2,568
295	ALTERA CORP COM	021441100	1,199			0	1,199
296	ALTERA CORP COM	021441100	1,016			0	1,016
297	ALTERA CORP COM	021441100	275			0	275
298	ALTERA CORP COM	021441100	-227			0	-227
299	ALTERA CORP COM	021441100	3			0	3
300	ALTERA CORP COM	021441100	29			0	29
301	ALTERA CORP COM	021441100	46			0	46
302	ALTERA CORP COM	021441100	-1,570			0	-1,570
303	ALTERA CORP COM	021441100	-363			0	-363
304	ALLSTATE CORP DEL COM	020002101	-536			0	-536
305	ALLSTATE CORP DEL COM	020002101	-6,305			0	-6,305
306	ALLSTATE CORP DEL COM	020002101	-4,022			0	-4,022
307	ALLSTATE CORP DEL COM	020002101	-10,745			0	-10,745
308	ALLSTATE CORP DEL COM	020002101	-7,347			0	-7,347
309	ALLERGAN INC	018490102	670			0	670
310	ALLERGAN INC	018490102	-484			0	-484
311	ALLERGAN INC	018490102	-1,488			0	-1,488
312	AIR PRODUCTS&CHEM	009158106	905			0	905
313	AFFILIATED MANAGERS GRP	008252108	407			0	407
314	AFFILIATED MANAGERS GRP	008252108	582			0	582
315	AFFILIATED MANAGERS GRP	008252108	1,559			0	1,559

Part IV (990-PF) - Capital Gains and Losses for

	Amount
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Short Term CG Distributions	0

	(a) Kind(s) of property sold	CUSIP #	(h) Gain or Loss	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (col (h) gain minus col (k), but not less than zero) or Losses (from col (h))
316	AFFILIATED MANAGERS GRP	008252108	2,743			0	2,743
317	AETNA INC NEW	00817Y108	-67			0	-67
318	ABB LTD SPON ADR	000375204	-2,041			0	-2,041
319	ABB LTD SPON ADR	000375204	-7,294			0	-7,294
320	ABB LTD SPON ADR	000375204	1,797			0	1,797
321	ABB LTD SPON ADR	000375204	911			0	911
322	ABB LTD SPON ADR	000375204	0			0	0
323	METLIFE INC COM	59156R108	-830			0	-830
324	MCKESSON CORPORATION COM	58155Q103	-187			0	-187
325	MCKESSON CORPORATION COM	58155Q103	-5,336			0	-5,336
326	MCKESSON CORPORATION COM	58155Q103	-5,205			0	-5,205
327	MCKESSON CORPORATION COM	58155Q103	-1,176			0	-1,176
328	MCKESSON CORPORATION COM	58155Q103	424			0	424
329	MCKESSON CORPORATION COM	58155Q103	-1,268			0	-1,268
330	MCKESSON CORPORATION COM	58155Q103	-1,947			0	-1,947
331	MCKESSON CORPORATION COM	58155Q103	-6,065			0	-6,065
332	MCKESSON CORPORATION COM	58155Q103	-25,455			0	-25,455
333	MCDONALDS CORP COM	580135101	-194			0	-194
334	MCDONALDS CORP COM	580135101	-314			0	-314
335	MCDONALDS CORP COM	580135101	792			0	792
336	MCDONALDS CORP COM	580135101	7,212			0	7,212
337	MCDONALDS CORP COM	580135101	887			0	887
338	MCAFEE INC	579064106	1,690			0	1,690
339	MEMC ELECTR MATLS INC	552715104	-3,097			0	-3,097
340	LOCKHEED MARTIN CORP	539830109	2,113			0	2,113
341	ELI LILLY & CO	532457108	-397			0	-397
342	ELI LILLY & CO	532457108	-1,518			0	-1,518
343	ELI LILLY & CO	532457108	-97			0	-97
344	LAUDER ESTEE COS INC A	518439104	-714			0	-714
345	LAUDER ESTEE COS INC A	518439104	-4,193			0	-4,193
346	LAUDER ESTEE COS INC A	518439104	-3,381			0	-3,381
347	LAUDER ESTEE COS INC A	518439104	-3,785			0	-3,785
348	KROGER CO	501044101	-130			0	-130
349	KROGER CO	501044101	-135			0	-135
350	KROGER CO	501044101	-261			0	-261
351	KROGER CO	501044101	-599			0	-599
352	KROGER CO	501044101	-1,030			0	-1,030
353	KLA TENCOR CORP PV$0 001	482480100	-940			0	-940
354	KLA TENCOR CORP PV$0 001	482480100	-8,601			0	-8,601
355	KLA TENCOR CORP PV$0 001	482480100	-3,770			0	-3,770
356	KLA TENCOR CORP PV$0 001	482480100	-11,044			0	-11,044
357	INTL BUSINESS MACHINES	459200101	3,579			0	3,579
358	INTL BUSINESS MACHINES	459200101	-590			0	-590
359	INTL BUSINESS MACHINES	459200101	181			0	181
360	INTL BUSINESS MACHINES	459200101	-4,484			0	-4,484

Part IV (990-PF) - Capital Gains and Losses for

	Amount
Long Term CG Distributions	18,889
Short Term CG Distributions	0

	(a) Kind(s) of property sold	CUSIP #	(h) Gain or Loss	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col (j), if any	(l) Gains (col (h) gain minus col (k), but not less than zero) or Losses (from col (h))
361	INTL BUSINESS MACHINES	459200101	-5,168			0	-5,168
362	ITT EDUCATIONAL SVCES	45068B109	351			0	351
363	ITT EDUCATIONAL SVCES	45068B109	-61			0	-61
364	ITT EDUCATIONAL SVCES	45068B109	-1,528			0	-1,528
365	ITT EDUCATIONAL SVCES	45068B109	-378			0	-378
366	ITT EDUCATIONAL SVCES	45068B109	-39			0	-39
367	ITT EDUCATIONAL SVCES	45068B109	-393			0	-393
368	DU PONT E I DE NEMOURS	263534109	-4,663			0	-4,663
369	DU PONT E I DE NEMOURS	263534109	-5,775			0	-5,775
370	DU PONT E I DE NEMOURS	263534109	-4,121			0	-4,121
371	DU PONT E I DE NEMOURS	263534109	-28			0	-28
372	DU PONT E I DE NEMOURS	263534109	-6,080			0	-6,080
373	DOVER CORP	260003108	-380			0	-380
374	DOVER CORP	260003108	-2,512			0	-2,512
375	DOVER CORP	260003108	-1,271			0	-1,271
376	DOVER CORP	260003108	-2,666			0	-2,666
377	DONALDSON CO INC	257651109	-23			0	-23
378	DONALDSON CO INC	257651109	2,924			0	2,924
379	DONALDSON CO INC	257651109	100			0	100
380	DONALDSON CO INC	257651109	142			0	142
381	DONALDSON CO INC	257651109	-180			0	-180
382	DONALDSON CO INC	257651109	-282			0	-282
383	DONALDSON CO INC	257651109	-1,947			0	-1,947
384	DONALDSON CO INC	257651109	-532			0	-532
385	DONALDSON CO INC	257651109	-2,621			0	-2,621
386	DISCOVERY COMMUNICATN	25470F104	253			0	253
387	DISCOVERY COMMUNICATN	25470F104	4,862			0	4,862
388	DISNEY (WALT) CO COM STK	254687106	-807			0	-807
389	DISNEY (WALT) CO COM STK	254687106	-3,431			0	-3,431
390	DISNEY (WALT) CO COM STK	254687106	-3,572			0	-3,572
391	DISNEY (WALT) CO COM STK	254687106	-12			0	-12
392	DISNEY (WALT) CO COM STK	254687106	-3,402			0	-3,402
393	DISNEY (WALT) CO COM STK	254687106	-1,818			0	-1,818
394	DISNEY (WALT) CO COM STK	254687106	-1,110			0	-1,110
395	DISCOVERY COMMUNICATN	25470F104	3,791			0	3,791
396	DISCOVERY COMMUNICATN	25470F104	51			0	51
397	DISCOVERY COMMUNICATN	25470F104	684			0	684
398	DEVON ENERGY CORP NEW	25179M103	-20			0	-20
399	DEVON ENERGY CORP NEW	25179M103	5,411			0	5,411
400	DEVON ENERGY CORP NEW	25179M103	363			0	363
401	DEVON ENERGY CORP NEW	25179M103	-175			0	-175
402	DEVON ENERGY CORP NEW	25179M103	-4,084			0	-4,084
403	DEVON ENERGY CORP NEW	25179M103	-57			0	-57
404	DARDEN RESTAURANTS INC	237194105	-173			0	-173
405	DANAHER CORP DEL COM	235851102	162			0	162

Part IV (990-PF) - Capital Gains and Losses for

	Amount
Long Term CG Distributions	18,889
Short Term CG Distributions	0

	(a) Kind(s) of property sold	CUSIP #	(h) Gain or Loss	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (col (h) gain minus col (k), but not less than zero) or Losses (from col (h))
406	DANAHER CORP DEL COM	235851102	909			0	909
407	DANAHER CORP DEL COM	235851102	-120			0	-120
408	DANAHER CORP DEL COM	235851102	-833			0	-833
409	DANAHER CORP DEL COM	235851102	-542			0	-542
410	DANAHER CORP DEL COM	235851102	-1,880			0	-1,880
411	CUMMINS INC COM	231021106	-7,418			0	-7,418
412	CUMMINS INC COM	231021106	-907			0	-907
413	CUMMINS INC COM	231021106	-14,168			0	-14,168
414	HUDSON CITY BANCORP INC	443683107	99			0	99
415	HUDSON CITY BANCORP INC	443683107	70			0	70
416	HUDSON CITY BANCORP INC	443683107	79			0	79
417	HUDSON CITY BANCORP INC	443683107	169			0	169
418	HONEYWELL INTL INC DEL	438516106	254			0	254
419	HONEYWELL INTL INC DEL	438516106	539			0	539
420	HONEYWELL INTL INC DEL	438516106	33			0	33
421	HONEYWELL INTL INC DEL	438516106	-1,279			0	-1,279
422	HONEYWELL INTL INC DEL	438516106	-1,357			0	-1,357
423	HONEYWELL INTL INC DEL	438516106	-3,145			0	-3,145
424	HONEYWELL INTL INC DEL	438516106	-3,791			0	-3,791
425	HONEYWELL INTL INC DEL	438516106	-6,728			0	-6,728
426	HONEYWELL INTL INC DEL	438516106	-10,060			0	-10,060
427	HEWLETT PACKARD CO DEL	428236103	5,350			0	5,350
428	HEWLETT PACKARD CO DEL	428236103	206			0	206
429	HEWLETT PACKARD CO DEL	428236103	197			0	197
430	HEWLETT PACKARD CO DEL	428236103	246			0	246
431	HEWLETT PACKARD CO DEL	428236103	-492			0	-492
432	HEWLETT PACKARD CO DEL	428236103	1,983			0	1,983
433	HEWLETT PACKARD CO DEL	428236103	-928			0	-928
434	HEWLETT PACKARD CO DEL	428236103	-1,934			0	-1,934
435	HEINZ H J CO PV 25CT	423074103	-1,425			0	-1,425
436	HEINZ H J CO PV 25CT	423074103	-2,107			0	-2,107
437	HEINZ H J CO PV 25CT	423074103	-2,096			0	-2,096
438	HEINZ H J CO PV 25CT	423074103	-1,207			0	-1,207
439	HALLIBURTON COMPANY	406216101	7,628			0	7,628
440	HALLIBURTON COMPANY	406216101	-2,062			0	-2,062
441	HALLIBURTON COMPANY	406216101	-5,191			0	-5,191
442	HALLIBURTON COMPANY	406216101	-10,661			0	-10,661
443	HALLIBURTON COMPANY	406216101	-3,930			0	-3,930
444	GOOGLE INC CL A	38259P508	1,162			0	1,162
445	GOOGLE INC CL A	38259P508	-1,050			0	-1,050
446	GOOGLE INC CL A	38259P508	-2,488			0	-2,488
447	GOOGLE INC CL A	38259P508	-2,407			0	-2,407
448	GOLDMAN SACHS GROUP INC	38141G104	147			0	147
449	GILEAD SCIENCES INC COM	375558103	-1,533			0	-1,533
450	GENZYME CORPORATION	372917104	-1,070			0	-1,070

Part IV (990-PF) - Capital Gains and Losses for

	Amount
Long Term CG Distributions	18,889
Short Term CG Distributions	0

	(a) Kind(s) of property sold	CUSIP #	(h) Gain or Loss	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (col (h) gain minus col (k), but not less than zero) or Losses (from col (h))
451	GENZYME CORPORATION	372917104	-4,220			0	-4,220
452	GENERAL MILLS	370334104	1,718			0	1,718
453	GENERAL MILLS	370334104	589			0	589
454	GENERAL MILLS	370334104	239			0	239
455	GENERAL MILLS	370334104	664			0	664
456	GENERAL MILLS	370334104	629			0	629
457	GENERAL ELECTRIC	369604103	-591			0	-591
458	GENERAL ELECTRIC	369604103	-9,538			0	-9,538
459	GENERAL ELECTRIC	369604103	-1,467			0	-1,467
460	CHECK POINT SOFTWRE TECH	M22465104	129			0	129
461	CHECK POINT SOFTWRE TECH	M22465104	519			0	519
462	CHECK POINT SOFTWRE TECH	M22465104	505			0	505
463	CHECK POINT SOFTWRE TECH	M22465104	393			0	393
464	ACE LIMITED	H0023R105	2,523			0	2,523
465	ACE LIMITED	H0023R105	487			0	487
466	ACE LIMITED	H0023R105	74			0	74
467	ACE LIMITED	H0023R105	-11			0	-11
468	ACE LIMITED	H0023R105	1,474			0	1,474
469	ACE LIMITED	H0023R105	-3,153			0	-3,153
470	ACE LIMITED	H0023R105	-1,153			0	-1,153
471	COOPER INDSTRS LTD CL A	G24182100	89			0	89
472	COOPER INDSTRS LTD CL A	G24182100	452			0	452
473	COOPER INDSTRS LTD CL A	G24182100	366			0	366
474	COOPER INDSTRS LTD CL A	G24182100	1,304			0	1,304
475	COOPER INDUSTRIES PLC	G24140108	723			0	723
476	COOPER INDUSTRIES PLC	G24140108	3,031			0	3,031
477	COOPER INDUSTRIES PLC	G24140108	22			0	22
478	COOPER INDUSTRIES PLC	G24140108	3,106			0	3,106
479	COOPER INDUSTRIES PLC	G24140108	736			0	736
480	ACCENTURE PLC SHS	G1151C101	2,032			0	2,032
481	ACCENTURE PLC SHS	G1151C101	2,145			0	2,145
482	ACCENTURE PLC SHS	G1151C101	152			0	152
483	ACCENTURE PLC SHS	G1151C101	510			0	510
484	ACCENTURE PLC SHS	G1151C101	460			0	460
485	ACCENTURE PLC SHS	G1151C101	439			0	439
486	GENERAL ELECTRIC	369604103	-11,667			0	-11,667
487	GAP INC DELAWARE	364760108	-51			0	-51
488	GAP INC DELAWARE	364760108	-472			0	-472
489	GAP INC DELAWARE	364760108	-1,186			0	-1,186
490	GAP INC DELAWARE	364760108	-2,543			0	-2,543
491	GAP INC DELAWARE	364760108	-551			0	-551
492	GAP INC DELAWARE	364760108	-3,264			0	-3,264
493	GNMP5925980550%2033	36201TKK2	0			0	0
494	GNMP5925980550%2033	36201TKK2	0			0	0
495	GNMP5925980550%2033	36201TKK2	0			0	0

Part IV (990-PF) - Capital Gains and Losses for

	Amount
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Short Term CG Distributions	0

	(a) Kind(s) of property sold	CUSIP #	(h) Gain or Loss	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (col (h) gain minus col (k), but not less than zero) or Losses (from col (h))
496	GNMP5925980550%2033	36201TKK2	0			0	0
497	GNMP5925980550%2033	36201TKK2	0			0	0
498	GNMP5925980550%2033	36201TKK2	0			0	0
499	GNMP5925980550%2033	36201TKK2	0			0	0
500	GNMP5925980550%2033	36201TKK2	0			0	0
501	GNMP5925980550%2033	36201TKK2	0			0	0
502	GNMP5925980550%2033	36201TKK2	0			0	0
503	GNMP5925980550%2033	36201TKK2	0			0	0
504	FOREST LABS INC	345838106	-707			0	-707
505	FNMAP8881290550%2037	31410FVW2	8,645			0	8,645
506	FNMAP8881290550%2037	31410FVW2	14,740			0	14,740
507	FNMAP8881290550%2037	31410FVW2	0			0	0
508	FNMAP8881290550%2037	31410FVW2	0			0	0
509	FNMAP8881290550%2037	31410FVW2	0			0	0
510	FNMAP8630060650%2035	31408WYB2	0			0	0
511	FNMAP8630060650%2035	31408WYB2	0			0	0
512	FNMAP8630060650%2035	31408WYB2	0			0	0
513	FNMAP8630060650%2035	31408WYB2	0			0	0
514	FNMAP8630060650%2035	31408WYB2	0			0	0
515	FNMAP8630060650%2035	31408WYB2	0			0	0
516	FNMAP8630060650%2035	31408WYB2	0			0	0
517	FNMAP8630060650%2035	31408WYB2	0			0	0
518	FNMAP8630060650%2035	31408WYB2	0			0	0
519	FNMAP8630060650%2035	31408WYB2	0			0	0
520	FNMAP8630060650%2035	31408WYB2	0			0	0
521	FNMAP25498804%2013	31371LF53	0			0	0
522	FNMAP25498804%2013	31371LF53	0			0	0
523	FNMAP25498804%2013	31371LF53	0			0	0
524	FNMAP25498804%2013	31371LF53	0			0	0
525	FNMAP25498804%2013	31371LF53	0			0	0
526	FNMAP25498804%2013	31371LF53	0			0	0
527	FNMAP25498804%2013	31371LF53	0			0	0
528	FNMAP25498804%2013	31371LF53	0			0	0
529	FNMAP25498804%2013	31371LF53	0			0	0
530	FNMAP25498804%2013	31371LF53	0			0	0
531	FNMAP25498804%2013	31371LF53	0			0	0
532	FNMAP2545890550%2023	31371KXS5	0			0	0
533	CONAGRA FOODS INC	205887102	28			0	28
534	COMPUTER SCIENCE CRP	205363104	502			0	502
535	COCA COLA ENTERPRISES	191219104	86			0	86
536	CITIGROUP INC	172967556	-4,053			0	-4,053
537	CITIGROUP INC	172967556	-5,400			0	-5,400
538	CITIGROUP INC	172967556	-98,993			0	-98,993
539	CHUBB CORP	171232101	-237			0	-237
540	CHEVRON CORP	166764100	422			0	422

Part IV (990-PF) - Capital Gains and Losses for

	Amount
Long Term CG Distributions	18,889
Short Term CG Distributions	0

	(a) Kind(s) of property sold	CUSIP #	(h) Gain or Loss	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (col (h) gain minus col. (k), but not less than zero) or Losses (from col (h))
541	CHESAPEAKE ENERGY OKLA	165167107	1,949			0	1,949
542	CHESAPEAKE ENERGY OKLA	165167107	371			0	371
543	CHESAPEAKE ENERGY OKLA	165167107	80			0	80
544	CHESAPEAKE ENERGY OKLA	165167107	353			0	353
545	CAPITAL ONE FINL	14040H105	2,818			0	2,818
546	CAPITAL ONE FINL	14040H105	1,226			0	1,226
547	ACCENTURE LTD CL A	G1150G111	28			0	28
548	ARCH CAPITAL GRP LTD BM	G0450A105	1,046			0	1,046
549	ARCH CAPITAL GRP LTD BM	G0450A105	310			0	310
550	ARCH CAPITAL GRP LTD BM	G0450A105	-1,465			0	-1,465
551	AMDOCS LIMITED	G02602103	1,187			0	1,187
552	AMDOCS LIMITED	G02602103	4,265			0	4,265
553	AMDOCS LIMITED	G02602103	-1,527			0	-1,527
554	AMDOCS LIMITED	G02602103	-974			0	-974
555	AMDOCS LIMITED	G02602103	-322			0	-322
556	AMDOCS LIMITED	G02602103	-2,996			0	-2,996
557	AMDOCS LIMITED	G02602103	-2,085			0	-2,085
558	XILINX INC	983919101	-57			0	-57
559	XILINX INC	983919101	-290			0	-290
560	XILINX INC	983919101	-1,944			0	-1,944
561	XILINX INC	983919101	-2,489			0	-2,489
562	WYETH	983024100	-790			0	-790
563	WYETH	983024100	697			0	697
564	WYETH	983024100	-5,716			0	-5,716
565	WSTN DIGITAL CORP DEL	958102105	73			0	73
566	WELLPOINT INC	94973V107	358			0	358
567	WALGREEN CO	931422109	991			0	991
568	WALGREEN CO	931422109	3,063			0	3,063
569	WADDELL & REED FINL A	930059100	9,219			0	9,219
570	WADDELL & REED FINL A	930059100	5,831			0	5,831
571	WADDELL & REED FINL A	930059100	82			0	82
572	SEE ATTACHED		-79,461			0	-79,461
573	PARTNERSHIP GAIN/LOSS		101,343			0	101,343
574	SEE ATTACHED		-74,763			0	-74,763
575			0			0	0

THE WILLITS FOUNDATION

2008 ANNUAL STATEMENT SUMMARY

Your Tax Reporting Statement information that follows is a personal summary of your account activity and is not reported to the IRS.

The Capital Gain and Loss Transaction section is provided to facilitate your review and may not include return of capital, sales load deferral, or wash sales adjustments. RICs (which may include mutual funds and unit investment trusts) may reclassify principal distributions as capital gains. The cost basis for these securities may not have been adjusted on your statement to reflect such reclassifications. Please refer to information provided by the RIC and discuss with your tax advisor. Securities distributed from a retirement account reflect the tax basis on the date of distribution. Other methods for calculating gain (loss) are available. The cost basis for most Original Issue Discount ("OID") obligations includes the accretion of OID. For purposes of allocating original purchase price to the components of an equity unit consisting of a purchase contract and a debt security subject to a remarketing event, we assumed the fair market value of the debt security on purchase date was equal to its adjusted issue price. The difference between your original cost and the amount allocable to the debt component was allocated to the purchase contract. In making adjustments to the cost basis of the purchase contract, it was assumed that the unit holder included contract adjustment payments in income received. In calculating gain (loss), unless otherwise noted, it was assumed that the oldest position was liquidated first, and that an election was in effect to amortize premium paid on the purchase of taxable bonds.

Dividend and Interest details are repeated in the following pages for your convenience. Additionally, we have included items such as margin interest and select account fees if applicable. Please discuss the deductibility of these items with your tax advisor. For select clients, we have also included a summary of Visa charges and checking activity

Merrill Lynch is neither a tax return preparer or tax advisor. Please see your tax advisor for more information.

2008 CAPITAL GAIN AND LOSS TRANSACTIONS

Security Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Amortization/Accretion Year-to-Date	Amortization/Accretion Life-to-Date	Sales Price	Cost Basis	Gain or (Loss)
SHORT TERM CAPITAL LOSSES								
FREDDIE MAC	3500.0000	07/28/08	08/21/08			35,349.80	58,030.00	(22,680.20)
	500 0000	07/28/08	08/21/08			5,054.97	8,289.99	(3,235.02)
	500.0000	07/28/08	08/21/08			5,059.97	8,290.00	(3,230.03)
	500.0000	07/28/08	08/21/08			5,074.97	8,290 01	(3,215.04)
	4500.0000	07/28/08	08/21/08			45,674.74	74,610.00	(28,935 26)
	500.0000	07/28/08	08/21/08			5,079.97	8,290.00	(3,210 03)
	500.0000	07/28/08	08/21/08			5,079.97	8,290.00	(3,210 03)
	1100.0000	07/28/08	08/21/08			11,186.93	18,237.99	(7,051.06)
	400.0000	07/28/08	08/21/08			4,071 97	6,632.01	(2,560.04)
FANNIE MAE	1000.0000	07/28/08	08/21/08			10,509.94	17,550.00	(7,040.06)
	500.0000	07/28/08	08/21/08			5,259.97	8,775.00	(3,515.03)
	2441.0000	07/28/08	08/21/08			25,776.81	42,839.54	(17,062.73)
	600.0000	07/28/08	08/21/08			6,341 96	10,530.00	(4,188 04)
	59.0000	07/28/08	08/21/08			625.39	1,035.45	(410 06)
	400.0000	07/28/08	08/21/08			4,287.97	7,020 01	(2,732.04)
	5000.0000	07/28/08	08/21/08			53,599.70	87,750.00	(34,150.30)
	1500.0000	07/28/08	08/21/08			16,079.91	26,325.00	(10,245.09)

THE WILLITS FOUNDATION

2008 ANNUAL STATEMENT SUMMARY

2008 CAPITAL GAIN AND LOSS TRANSACTIONS

Security Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Amortization/Accretion Year-to-Date	Amortization/Accretion Life-to-Date	Sales Price	Cost Basis	Gain or (Loss)
ML&CO STR ACC REDEMP SEC	50000.0000	11/01/07	07/25/08			399,997.73	500,000.00	(100,002.27)
			Subtotal			644,112.67	900,785.00	(256,672.33)
NET SHORT TERM CAPITAL GAIN (LOSS)								(256,672.33)
LONG TERM CAPITAL LOSSES								
ML&CO ARN SX5E	20000.0000	06/28/07	09/05/08			150,184.99	200,000.00	(49,815.01)
			Subtotal			150,184.99	200,000.00	(49,815.01)
NET LONG TERM CAPITAL GAIN (LOSS)								(49,815.01)
TOTAL CAPITAL GAINS AND LOSSES						794,297.66	1,100,785.00	(306,487.34)
TOTAL REPORTABLE GROSS PROCEEDS						794,297.66		
DIFFERENCE						0.00 *		

Note Capital gains and losses in this statement are not reported to the IRS.
* Difference reflects items that are included in the reportable gross proceeds section of your statement but are not included in the gain/loss section (e.g., liquidation of fractional shares and the proceeds from certain tender offers) It also reflects items that are included in the gain/loss section of your statement but not in the reportable gross proceeds section (e.g., option premium received).

REALIZED CAPITAL GAIN AND LOSS SUMMARY

	SHORT TERM GAINS	SHORT TERM LOSSES	LONG TERM GAINS	LONG TERM LOSSES
TOTAL	0.00	(256,672.33)	0.00	(49,815.01)

Bessemer Trust

Capital Gain & Loss

Statement for the period 12/01/08 to 11/30/09
WILLITS (328)
Tax ID 22-6063106
Sorted by security description, sold date
Trade date basis

9D7B79 WILLITS FOUNDATION IMA

Long term gain loss

Shares/ par value	Date acquired	Date sold	Proceeds	Original cost basis	Adjustments	Adjusted cost basis	Gain/ loss
064058100 / BANK NEW YORK MELLON CORP							
250 00	09/21/2006	11/17/2009	$6,731 97	$9,838 20	$0 00	$9,838 20	($3,106 23)
130 00	09/20/2006	11/17/2009	$3,500 63	$5,114 75	$0 00	$5,114 75	($1,614 12)
120 00	09/20/2006	11/18/2009	$3,211 73	$4,721 30	$0 00	$4,721 30	($1,509 57)
250 00	09/22/2006	11/18/2009	$6,691 10	$9,792 30	$0 00	$9,792 30	($3,101 20)
250 00	09/25/2006	11/18/2009	$6,691 10	$9,735 30	$0 00	$9,735 30	($3,044 20)
13 00	09/25/2006	11/18/2009	$347 94	$506 24	$0 00	$506 24	($158 30)
12 00	09/27/2006	11/18/2009	$321 17	$469 14	$0 00	$469 14	($147 97)
13 00	09/28/2006	11/18/2009	$347 94	$507 70	$0 00	$507 70	($159 76)
42 00	09/26/2006	11/18/2009	$1,124 11	$1,631 43	$0 00	$1,631 43	($507 32)
20 00	09/16/2003	11/19/2009	$527 82	$622 52	$0 00	$622 52	($94 70)
200 00	09/26/2006	11/19/2009	$5,489 37	$8,079 47	$0 00	$8,079 47	($2,590 10)
25 00	09/26/2006	11/19/2009	$659 78	$971 09	$0 00	$971 09	($311 31)
197 00	11/24/2003	11/19/2009	$5,199 07	$5,725 02	$0 00	$5,725 02	($525 95)
100 00	10/22/2003	11/20/2009	$2,620 66	$2,897 09	$0 00	$2,897 09	($276 43)
3 00	11/24/2003	11/20/2009	$78 62	$87 18	$0 00	$87 18	($8 56)
22 00	10/22/2003	11/20/2009	$576 54	$637 36	$0 00	$637 36	($60 82)
Total			**$44,119.55**	**$61,336.09**	**$0.00**	**$61,336.09**	**($17,216.54)**
13342B105 / CAMERON INTL CORP							
250 00	05/04/2007	04/14/2009	$5,944 85	$8,482 19	$0 00	$8,482 19	($2,537 34)
150 00	05/07/2007	04/14/2009	$3,566 91	$5,071 31	$0 00	$5,071 31	($1,504 40)
250 00	05/08/2007	04/14/2009	$5,944 84	$8,331 52	$0 00	$8,331 52	($2,386 68)
200 00	01/31/2008	04/14/2009	$4,755 88	$8,039 98	$0 00	$8,039 98	($3,284 10)
100 00	02/01/2008	04/14/2009	$2,377 94	$3,999 75	$0 00	$3,999 75	($1,621 81)

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Bessemer Trust

Capital Gain & Loss

Statement for the period 12/01/08 to 11/30/09
WILLITS (328)
Tax ID 22-6063106
Sorted by security description, sold date
Trade date basis

9D7B79 WILLITS FOUNDATION IMA

Long term gain loss

Shares/ par value	Date acquired	Date sold	Proceeds	Original cost basis	Adjustments	Adjusted cost basis	Gain/ loss
13342B105 / CAMERON INTL CORP							
30 00	05/04/2007	04/14/2009	$713 38	$1,017 87	$0 00	$1,017 87	($304 49)
25 00	01/31/2008	04/14/2009	$594 48	$1,005 00	$0 00	$1,005 00	($410 52)
Total			**$23,898.28**	**$35,947.62**	**$0.00**	**$35,947.62**	**($12,049.34)**
165167107 / CHESAPEAKE ENERGY CORP							
200 00	07/29/2008	08/17/2009	$4,453 75	$9,395 40	$0 00	$9,395 40	($4,941 65)
30 00	05/12/2008	08/17/2009	$668 06	$1,675 80	$0 00	$1,675 80	($1,007 74)
25 00	07/29/2008	08/17/2009	$556 72	$1,174 43	$0 00	$1,174 43	($617 71)
Total			**$5,678.53**	**$12,245.63**	**$0.00**	**$12,245.63**	**($6,567.10)**
17275R102 / CISCO SYSTEMS INC							
200 00	09/03/2003	07/15/2009	$3,882 50	$4,090 62	$0 00	$4,090 62	($208 12)
250 00	09/12/2005	07/15/2009	$4,853 13	$4,640 00	$0 00	$4,640 00	$213 13
50 00	09/09/2005	07/15/2009	$970 62	$927 87	$0 00	$927 87	$42 75
Total			**$9,706.25**	**$9,658.49**	**$0.00**	**$9,658.49**	**$47.76**
219350105 / CORNING INC							
975 00	09/26/2006	04/14/2009	$14,176 13	$23,598 22	$0 00	$23,598 22	($9,422 09)
250 00	08/02/2007	04/14/2009	$3,634 90	$6,018 22	$0 00	$6,018 22	($2,383 32)
37 00	10/09/2006	04/14/2009	$537 97	$905 76	$0 00	$905 76	($367 79)
238 00	08/03/2007	04/14/2009	$3,460 43	$5,698 26	$0 00	$5,698 26	($2,237 83)
12 00	08/03/2007	10/28/2009	$176 55	$287 31	$0 00	$287 31	($110 76)
25 00	05/01/2007	10/28/2009	$367 81	$583 85	$0 00	$583 85	($216 04)
73 00	10/26/2006	10/28/2009	$1,074 01	$1,552 69	$0 00	$1,552 69	($478 68)
Total			**$23,427.80**	**$38,644.31**	**$0.00**	**$38,644.31**	**($15,216.51)**

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Bessemer Trust

Capital Gain & Loss

Statement for the period 12/01/08 to 11/30/09
WILLITS (328)
Tax ID· 22-6063106
Sorted by security description, sold date
Trade date basis

9D7B79 WILLITS FOUNDATION IMA

Long term gain loss

Shares/ par value	Date acquired	Date sold	Proceeds	Original cost basis	Adjustments	Adjusted cost basis	Gain/ loss
268648102 / EMC CORP							
250 00	08/22/2008	09/17/2009	$4,235 19	$3,939 62	$0 00	$3,939 62	$295 57
250 00	08/28/2008	09/17/2009	$4,235 19	$3,928 27	$0 00	$3,928 27	$306 92
25 00	08/28/2008	09/17/2009	$423 52	$392 64	$0 00	$392 64	$30 88
25 00	08/22/2008	09/17/2009	$423 52	$393 96	$0 00	$393 96	$29 56
450 00	08/27/2008	09/17/2009	$7,623 35	$7,026 16	$0 00	$7,026 16	$597 19
300 00	08/27/2008	10/28/2009	$4,939 40	$4,684 11	$0 00	$4,684 11	$255 29
38 00	08/27/2008	10/28/2009	$625 66	$593 32	$0 00	$593 32	$32 34
412 00	08/25/2008	10/28/2009	$6,783 45	$6,432 44	$0 00	$6,432 44	$351 01
Total			**$29,289.28**	**$27,390.52**	**$0.00**	**$27,390.52**	**$1,898.76**
443683107 / HUDSON CITY BANCORP INC							
13 00	10/09/2006	08/21/2009	$174 19	$175 78	$0 00	$175 78	($1 59)
25 00	10/16/2006	08/21/2009	$334 97	$337 54	$0 00	$337 54	($2 57)
12 00	10/17/2006	08/21/2009	$160 79	$161 76	$0 00	$161 76	($0 97)
375 00	10/09/2006	08/21/2009	$5,024 57	$5,047 01	$0 00	$5,047 01	($22 44)
75 00	10/09/2006	08/24/2009	$993 48	$1,009 40	$0 00	$1,009 40	($15 92)
325 00	10/06/2006	08/24/2009	$4,305 06	$4,336 02	$0 00	$4,336 02	($30 96)
75 00	10/06/2006	08/27/2009	$969 70	$1,000 62	$0 00	$1,000 62	($30 92)
Total			**$11,962.76**	**$12,068.13**	**$0.00**	**$12,068.13**	**($105.37)**
460146103 / INTERNATIONAL PAPER							
200 00	09/15/2008	10/27/2009	$4,550 66	$6,081 70	$0 00	$6,081 70	($1,531 04)
50 00	09/12/2008	10/27/2009	$1,137 66	$1,517 05	$0 00	$1,517 05	($379 39)
150 00	09/12/2008	10/28/2009	$3,437 60	$4,551 15	$0 00	$4,551 15	($1,113 55)
37 00	09/12/2008	10/28/2009	$847 94	$1,122 61	$0 00	$1,122 61	($274 67)

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Capital Gain & Loss

Statement for the period 12/01/08 to 11/30/09
WILLITS (328)
Tax ID 22-6063106
Sorted by security description, sold date
Trade date basis

9D7B79 WILLITS FOUNDATION IMA

Long term gain loss

Shares/ par value	Date acquired	Date sold	Proceeds	Original cost basis	Adjustments	Adjusted cost basis	Gain/ loss
460146103 / INTERNATIONAL PAPER							
63 00	09/16/2008	10/28/2009	$1,443 79	$1,896 27	$0 00	$1,896 27	($452 48)
Total			**$11,417.65**	**$15,168.78**	**$0.00**	**$15,168.78**	**($3,751.13)**
478160104 / JOHNSON & JOHNSON							
150 00	01/03/2007	05/13/2009	$8,286 05	$10,010 02	$0 00	$10,010 02	($1,723 97)
713448108 / PEPSICO INC							
250 00	11/04/2004	04/22/2009	$12,147 92	$12,753 40	$0 00	$12,753 40	($605 48)
100 00	11/10/2004	04/22/2009	$4,859 16	$5,119 50	$0 00	$5,119 50	($260 34)
25 00	01/18/2005	04/22/2009	$1,214 79	$1,336 16	$0 00	$1,336 16	($121 37)
[illegible]30 00	01/24/2005	04/22/2009	$8,746 49	$9,604 80	$0 00	$9,604 80	($858 31)
20 00	11/08/2004	04/22/2009	$971 83	$1,018 84	$0 00	$1,018 84	($47 01)
130 00	11/08/2004	04/23/2009	$6,211 61	$6,622 46	$0 00	$6,622 46	($410 85)
50 00	11/09/2004	04/23/2009	$2,389 09	$2,544 23	$0 00	$2,544 23	($155 14)
25 00	11/08/2004	04/23/2009	$1,194 54	$1,273 55	$0 00	$1,273 55	($79 01)
13 00	11/09/2004	04/23/2009	$621 16	$661 50	$0 00	$661 50	($40 34)
Total			**$38,356.59**	**$40,934.44**	**$0.00**	**$40,934.44**	**($2,577.85)**
69331C108 / PG & E CORP							
50 00	09/17/2004	06/17/2009	$1,864 41	$1,492 15	$0 00	$1,492 15	$372 26
120 00	09/24/2004	06/17/2009	$4,474 60	$3,617 98	$0 00	$3,617 98	$856 62
50 00	09/27/2004	06/17/2009	$1,864 42	$1,501 24	$0 00	$1,501 24	$363 18
[illegible]5 00	05/08/2006	06/17/2009	$8,389 88	$8,973 36	$0 00	$8,973 36	($583 48)
55 00	09/22/2004	06/17/2009	$2,050 86	$1,639 91	$0 00	$1,639 91	$410 95
300 00	09/15/2004	07/15/2009	$11,362 21	$8,904 15	$0 00	$8,904 15	$2,458 06

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Bessemer Trust

Capital Gain & Loss

Statement for the period 12/01/08 to 11/30/09
WILLITS (328)
Tax ID 22-6063106
Sorted by security description, sold date
Trade date basis

9D7B79 WILLITS FOUNDATION IMA

Long term gain loss

Shares/ par value	Date acquired	Date sold	Proceeds	Original cost basis	Adjustments	Adjusted cost basis	Gain/ loss
69331C108 / PG & E CORP							
50 00	09/21/2004	07/15/2009	$1,893 70	$1,489 55	$0 00	$1,489 55	$404 15
45 00	09/22/2004	07/15/2009	$1,704 33	$1,341 75	$0 00	$1,341 75	$362 58
50 00	09/23/2004	07/15/2009	$1,893 70	$1,487 95	$0 00	$1,487 95	$405 75
38 00	09/15/2004	07/15/2009	$1,439 21	$1,127 86	$0 00	$1,127 86	$311 35
13 00	09/23/2004	07/15/2009	$492 36	$386 87	$0 00	$386 87	$105 49
4 00	09/16/2004	07/15/2009	$151 50	$118 42	$0 00	$118 42	$33 08
46 00	09/16/2004	07/16/2009	$1,730 12	$1,361 79	$0 00	$1,361 79	$368 33
12 00	09/16/2004	07/16/2009	$451 33	$355 25	$0 00	$355 25	$96 08
Total			**$39,762.63**	**$33,798.23**	**$0.00**	**$33,798.23**	**$5,964.40**
760975102 / RESEARCH IN MOTION LTD							
175 00	11/26/2007	10/28/2009	$10,743 39	$20,299 40	$0 00	$20,299 40	($9,556 01)
7 00	11/26/2007	10/28/2009	$429 74	$811 98	$0 00	$811 98	($382 24)
8 00	07/29/2008	10/28/2009	$491 13	$926 92	$0 00	$926 92	($435.79)
35 00	02/26/2008	10/28/2009	$2,148 68	$3,794 94	$0 00	$3,794 94	($1,646 26)
40 00	02/26/2008	11/02/2009	$2,224 13	$4,337 08	$0 00	$4,337 08	($2,112 95)
2 00	02/26/2008	11/02/2009	$111 21	$216 85	$0 00	$216 85	($105 64)
Total			**$16,148.28**	**$30,387.17**	**$0.00**	**$30,387.17**	**($14,238.89)**
883556102 / THERMO FISHER SCIENTIFIC							
200 00	11/20/2006	08/21/2009	$9,183 61	$8,733 34	$0 00	$8,733.34	$450 27
100 00	11/20/2006	08/24/2009	$4,557 04	$4,366 67	$0 00	$4,366 67	$190.37
200 00	11/20/2006	10/09/2009	$9,077 49	$8,733 34	$0 00	$8,733 34	$344 15
12 00	10/19/2006	10/09/2009	$544 65	$513 47	$0 00	$513 47	$31 18
12 00	11/20/2006	10/09/2009	$544 65	$524 00	$0 00	$524 00	$20 65

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Capital Gain & Loss

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WILLITS (328)
Tax ID 22-6063106
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Trade date basis

9D7B79 WILLITS FOUNDATION IMA

Shares/ par value	Date acquired	Date sold	Proceeds	Original cost basis	Adjustments	Adjusted cost basis	Gain/ loss
Long term gain loss							
883556102 / THERMO FISHER SCIENTIFIC							
76 00	10/19/2006	10/09/2009	$3,449 44	$3,251 96	$0 00	$3,251 96	$197 48
24 00	10/19/2006	10/12/2009	$1,083 70	$1,026 93	$0 00	$1,026 93	$56 77
25 00	10/18/2006	10/12/2009	$1,128 85	$1,058 96	$0 00	$1,058 96	$69 89
51 00	10/18/2006	10/12/2009	$2,302 86	$2,160 27	$0 00	$2,160 27	$142 59
199 00	10/18/2006	10/13/2009	$9,035 46	$8,429 31	$0 00	$8,429 31	$606 15
101 00	10/20/2006	10/13/2009	$4,585 84	$4,277 93	$0 00	$4,277 93	$307 91
Total			**$45,493.59**	**$43,076.18**	**$0.00**	**$43,076.18**	**$2,417.41**
931142103 / WAL-MART STORES INC							
25 00	01/03/2007	05/13/2009	$1,253 71	$1,192 26	$0 00	$1,192 26	$61 45
15 00	03/20/2007	05/13/2009	$752 23	$708 42	$0 00	$708 42	$43 81
Total			**$2,005.94**	**$1,900.68**	**$0.00**	**$1,900.68**	**$105.26**
H27013103 / WEATHERFORD INTL LTD							
300 00	03/13/2007	10/12/2009	$5,901 18	$6,593 52	$0 00	$6,593 52	($692 34)
88 00	03/12/2007	10/12/2009	$1,731 01	$1,910 82	$0 00	$1,910 82	($179 81)
362 00	03/12/2007	10/12/2009	$7,120 76	$7,860 41	$0 00	$7,860.41	($739 65)
250 00	03/12/2007	10/13/2009	$4,875 23	$5,428 46	$0 00	$5,428 46	($553 23)
Total			**$19,628.18**	**$21,793.21**	**$0.00**	**$21,793.21**	**($2,165.03)**
Total for Long term gain loss			**$329,181.36**	**$394,359.50**	**$0.00**	**$394,359.50**	**($65,178.14)**
Short term gain loss							
038222105 / APPLIED MATERIALS							
90 00	07/17/2009	10/21/2009	$1,197 63	$1,133 84	$0 00	$1,133 84	$63 79
660 00	04/14/2009	10/21/2009	$8,782 66	$7,689 00	$0 00	$7,689 00	$1,093 66

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Bessemer Trust

Capital Gain & Loss

Statement for the period 12/01/08 to 11/30/09
WILLITS (328)
Tax ID 22-6063106
Sorted by security description, sold date
Trade date basis

9D7B79 WILLITS FOUNDATION IMA

Short term gain loss

Shares/ par value	Date acquired	Date sold	Proceeds	Original cost basis	Adjustments	Adjusted cost basis	Gain/ loss
038222105 / APPLIED MATERIALS							
250 00	04/14/2009	10/22/2009	$3,283 52	$2,912 50	$0 00	$2,912 50	$371 02
750 00	12/15/2008	11/03/2009	$8,877 59	$7,626 45	$0 00	$7,626 45	$1,251 14
650 00	12/17/2008	11/03/2009	$7,693 92	$6,913 27	$0 00	$6,913 27	$780 65
50 00	12/15/2008	11/03/2009	$591 84	$508 43	$0 00	$508 43	$83 41
38 00	12/16/2008	11/03/2009	$449 80	$399 71	$0 00	$399.71	$50 09
65 00	04/14/2009	11/03/2009	$769 39	$757 25	$0 00	$757 25	$12 14
275 00	05/13/2009	11/03/2009	$3,255 12	$3,014 00	$0 00	$3,014 00	$241 12
172 00	02/03/2009	11/03/2009	$2,035 93	$1,606 19	$0 00	$1,606 19	$429 74
100 00	02/02/2009	11/04/2009	$1,202 97	$929 41	$0 00	$929 41	$273 56
278 00	02/03/2009	11/04/2009	$3,344 25	$2,596 04	$0 00	$2,596 04	$748 21
12 00	02/02/2009	11/04/2009	$144 36	$111 53	$0 00	$111 53	$32 83
Total			**$41,628.98**	**$36,197.62**	**$0.00**	**$36,197.62**	**$5,431.36**
064058100 / BANK NEW YORK MELLON CORP							
75 00	04/14/2009	11/17/2009	$2,019 59	$2,385 00	$0 00	$2,385 00	($365 41)
150 00	05/13/2009	11/17/2009	$4,039 19	$4,210 50	$0 00	$4,210 50	($171 31)
45 00	07/17/2009	11/17/2009	$1,211 76	$1,321 12	$0 00	$1,321 12	($109 36)
Total			**$7,270.54**	**$7,916.62**	**$0.00**	**$7,916.62**	**($646.08)**
165167107 / CHESAPEAKE ENERGY CORP							
400 00	05/13/2008	05/13/2009	$8,166 19	$22,687 16	$0 00	$22,687 16	($14,520 97)
200 00	06/17/2008	05/13/2009	$4,083 10	$12,697 42	$0 00	$12,697 42	($8,614 32)
50 00	06/18/2008	05/13/2009	$1,020 77	$3,268 36	$0 00	$3,268 36	($2,247 59)
50 00	07/30/2008	05/13/2009	$1,020 77	$2,403 66	$0 00	$2,403 66	($1,382 89)
100 00	07/30/2008	05/14/2009	$2,031 49	$4,807 32	$0 00	$4,807 32	($2,775 83)

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Bessemer Trust

Capital Gain & Loss

Statement for the period 12/01/08 to 11/30/09
WILLITS (328)
Tax ID 22-6063106
Sorted by security description, sold date
Trade date basis

9D7B79 WILLITS FOUNDATION IMA

Short term gain loss

Shares/ par value	Date acquired	Date sold	Proceeds	Original cost basis	Adjustments	Adjusted cost basis	Gain/ loss
165167107 / CHESAPEAKE ENERGY CORP							
500 00	11/04/2008	08/17/2009	$11,134 36	$11,249 85	$0 00	$11,249 85	($115 49)
100 00	11/05/2008	08/17/2009	$2,226 87	$2,422 25	$0 00	$2,422 25	($195 38)
37 00	11/04/2008	08/17/2009	$823 94	$832 49	$0 00	$832 49	($8 55)
60 00	07/17/2009	08/17/2009	$1,336 12	$1,215 00	$0 00	$1,215 00	$121 12
Total			**$31,843.61**	**$61,583.51**	**$0.00**	**$61,583.51**	**($29,739.90)**
219350105 / CORNING INC							
390 00	07/17/2009	10/28/2009	$5,737 84	$6,485 00	$0 00	$6,485 00	($747 16)
268648102 / EMC CORP							
500 00	08/22/2008	07/15/2009	$6,615 88	$7,879 25	$0 00	$7,879 25	($1,263 37)
26875P101 / EOG RES INC							
50 00	09/17/2009	10/21/2009	$4,749 63	$4,150 81	$0 00	$4,150 81	$598 82
100 00	09/16/2009	10/21/2009	$9,499 25	$8,137 48	$0 00	$8,137 48	$1,361 77
Total			**$14,248.88**	**$12,288.29**	**$0.00**	**$12,288.29**	**$1,960.59**
31331GTJ8 / FEDERAL FARM CREDIT BANK		**04/17/2014**					
25,000 00	04/14/2009	11/10/2009	$25,139 25	$25,023 25	$0 00	$25,023 25	$116 00
302571104 / FPL GROUP INC							
100 00	02/04/2009	09/22/2009	$5,434 57	$5,328 09	$0 00	$5,328 09	$106 48
50 00	05/13/2009	09/22/2009	$2,717 29	$2,788 73	$0 00	$2,788 73	($71 44)
30 00	07/17/2009	09/22/2009	$1,630 37	$1,710 49	$0 00	$1,710 49	($80 12)
20 00	02/03/2009	09/22/2009	$1,086 91	$1,029 54	$0 00	$1,029 54	$57 37
50 00	12/19/2008	09/24/2009	$2,694 98	$2,554 71	$0 00	$2,554 71	$140 27
80 00	02/03/2009	09/24/2009	$4,311 96	$4,118 14	$0 00	$4,118 14	$193 82

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Capital Gain & Loss

Statement for the period 12/01/08 to 11/30/09
WILLITS (328)
Tax ID 22-6063106
Sorted by security description, sold date
Trade date basis

9D7B79 WILLITS FOUNDATION IMA

Short term gain loss

3025··104 / FPL GROUP INC

Shares/ par value	Date acquired	Date sold	Proceeds	Original cost basis	Adjustments	Adjusted cost basis	Gain/ loss
10 00	02/02/2009	09/24/2009	$538 99	$509 66	$0 00	$509 66	$29 33
60 00	04/14/2009	09/24/2009	$3,233 97	$3,012 60	$0 00	$3,012 60	$221 37
175 00	12/18/2008	09/25/2009	$9,510 99	$8,713 35	$0 00	$8,713 35	$797 64
125 00	01/20/2009	09/25/2009	$6,793 56	$6,269 45	$0 00	$6,269 45	$524 11
5 00	01/20/2009	09/25/2009	$271 74	$250 78	$0 00	$250 78	$20 96
15 00	04/14/2009	09/25/2009	$815 23	$753 15	$0 00	$753 15	$62 08
30 00	12/17/2008	09/25/2009	$1,630 45	$1,427 34	$0 00	$1,427 34	$203 11
45 00	12/17/2008	09/28/2009	$2,471 51	$2,141 01	$0 00	$2,141 01	$330 50
17 00	12/17/2008	09/28/2009	$933 68	$807 39	$0 00	$807 39	$126.29
Total			**$44,076.20**	**$41,414.43**	**$0.00**	**$41,414.43**	**$2,661.77**

372917104 / GENZYME CORP (GENL DIV)

Shares/ par value	Date acquired	Date sold	Proceeds	Original cost basis	Adjustments	Adjusted cost basis	Gain/ loss
75 00	06/20/2008	06/17/2009	$4,121 29	$5,121 59	$0 00	$5,121 59	($1,000 30)
125 00	06/23/2008	06/17/2009	$6,868 82	$8,695 76	$0 00	$8,695 76	($1,826 94)
125 00	06/24/2008	06/17/2009	$6,868 83	$8,808 80	$0 00	$8,808 80	($1,939 97)
75 00	06/25/2008	06/17/2009	$4,121 29	$5,392 64	$0 00	$5,392 64	($1,271 35)
75 00	06/26/2008	06/17/2009	$4,121 29	$5,385 20	$0 00	$5,385 20	($1,263 91)
100 00	10/24/2008	06/17/2009	$5,495 06	$6,759 87	$0 00	$6,759 87	($1,264 81)
25 00	06/20/2008	06/17/2009	$1,373 77	$1,707 20	$0 00	$1,707 20	($333 43)
10 00	10/24/2008	06/17/2009	$549 51	$675 99	$0 00	$675 99	($126 48)
50 00	04/14/2009	06/17/2009	$2,747 53	$2,754 50	$0 00	$2,754 50	($6 97)
50 00	05/13/2009	06/17/2009	$2,747 53	$3,016 00	$0 00	$3,016 00	($268 47)
Total			**$39,014.92**	**$48,317.55**	**$0.00**	**$48,317.55**	**($9,302.63)**

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Capital Gain & Loss

Statement for the period 12/01/08 to 11/30/09
WILLITS (328)
Tax ID 22-6063106
Sorted by security description, sold date
Trade date basis

9D7B79 WILLITS FOUNDATION IMA

Short term gain loss

Shares/ par value	Date acquired	Date sold	Proceeds	Original cost basis	Adjustments	Adjusted cost basis	Gain/ loss
443683107 / HUDSON CITY BANCORP INC							
75 00	07/17/2009	08/21/2009	$1,004 92	$1,070 12	$0 00	$1,070 12	($65 20)
950 00	04/14/2009	08/26/2009	$12,406 78	$12,502 00	$0 00	$12,502 00	($95 22)
175 00	04/14/2009	08/27/2009	$2,262 62	$2,303 00	$0 00	$2,303 00	($40 38)
150 00	05/13/2009	08/28/2009	$1,910 23	$1,863 00	$0 00	$1,863 00	$47 23
Total			**$17,584.55**	**$17,738.12**	**$0.00**	**$17,738.12**	**($153.57)**
452308109 / ILLINOIS TOOL WORKS INC							
50 00	05/13/2009	10/28/2009	$2,316 63	$1,703 41	$0 00	$1,703 41	$613 22
30 00	07/17/2009	10/28/2009	$1,389 98	$1,165 39	$0 00	$1,165 39	$224 59
120 00	04/22/2009	10/28/2009	$5,559 90	$3,992 80	$0 00	$3,992 80	$1,567 10
100 00	04/22/2009	10/29/2009	$4,673 01	$3,327 33	$0 00	$3,327 33	$1,345 68
Total			**$13,939.52**	**$10,188.93**	**$0.00**	**$10,188.93**	**$3,750.59**
458140100 / INTEL CORP							
60 00	07/17/2009	10/14/2009	$1,255 64	$1,124 40	$0 00	$1,124 40	$131.24
690 00	04/14/2009	10/14/2009	$14,439 88	$11,157 30	$0 00	$11,157 30	$3,282 58
650 00	12/23/2008	11/03/2009	$11,976 00	$9,205 62	$0 00	$9,205 62	$2,770 38
300 00	02/03/2009	11/03/2009	$5,527 39	$4,043 40	$0 00	$4,043 40	$1,483 99
35 00	12/23/2008	11/03/2009	$644 86	$498 25	$0 00	$498 25	$146 61
13 00	02/02/2009	11/03/2009	$239 52	$175 73	$0 00	$175 73	$63 79
[illegible]	04/14/2009	11/03/2009	$1,105 48	$970 20	$0 00	$970 20	$135 28
200 00	05/13/2009	11/03/2009	$3,684 93	$3,040 00	$0 00	$3,040 00	$644 93
242 00	01/20/2009	11/03/2009	$4,458 76	$3,185 40	$0 00	$3,185 40	$1,273 36
150 00	01/20/2009	11/04/2009	$2,948 05	$2,079 72	$0 00	$2,079 72	$868 33

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Capital Gain & Loss

Statement for the period 12/01/08 to 11/30/09
WILLITS (328)
Tax ID. 22-6063106
Sorted by security description, sold date
Trade date basis

Shares/ par value	Date acquired	Date sold	Proceeds	Original cost basis	Adjustments	Adjusted cost basis	Gain/ loss
9D7B79 WILLITS FOUNDATION IMA							
Short term gain loss							
458140100 / INTEL CORP							
25 00	01/20/2009	11/04/2009	$466 46	$329 07	$0 00	$329 07	$137 39
Total			**$46,746.97**	**$35,809.09**	**$0.00**	**$35,809.09**	**$10,937.88**
500255104 / KOHL'S CORP							
75 00	04/14/2009	10/27/2009	$4,357 82	$3,335 25	$0 00	$3,335 25	$1,022 57
45 00	07/17/2009	10/27/2009	$2,614 69	$2,072 54	$0 00	$2,072 54	$542 15
30 00	05/13/2009	10/27/2009	$1,743 13	$1,262 65	$0 00	$1,262 65	$480 48
13 00	01/08/2009	10/28/2009	$747 05	$507 57	$0 00	$507 57	$239 48
45 00	05/13/2009	10/28/2009	$2,585 93	$1,893 97	$0 00	$1,893 97	$691 96
42 00	02/03/2009	10/28/2009	$2,413 54	$1,617 59	$0 00	$1,617 59	$795 95
Total			**$14,462.16**	**$10,689.57**	**$0.00**	**$10,689.57**	**$3,772.59**
713448108 / PEPSICO INC							
125 00	04/14/2009	04/22/2009	$6,073 96	$6,313 75	$0 00	$6,313 75	($239 79)
760975102 / RESEARCH IN MOTION LTD							
50 00	04/14/2009	10/28/2009	$3,069 54	$3,193 00	$0 00	$3,193 00	($123 46)
75 00	05/13/2009	10/28/2009	$4,604 31	$5,196 00	$0 00	$5,196 00	($591 69)
250 00	11/20/2008	11/02/2009	$13,900 79	$11,019 43	$0 00	$11,019 43	$2,881 36
100 00	12/08/2008	11/02/2009	$5,560 31	$4,095 80	$0 00	$4,095 80	$1,464 51
15 00	11/20/2008	11/02/2009	$834 05	$661 17	$0 00	$661 17	$172 88
5 00	12/08/2008	11/02/2009	$278 02	$204 79	$0 00	$204 79	$73 23
Total			**$28,247.02**	**$24,370.19**	**$0.00**	**$24,370.19**	**$3,876.83**
Total for Short term gain loss			**$342,630.28**	**$352,215.17**	**$0.00**	**$352,215.17**	**($9,584.89)**
Total 9D7B79			**$671,811.64**	**$746,574.67**	**$0.00**	**$746,574.67**	**($74,763.03)**

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Bessemer Trust

Sub-account	Sub-account desc	Secunty name	CUSIP	Balance date	Trade units	Trade book cost	Trade tax cost	Currency code	Pnce date	Market pnce	High pnce	Low pnce	Market value
9D7B79	WILLITS FOUNDATION IMA	HOLT MICHIGAN PUB SCH SER 5 125% 05/01/2013	436542NS9	4/3/09	50,000 000	$49,789 50	$49,969 00	USD	3/31/09	$104 965	$104 965	$104 965	$52,482 50
9D7B79	WILLITS FOUNDATION IMA	OCONTO FALLS WIS PUB SCH 5 250% 03/01/2012	675678CN4	4/3/09	25,000 000	$25,200 25	$25,043 75	USD	3/31/09	$106 295	$106 295	$106 295	$26,573 75
9D7B79	WILLITS FOUNDATION IMA	AMERICAN EXPRESS	025816109	4/3/09	753 000	$27,794 08	$23,476 57	USD	4/3/09	$15 330	$15 330	$15 330	$11,543 49
9D7B79	WILLITS FOUNDATION IMA	APPLIED MATERIALS	038222105	4/3/09	2,050 000	$20,690 41	$20,691 03	USD	4/3/09	$11 810	$11 810	$11 810	$24,210 50
9D7B79	WILLITS FOUNDATION IMA	BANK NEW YORK MELLON CORP	064058100	4/3/09	1,655 000	$59,772 50	$61,336 09	USD	4/3/09	$29 000	$29 000	$29 000	$47,995 00
9D7B79	WILLITS FOUNDATION IMA	CAMERON INTL CORP	13342B105	4/3/09	1,005 000	$35,898 61	$35,947 62	USD	4/3/09	$23 520	$23 520	$23 520	$23,637 60
9D7B79	WILLITS FOUNDATION IMA	CELGENE CORP	151020104	4/3/09	600 000	$21,508 32	$20,300 79	USD	4/3/09	$42 150	$42 150	$42 150	$25,290 00
9D7B79	WILLITS FOUNDATION IMA	CHESAPEAKE ENERGY CORP	165167107	4/3/09	1,692 000	$72,951 20	$72,614 14	USD	4/3/09	$19 950	$19 950	$19 950	$33,755 40
9D7B79	WILLITS FOUNDATION IMA	CISCO SYSTEMS INC	17275R102	4/3/09	2,798 000	$49,083 80	$46,046 26	USD	4/3/09	$18 160	$18 160	$18 160	$50,811 68
9D7B79	WILLITS FOUNDATION IMA	CORNING INC	219350105	4/3/09	3,662 000	$70,250 48	$69,377 90	USD	4/3/09	$15 960	$15 960	$15 960	$58,445 52
9D7B79	WILLITS FOUNDATION IMA	DISNEY (WALT) HOLDING CO	254687106	4/3/09	948 000	$21,678 10	$16,434 05	USD	4/3/09	$20 000	$20 000	$20 000	$18,960 00
9D7B79	WILLITS FOUNDATION IMA	EMC CORP	268648102	4/3/09	4,213 000	$59,976 62	$59,950 44	USD	4/3/09	$12 490	$12 490	$12 490	$52,620 37
9D7B79	WILLITS FOUNDATION IMA	NEXTERA ENERGY INC	65339F101	4/3/09	657 000	$33,148 72	$33,149 46	USD	4/3/09	$52 870	$52 870	$52 870	$34,735 59
9D7B79	WILLITS FOUNDATION IMA	GENZYME CORP (GENL DIV)	372917104	4/3/09	610 000	$42,547 04	$42,547 05	USD	4/3/09	$56 040	$56 040	$56 040	$34,184 40
9D7B79	WILLITS FOUNDATION IMA	HUDSON CITY BANCORP INC	443683107	4/3/09	900 000	$12,290 81	$12,068 13	USD	4/3/09	$12 260	$12 260	$12 260	$11,034 00
9D7B79	WILLITS FOUNDATION IMA	INTEL CORP	458140100	4/3/09	1,423 000	$19,517 30	$19,517 19	USD	4/3/09	$15 950	$15 950	$15 950	$22,696 85
9D7B79	WILLITS FOUNDATION IMA	INTERNATIONAL PAPER	460146103	4/3/09	2,337 000	$60,110 43	$60,100 87	USD	4/3/09	$7 960	$7 960	$7 960	$18,602 52
9D7B79	WILLITS FOUNDATION IMA	JOHNSON & JOHNSON	478160104	4/3/09	620 000	$38,665 31	$35,906 09	USD	4/3/09	$52 150	$52 150	$52 150	$32,333 00
9D7B79	WILLITS FOUNDATION IMA	KOHL'S CORP	500255104	4/3/09	815 000	$29,689 88	$29,690 74	USD	4/3/09	$45 310	$45 310	$45 310	$36,927 65
9D7B79	WILLITS FOUNDATION IMA	LOWES COS INC	548661107	4/3/09	1,580 000	$34,297 55	$34,281 99	USD	4/3/09	$19 120	$19 120	$19 120	$30,209 60
9D7B79	WILLITS FOUNDATION IMA	OLD WESTBURY REAL RETRN FD	680414703	4/3/09	42,101 245	$464,657 12	$460,648 50	USD	4/3/09	$7 930	$7 930	$7 930	$333,862 87
9D7B79	WILLITS FOUNDATION IMA	PG & E CORP	69331C108	4/3/09	1,058 000	$34,816 68	$33,798 23	USD	4/3/09	$37 180	$37 180	$37 180	$39,336 44
9D7B79	WILLITS FOUNDATION IMA	PEPSICO INC	713448108	4/3/09	793 000	$41,911 20	$40,934 44	USD	4/3/09	$52 690	$52 690	$52 690	$41,783 17
9D7B79	WILLITS FOUNDATION IMA	PROCTER & GAMBLE CO	742718109	4/3/09	843 000	$57,176 00	$57,164 54	USD	4/3/09	$49 630	$49 630	$49 630	$41,838 09
9D7B79	WILLITS FOUNDATION IMA	RESEARCH IN MOTION LTD	760975102 / 2407320	4/3/09	637 000	$46,722 08	$46,368 36	USD	4/3/09	$59 290	$59 290	$59 290	$37,767 73
9D7B79	WILLITS FOUNDATION IMA	STAPLES INC	855030102	4/3/09	2,637 000	$63,383 16	$61,860 98	USD	4/3/09	$19 420	$19 420	$19 420	$51,210 54
9D7B79	WILLITS FOUNDATION IMA	THERMO FISHER SCIENTIFIC	883556102	4/3/09	1,312 000	$55,906 14	$55,623 70	USD	4/3/09	$35 530	$35 530	$35 530	$46,615 36
9D7B79	WILLITS FOUNDATION IMA	WAL-MART STORES INC	931142103	4/3/09	975 000	$45,988 58	$45,352 43	USD	4/3/09	$53 800	$53 800	$53 800	$52,455 00
9D7B79	WILLITS FOUNDATION IMA	OLD WEST GL SM & MD CAP FD	680414604	4/3/09	66,013 562	$697,279 27	$688,899 48	USD	4/3/09	$9 740	$9 740	$9 740	$642,972 09
9D7B79	WILLITS FOUNDATION IMA	OLD WESTBURY GL OPPTIES FD	680414802	4/3/09	46,574 886	$420,123 74	$419,842 55	USD	4/3/09	$5 880	$5 880	$5 880	$273,860 33
9D7B79	WILLITS FOUNDATION IMA	TEVA PHARM INDS LTD ADR	881624209	4/3/09	792 000	$37,440 59	$37,440 31	USD	4/3/09	$44 400	$44 400	$44 400	$35,164 80
9D7B79	WILLITS FOUNDATION IMA	WEATHERFORD INTL LTD	H27013103	4/3/09	2,550 000	$48,522 95	$48,524 96	USD	4/3/09	$13 080	$13 080	$13 080	$33,354 00
												TOTAL	$2,277,269.85

WILLITS FOUNDATION

CHARITABLE CONTRIBUTIONS

12/1/2008 - 11/30/2009

12/29/2009

Organization and Project Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Community Development					
Boykin Spaniel Rescue *General Operating Expenses* $ 3,000.00	8172.01	1/16/2009	$3,000.00	Willits Foundation	5229
Boys & Girls Clubs of Palm Beach County *General Operating Expenses on behalf of Laura Evans* $ 5,000.00	8605	11/30/2009	$5,000.00	Willits Foundation	5268 cc Laura Evans
Community Food Bank of New Jersey, Inc. *General Operating Expenses on behalf of Linda Hrevnack* $ 750.00	8265.01	11/10/2009	$750.00	Willits Foundation	5267
Covenant House *Donation to the Inner-City Scholarship Fund of Boston in remembrance of Trustee, Robert H McCaffrey* $ 5,000.00	7023.02	8/27/2009	$5,000.00	Willits Foundation	5250
Discovery Land Company Foundation *Trustee Allocation for Caroline Jones* $ 10,000.00	7092.02	10/13/2009	$10,000.00	Willits Foundation	5258 cc Caroline and Geoffrey Jones
Home for Little Wanderers, Inc. *Robert H. and Dorothy E. McCaffrey Memorial Fund* $ 25,000.00	8538	10/21/2009	$25,000.00	Willits Foundation	5262

Organization and Project Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Whitefish Fire Department *Trustee Allocation for Caroline Jones towards Off-Road Vehicle* $ 5,000.00	8574	11/6/2009	$5,000.00	Willits Foundation	5263 cc Caroline and Geoffrey Jones
		Total Community Development (7 items)	$53,750.00		
<u>Culture, Arts & Humanities</u>					
Norton Museum of Art *Photography Program on behalf of Laura Evans* $ 5,000.00	8604	11/30/2009	$5,000.00	Willits Foundation	5270 cc Laura Evans
		Total Culture, Arts & Humanities (1 item)	$5,000.00		
<u>Education</u>					
Blair Academy *Trustee Allocation for Christopher Jones to the Blair Fund* $ 5,000.00	7094.02	10/13/2009	$5,000.00	Willits Foundation	5257 cc Caroline and Geoffrey Jones
Catholic Schools Foundation, Inc. *Donation to the Inner-City Scholarship Fund of Boston in remembrance of Trustee, Robert H McCaffrey* $ 5,000.00	7025.02	8/27/2009	$5,000.00	Willits Foundation	5252
Center for Creative Education *Final payment of capital campaign request* $ 25,000.00	6601.02	5/14/2009	$25,000.00	Willits Foundation	5236 cc Laura Evans
Center for Creative Education *Leap Program on behalf of Laura Evans* $ 5,000.00	8603	11/30/2009	$5,000.00	Willits Foundation	5269 cc Laura Evans

Organization and Project Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Drew University *Donation on behalf of Trustee, John H. Evans to support annual operating expenses* $ 15,000.00	7266.01	6/23/2009	$15,000.00	Willits Foundation	5243 cc Jack Evans
Gill St. Bernard's School *Donation on behalf of Trustee, Barbara Evans in support of the School's Annual Fund* $ 15,000.00	7208.01	6/23/2009	$15,000.00	Willits Foundation	5244 cc Jack Evans
Santa Clara University *Trustee Allocation for Christopher Jones for the M. Matson Haley Scholarship Fund* $ 5,000.00	7096.02	10/19/2009	$5,000.00	Willits Foundation	5261 cc Caroline and Geoffrey Jones, Christopher Jones
Scholarship America *Invoice #077575 - Fall 2009 Willits Scholarship Program* $ 127,500.00	8488	6/25/2009	$127,500.00	Willits Foundation	5247
Scholarship America *Invoice #079220 - Spring 2010 Willits Scholarship Program* $ 127,500.00	7936.02	10/13/2009	$127,500.00	Willits Foundation	5255
Scholarship Fund for Inner-City Children *Donation to the Inner-City Scholarship Fund of Boston in remembrance of Trustee, Robert H. McCaffrey* $ 5,000.00	7024.02	8/27/2009	$5,000.00	Willits Foundation	5251
Siena College *Donation to the Annual Fund on behalf of Trustee, George T Maloney* $ 5,000.00	7351.01	4/21/2009	$5,000.00	Willits Foundation	5232 cc George Maloney

Organization and Project Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
		Total Education (11 items)	$340,000.00		
<u>Environmental Quality & Protection</u>					
International Game Fish Association *Trustee Allocation for Jack Willits* $ 12,000.00	6512.03	1/16/2009	$12,000.00	Willits Foundation	5230
National Park Foundation *General Operating Expenses on behalf of Linda Hrevnack* $ 750.00	8268.01	11/10/2009	$750.00	Willits Foundation	5266
		Total Environmental Quality & Protection (2 items)	$12,750.00		
<u>Health</u>					
ALFRE, Inc. *General Operating Expenses* $ 20,000.00	6595.02	5/14/2009	$20,000.00	Willits Foundation	5237 cc John H. Evans
ALFRE, Inc. *Painting and repairs to exterior of House including the Willits Room Annex* $ 10,000.00	8486	6/23/2009	$10,000.00	Willits Foundation	5242
Children's Specialized Hospital Foundation *Renovation of the Mountainside facility* $ 10,000.00	6600.02	5/14/2009	$10,000.00	Willits Foundation	5241 cc John H. Evans
Indian River Hospital Foundation *The 21st Century Campaign for Indian River Medical Center* $ 25,000.00	6598.02	5/14/2009	$25,000.00	Willits Foundation	5240 cc John H. Evans

Organization and Project Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Johns Hopkins Medicine *Trustee Allocation for Geoffrey Jones to the Kimmel Cancer Center* $ 5,000.00	8550	10/13/2009	$5,000.00	Willits Foundation	5259 cc Caroline and Geoffrey Jones
Morristown Memorial Health Foundation *Creative Arts Therapy Training Program* $ 25,000.00	6596.02	5/14/2009	$25,000.00	Willits Foundation	5238 cc John H. Evans
National Transplant Assistance Fund and Catastrophic Injury Program, Inc. *NTAF Mid-Atlantic Spinal Cord Injury Fund (in honor of Steven Lee) on behalf of Linda Hrevnack* $ 1,000.00	8557	10/13/2009	$1,000.00	Willits Foundation	5256
Overlook Hospital Foundation *Carol G Simon Cancer Center* $ 25,000.00	6597.02	5/14/2009	$25,000.00	Willits Foundation	5239 cc John H. Evans
Redbone, Inc. *Trustee Allocation for Christopher and Geoffrey Jones* $ 15,000.00	7095.02	10/13/2009	$15,000.00	Willits Foundation	5260 cc Caroline and Geoffrey Jones, Christopher Jones
St. Jude Children's Research Hospital *Wall Street's Taste of New York 20th Anniversary Event* $ 50,000.00	8497	7/22/2009	$50,000.00	Willits Foundation	5248 cc Bobbi Cohen, Geoffrey Jones
Wayside House *Wayside Cocoon Children Family Center* $ 25,000.00	6594.02	5/14/2009	$25,000.00	Willits Foundation	5235 cc Laura Evans
		Total Health (11 items)	$211,000.00		

Religious

Organization and Project Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Irvington Congregations of Jehovah's Witnesses, Inc. *Kingdom Hall Renovation on behalf of Linda Hrevnack* $ 2,500.00	8589	11/10/2009	$2,500.00	Willits Foundation	5265
Presbyterian Church of Basking Ridge *Willits Church House* $ 50,000.00	6593.02	5/14/2009	$50,000.00	Willits Foundation	5234 cc John H. Evans
St. Joseph's Roman Catholic Church *Trustee Allocation for George Maloney* $ 10,000.00	6511.01	6/25/2009	$10,000.00	Willits Foundation	5245 cc George Maloney
		Total Religious (3 items)	$62,500.00		
		Grand Total (35 items)	$685,000.00		

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Average Hours Devoted	Compensation	Benefits	Expense Account
										0	0	0
1	JOHN H EVANS		730 CENTRAL AVE	MURRAY HI	NJ	07974		CHAIRMAN	1			
2	CAROLINE E JONES		730 CENTRAL AVE	MURRAY HI	NJ	07974		PRESIDENT	1			
3	BARBARA W EVANS		730 CENTRAL AVE	MURRAY HI	NJ	07974		VICE PRESIDE	1			
4	GEOFFREY C JONES		730 CENTRAL AVE	MURRAY HI	NJ	07974		TREASURER	1			
5	LAURA W EVANS		730 CENTRAL AVE	MURRAY HI	NJ	07974		SECRETARY	1			
6	LINDA A HREVNACK		730 CENTRAL AVE	MURRAY HI	NJ	07974		ASSISTANT	1			
7	CHRISTOPHER W JONES		730 CENTRAL AVE	MURRAY HI	NJ	07974		TRUSTEE	1			
8	GEORGE T MALONEY		730 CENTRAL AVE	MURRAY HI	NJ	07974		TRUSTEE	1			
9	JOHN F WILLITS		730 CENTRAL AVE	MURRAY HI	NJ	07974		TRUSTEE	1			
10												

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

October 31, 2009 - November 30, 2009

CASH/MONEY ACCOUNTS Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est Annual Yield%
CASH	1,959.62	1,959.62		**1,959.62**		
CMA MONEY FUND	73,795.00	73,795.00	1.0000	**73,795.00**	**52**	.07
TOTAL		75,754.62		**75,754.62**	**52**	.07

EQUITIES Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
ACE LIMITED	ACE	04/27/09	213	44 7967	9,541.71	48 7100	10,375 23	833.52	265	2.54
		05/11/09	170	42 6541	7,251.21	48 7100	8,280 70	1,029.49	211	2 54
Subtotal			*383*		*16,792 92*		***18,655.93***	*1,863 01*	***476***	*2 54*
AES CORP	AES	09/21/09	973	14 4441	14,054.11	12 7400	12,396 02	(1,658.09)		
		09/22/09	1,063	15 0863	16,036 74	12.7400	13,542 62	(2,494.12)		
		09/23/09	679	15 1462	10,284 27	12.7400	8,650.46	(1,633.81)		
Subtotal			*2,715*		*40,375 12*		***34,589.10***	*(5,786.02)*		
AETNA INC NEW	AET	11/30/04	264	29 5907	7,811.96	29 1100	7,685 04	(126 92)	11	.13
		07/30/07	360	48.9383	17,617.82	29 1100	10,479.60	(7,138.22)	15	.13
		08/12/09	30	27.7666	833.00	29.1100	873.30	40.30	2	.13
Subtotal			*654*		*26,262 78*		***19,037.94***	*(7,224 84)*	***28***	*.13*
AMGEN INC COM PV $0 0001	AMGN	11/03/08	411	61.2812	25,186.58	56.3500	23,159.85	(2,026.73)		
		11/04/08	99	60.5525	5,994.70	56 3500	5,578.65	(416.05)		
Subtotal			*510*		*31,181 28*		***28,738.50***	*(2,442 78)*		
ANADARKO PETE CORP	APC	07/20/09	405	47.1655	19,102.03	59.5300	**24,109.65**	5,007.62	**146**	.60
APOLLO GROUP INC CL A	APOL	03/31/09	189	78 9117	14,914.32	57.0700	10,786.23	(4,128.09)		
		04/01/09	20	66.7250	1,334.50	57.0700	1,141.40	(193 10)		
		04/13/09	100	60.7455	6,074.55	57.0700	5,707.00	(367.55)		
Subtotal			*309*		*22,323 37*		***17,634.63***	*(4,688 74)*		
ARCHER DANIELS MIDLD	ADM	02/09/09	366	28 7797	10,533.38	30.8100	11,276 46	743.08	205	1 81
		02/10/09	606	28.6435	17,358.02	30 8100	18,670.86	1,312.84	340	1 81
		02/11/09	88	28.0177	2,465.56	30.8100	2,711.28	245.72	50	1.81
		04/13/09	280	26.9573	7,548 07	30.8100	8,626.80	1,078.73	157	1.81
Subtotal			*1,340*		*37,905 03*		***41,285.40***	*3,380.37*	***752***	*1 81*

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

October 31, 2009 - November 30, 2009

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
AT& T INC	T	11/17/08	381	27.0108	10,291 15	26.9400	10,264.14	(27.01)	625	6.08
		11/18/08	229	26 4388	6,054 49	26.9400	6,169.26	114.77	376	6 08
Subtotal			*610*		*16,345 64*		***16,433.40***	*87 76*	***1,001***	*6 08*
BMC SOFTWARE INC	BMC	04/30/08	171	35.1495	6,010.57	38.7300	6,622.83	612.26		
		02/23/09	309	29.0700	8,982 66	38 7300	11,967.57	2,984.91		
		02/24/09	81	29.0707	2,354.73	38 7300	3,137.13	782.40		
		08/17/09	159	34 8357	5,538.89	38 7300	6,158.07	619.18		
		08/18/09	101	34 8385	3,518.69	38.7300	3,911.73	393 04		
Subtotal			*821*		*26,405 54*		***31,797.33***	*5,391 79*		
CA INC	CA	09/18/07	630	25 0698	15,793 98	22 1000	13,923.00	(1,870.98)	101	.72
		09/20/07	450	25.8400	11,628.00	22.1000	9,945.00	(1,683.00)	72	.72
		10/29/07	455	26.0301	11,843.74	22.1000	10,055.50	(1,788.24)	73	.72
		10/30/07	445	26.0862	11,608.40	22.1000	9,834.50	(1,773.90)	72	.72
Subtotal			*1,980*		*50,874.12*		***43,758.00***	*(7,116.12)*	***318***	*72*
CHECK POINT SOFTWRE TECH	CHKP	05/18/09	22	22 9059	503.93	31.5900	694.98	191.05		
		05/19/09	501	23.5810	11,814.13	31.5900	15,826.59	4,012.46		
		05/20/09	169	24.0669	4,067.31	31.5900	5,338.71	1,271.40		
Subtotal			*692*		*16,385 37*		***21,860.28***	*5,474.91*		
CHEVRON CORP	CVX	09/30/04	356	53.6861	19,112 26	78.0400	27,782.24	8,669 98	969	3 48
		05/16/05	350	50.4000	17,640 00	78.0400	27,314.00	9,674 00	952	3 48
		02/05/07	180	73 9210	13,305 78	78 0400	14,047 20	741 42	490	3 48
Subtotal			*886*		*50,058 04*		***69,143.44***	*19,085 40*	***2,411***	*3 48*
CHUBB CORP	CB	02/25/08	111	53 0863	5,892 58	50.1400	5,565.54	(327 04)	156	2.79
		02/26/08	203	54.0591	10,974.00	50 1400	10,178 42	(795 58)	285	2 79
		02/27/08	79	54.5091	4,306.22	50.1400	3,961.06	(345.16)	111	2.79
		01/12/09	390	45.0895	17,584.91	50.1400	19,554.60	1,969.69	546	2.79
Subtotal			*783*		*38,757 71*		***39,259.62***	*501 91*	***1,098***	*2 79*

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

October 31, 2009 - November 30, 2009

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
COCA COLA ENTERPRISES	CCE	06/15/09	502	17.0791	8,573.72	19 6500	9,864.30	1,290.58	161	1.62
		06/16/09	548	17 4491	9,562.11	19.6500	10,768.20	1,206.09	176	1.62
Subtotal			*1,050*		*18,135 83*		***20,632.50***	*2,496 67*	***337***	*1 62*
COMPUTER SCIENCE CRP	CSC	03/02/09	192	34 4130	6,607 30	55.3100	10,619.52	4,012 22		
		03/03/09	264	34 2475	9,041.34	55 3100	14,601.84	5,560.50		
		03/04/09	44	35 9118	1,580 12	55 3100	2,433.64	853.52		
		03/09/09	220	32 3251	7,111 54	55 3100	12,168.20	5,056 66		
Subtotal			*720*		*24,340 30*		***39,823.20***	*15,482 90*		
CONAGRA FOODS INC	CAG	06/22/09	125	19.0538	2,381 73	22.1900	2,773.75	392 02	100	3.60
		06/23/09	645	19 8091	12,776 87	22 1900	14,312.55	1,535.68	516	3 60
		06/24/09	290	20.0187	5,805.45	22.1900	6,435.10	629 65	232	3.60
Subtotal			*1,060*		*20,964 05*		***23,521.40***	*2,557.35*	***848***	*3 60*
CONOCOPHILLIPS	COP	06/02/08	60	92.6661	5,559.97	51.7700	3,106.20	(2,453.77)	120	3.86
		06/03/08	99	92.5667	9,164.11	51.7700	5,125.23	(4,038.88)	198	3.86
		06/04/08	102	90.5679	9,237.93	51.7700	5,280.54	(3,957.39)	204	3.86
		06/05/08	89	91 9771	8,185.97	51.7700	4,607.53	(3,578.44)	178	3.86
		06/09/08	150	94 8026	14,220.39	51.7700	7,765.50	(6,454.89)	300	3.86
Subtotal			*500*		*46,368 37*		***25,885.00***	*(20,483 37)*	***1,000***	*3.86*
CSX CORP	CSX	07/29/05	533	22.8310	12,168 93	47.4800	**25,306.84**	13,137 91	**470**	1 85
DARDEN RESTAURANTS INC	DRI	04/20/09	306	38 9763	11,926 76	31 4300	9,617.58	(2,309.18)	306	3.18
		04/21/09	204	38.7621	7,907 47	31.4300	6,411.72	(1,495 75)	204	3 18
		06/15/09	240	33 6367	8,072.81	31.4300	7,543 20	(529 61)	240	3 18
Subtotal			*750*		*27,907.04*		***23,572.50***	*(4,334 54)*	***750***	*3.18*
DISCOVER FINL SVCS	DFS	11/09/09	577	15 3385	8,850.37	15 4600	8,920 42	70.05	47	51
		11/10/09	995	15.3796	15,302.80	15.4600	15,382.70	79.90	80	.51
Subtotal			*1,572*		*24,153.17*		***24,303.12***	*149.95*	***127***	*.51*

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

October 31, 2009 - November 30, 2009

EQUITIES (continued) *Description*	*Symbol*	*Acquired*	*Quantity*	*Unit Cost Basis*	*Total Cost Basis*	*Estimated Market Price*	*Estimated Market Value*	*Unrealized Gain/(Loss)*	*Estimated Annual Income*	*Current Yield%*
DOVER CORP	DOV	05/13/08	236	52.9815	12,503.64	40.8800	9,647.68	(2,855.96)	246	2.54
		05/14/08	110	54.1320	5,954.52	40.8800	4,496.80	(1,457.72)	115	2.54
		05/27/08	152	52.2751	7,945.83	40 8800	6,213.76	(1,732.07)	159	2.54
		05/28/08	178	53 3366	9,493 93	40.8800	7,276.64	(2,217.29)	186	2.54
Subtotal			*676*		*35,897 92*		***27,634.88***	*(8,263.04)*	***706***	*2.54*
ENSCO INTL INC COM	ESV	10/19/09	361	48 8086	17,619 94	44.0000	15,884 00	(1,735.94)	37	.22
		10/20/09	59	47.7020	2,814.42	44 0000	2,596.00	(218 42)	6	.22
Subtotal			*420*		*20,434 36*		***18,480.00***	*(1,954.36)*	***43***	*.22*
EXXON MOBIL CORP COM	XOM	09/21/06	66	64.7771	4,275.29	75.0700	4,954.62	679.33	111	2.23
		10/16/06	300	69.4104	20,823.12	75 0700	22,521.00	1,697.88	504	2.23
		02/25/08	82	88.5236	7,258 94	75 0700	6,155.74	(1,103 20)	138	2.23
		02/26/08	98	89 6706	8,787.72	75.0700	7,356.86	(1,430 86)	165	2.23
Subtotal			*546*		*41,145 07*		***40,988.22***	*(156 85)*	***918***	*2.23*
FAMILY DOLLAR STORES	FDO	04/06/09	181	33.1991	6,009 04	30.5100	5,522.31	(486.73)	98	1.76
		04/07/09	479	32.8598	15,739.89	30.5100	14,614.29	(1,125.60)	259	1.76
		04/13/09	190	34.1420	6,486.98	30.5100	5,796.90	(690.08)	103	1.76
Subtotal			*850*		*28,235 91*		***25,933.50***	*(2,302 41)*	***460***	*1 76*
FLOWSERVE CORP	FLS	09/08/09	62	91.2088	5,654.95	99.4600	6,166.52	511.57	67	1.08
		09/09/09	66	93.0913	6,144 03	99.4600	6,564 36	420 33	72	1 08
		09/10/09	65	94.8880	6,167 72	99.4600	6,464.90	297 18	71	1.08
		09/11/09	17	95 8341	1,629 18	99.4600	1,690.82	61.64	19	1 08
Subtotal			*210*		*19,595 88*		***20,886.60***	*1,290 72*	***229***	*1 08*
FOREST LABS INC	FRX	11/21/06	240	49.5859	11,900.63	30 6600	7,358.40	(4,542 23)		
		01/09/07	150	50.9844	7,647.66	30 6600	4,599.00	(3,048.66)		
		01/10/07	270	51 4525	13,892.18	30.6600	8,278.20	(5,613.98)		
		08/25/08	131	37.1060	4,860.89	30.6600	4,016.46	(844.43)		
		08/26/08	441	37.3416	16,467.65	30.6600	13,521.06	(2,946 59)		
		08/27/08	68	36.4420	2,478.06	30.6600	2,084.88	(393 18)		
Subtotal			*1,300*		*57,247 07*		***39,858.00***	*(17,389 07)*		

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

October 31, 2009 - November 30, 2009

EQUITIES (continued) *Description*	*Symbol*	*Acquired*	*Quantity*	*Unit Cost Basis*	*Total Cost Basis*	*Estimated Market Price*	*Estimated Market Value*	*Unrealized Gain/(Loss)*	*Estimated Annual Income*	*Current Yield%*
GAP INC DELAWARE	GPS	04/14/08	623	18.5226	11,539.58	21.4200	13,344.66	1,805.08	212	1.58
		04/15/08	110	18.7859	2,066.45	21.4200	2,356.20	289.75	38	1.58
		04/16/08	259	18.8852	4,891.29	21.4200	5,547.78	656.49	89	1.58
		04/17/08	184	19 0265	3,500.88	21.4200	3,941.28	440.40	63	1.58
		10/26/09	435	22.5479	9,808.34	21 4200	9,317.70	(490.64)	148	1.58
Subtotal			*1,611*		*31,806 54*		***34,507.62***	*2,701 08*	***550***	*1.58*
GARMIN LTD (KAYMAN IS)	GRMN	08/31/09	293	32.5395	9,534.10	29 8800	8,754.84	(779.26)	220	2.51
		09/01/09	385	32 5850	12,545.23	29.8800	11,503.80	(1,041.43)	289	2.51
		09/02/09	222	31.7018	7,037 82	29 8800	6,633.36	(404.46)	167	2.51
Subtotal			*900*		*29,117 15*		***26,892.00***	*(2,225.15)*	***676***	*2 51*
GOLDMAN SACHS GROUP INC	GS	06/01/09	140	145 4995	20,369.94	169.6600	23,752.40	3,382.46	196	.82
		07/06/09	32	143.9721	4,607.11	169.6600	5,429.12	822.01	45	.82
		07/07/09	88	144 6454	12,728.80	169.6600	14,930.08	2,201.28	124	.82
		09/08/09	60	166.4198	9,985.19	169 6600	10,179 60	194.41	84	82
Subtotal			*320*		*47,691 04*		***54,291.20***	*6,600 16*	***449***	*82*
HEWLETT PACKARD CO DEL	HPQ	04/06/05	900	21 8543	19,668.89	49.0600	**44,154.00**	24,485.11	**289**	.65
HONEYWELL INTL INC DEL	HON	06/26/07	374	56.1754	21,009.61	38.4700	14,387.78	(6,621.83)	453	3.14
		06/27/07	205	55.9548	11,470.75	38 4700	7,886.35	(3,584.40)	249	3.14
Subtotal			*579*		*32,480 36*		***22,274.13***	*(10,206 23)*	***702***	*3 14*
INTL BUSINESS MACHINES	IBM	02/12/07	480	98 7266	47,388.78	126 3500	60,648.00	13,259.22	1,056	1 74
CORP IBM		05/26/09	90	104 6066	9,414 60	126.3500	11,371 50	1,956 90	198	1.74
Subtotal			*570*		*56,803 38*		***72,019.50***	*15,216 12*	***1,254***	*1 74*
INTL PAPER CO	IP	09/05/07	115	35 4361	4,075 16	25.4500	2,926.75	(1,148.41)	12	.39
		09/06/07	425	35 6411	15,147 47	25.4500	10,816 25	(4,331.22)	43	.39
		09/07/07	430	35.0116	15,054.99	25.4500	10,943.50	(4,111.49)	43	.39
Subtotal			*970*		*34,277 62*		***24,686.50***	*(9,591.12)*	***98***	*.39*
JOHNSON AND JOHNSON COM	JNJ	09/08/04	1,040	58.2766	60,607.68	62.8400	**65,353.60**	4,745.92	**2,039**	3.11

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

October 31, 2009 - November 30, 2009

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
KROGER CO	KR	12/13/06	665	23.9370	15,918.12	22.7400	15,122.10	(796.02)	253	1.67
		12/14/06	175	24.1917	4,233.55	22.7400	3,979.50	(254.05)	67	1.67
Subtotal			*840*		*20,151 67*		***19,101.60***	*(1,050.07)*	***320***	*1 67*
L-3 COMMNCTNS HLDGS	LLL	08/21/07	65	97.2307	6,320.00	78.3700	5,094.05	(1,225.95)	91	1 78
		08/22/07	120	98.1559	11,778 71	78 3700	9,404.40	(2,374.31)	168	1.78
		10/08/07	25	106 1456	2,653.64	78 3700	1,959.25	(694.39)	35	1.78
		10/09/07	170	106 9868	18,187.77	78.3700	13,322.90	(4,864.87)	238	1.78
		10/10/07	55	106.8832	5,878 58	78.3700	4,310.35	(1,568.23)	77	1.78
Subtotal			*435*		*44,818 70*		***34,090.95***	*(10,727 75)*	***609***	*1 78*
LOCKHEED MARTIN CORP	LMT	11/22/05	165	60 7909	10,030.50	77.2300	12,742.95	2,712.45	416	3.26
		08/18/08	63	114.8522	7,235.69	77.2300	4,865.49	(2,370 20)	159	3.26
		08/19/08	72	115.2780	8,300.02	77 2300	5,560 56	(2,739.46)	182	3 26
		08/20/08	15	113.7086	1,705 63	77 2300	1,158.45	(547 18)	38	3.26
Subtotal			*315*		*27,271 84*		***24,327.45***	*(2,944 39)*	***795***	*3 26*
MARATHON OIL CORP	MRO	07/06/09	615	28.2375	17,366.12	32.6200	**20,061.30**	2,695.18	**591**	2.94
MCKESSON CORPORATION COM	MCK	01/03/06	453	52.9767	23,998 45	62 0200	28,095.06	4,096.61	218	77
		03/09/09	200	39.0112	7,802 24	62 0200	12,404.00	4,601.76	96	77
Subtotal			*653*		*31,800 69*		***40,499.06***	*8,698 37*	***314***	*77*
MEDCO HEALTH SOLUTIONS I	MHS	04/02/07	297	36.8297	10,938.45	63 1600	18,758.52	7,820.07		
		05/27/08	119	46.7542	5,563.75	63 1600	7,516 04	1,952 29		
		05/28/08	141	47 8563	6,747 75	63.1600	8,905 56	2,157.81		
		08/17/09	141	54 4821	7,681 99	63 1600	8,905 56	1,223 57		
		08/18/09	89	54.4495	4,846.01	63.1600	5,621.24	775 23		
Subtotal			*787*		*35,777.95*		***49,706.92***	*13,928 97*		
MICROSOFT CORP	MSFT	06/02/04	751	26.2400	19,706.25	29.4100	22,086.91	2,380.66	391	1 76
		11/09/09	556	28.8648	16,048.88	29.4100	16,351.96	303.08	290	1 76
		11/16/09	554	29.6859	16,446.04	29.4100	16,293.14	(152.90)	289	1 76
		11/17/09	93	29.9141	2,782.02	29 4100	2,735 13	(46.89)	49	1 76
Subtotal			*1,954*		*54,983 19*		***57,467.14***	*2,483.95*	***1,019***	*1 76*

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

October 31, 2009 - November 30, 2009

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
NABORS INDUSTRIES LTD	NBR	11/23/09	426	20.6826	8,810.79	20.6500	8,796.90	(13.89)		
		11/24/09	618	20 5744	12,715.04	20 6500	12,761.70	46.66		
Subtotal			*1,044*		*21,525 83*		***21,558.60***	*32 77*		
NORTHROP GRUMMAN CORP	NOC	08/03/09	351	45.6941	16,038.63	54 8000	19,234.80	3,196.17	604	3.13
		08/04/09	366	46.6433	17,071.48	54 8000	20,056.80	2,985.32	630	3.13
		08/05/09	93	46.6412	4,337.64	54 8000	5,096.40	758.76	160	3.13
Subtotal			*810*		*37,447 75*		***44,388.00***	*6,940 25*	***1,394***	*3 13*
NRG ENERGY INC	NRG	12/26/07	358	43.1432	15,445.27	23.9400	8,570.52	(6,874 75)		
		12/27/07	292	43.3477	12,657.53	23 9400	6,990.48	(5,667.05)		
		08/10/09	422	28.5662	12,054 94	23 9400	10,102.68	(1,952.26)		
		08/11/09	108	28 8372	3,114.42	23 9400	2,585.52	(528.90)		
Subtotal			*1,180*		*43,272 16*		***28,249.20***	*(15,022 96)*		
OCCIDENTAL PETE CORP CAL	OXY	10/17/05	453	37.0950	16,804.05	80.7900	**36,597.87**	19,793.82	**598**	1 63
PFIZER INC	PFE	01/23/06	2,310	24.9244	57,575.39	18 1700	41,972.70	(15,602.69)	1,479	3 52
		04/14/08	425	20.6126	8,760 36	18.1700	7,722.25	(1,038.11)	272	3 52
		04/15/08	63	20.8084	1,310 93	18 1700	1,144.71	(166 22)	41	3.52
		04/16/08	148	20.9524	3,100 96	18.1700	2,689.16	(411.80)	95	3.52
		04/17/08	104	20.3880	2,120.36	18.1700	1,889.68	(230.68)	67	3.52
Subtotal			*3,050*		*72,868.00*		***55,418.50***	*(17,449.50)*	***1,954***	*3 52*
PRIDE INTL INC DEL	PDE	10/19/09	322	32.4918	10,462 36	31 6300	10,184.86	(277 50)		
		10/20/09	419	32 8646	13,770 27	31 6300	13,252.97	(517 30)		
		10/21/09	369	33.8644	12,496 00	31.6300	11,671.47	(824 53)		
Subtotal			*1,110*		*36,728 63*		***35,109.30***	*(1,619.33)*		
QWEST COMM INTL INC COM	Q	01/31/06	6,445	6 0823	39,200 46	3 6500	23,524 25	(15,676 21)	2,063	8.76
		03/23/09	2,170	3.6741	7,972 80	3 6500	7,920 50	(52.30)	695	8.76
Subtotal			*8,615*		*47,173 26*		***31,444.75***	*(15,728 51)*	***2,758***	*8 76*

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

October 31, 2009 - November 30, 2009

EQUITIES (continued) *Description*	*Symbol*	*Acquired*	*Quantity*	*Unit Cost Basis*	*Total Cost Basis*	*Estimated Market Price*	*Estimated Market Value*	*Unrealized Gain/(Loss)*	*Estimated Annual Income*	*Current Yield%*
RAYTHEON CO DELAWARE NEW	RTN	05/03/06	376	46.0695	17,322.14	51 5300	19,375.28	2,053.14	467	2.40
		05/04/06	120	46.1395	5,536.74	51 5300	6,183.60	646.86	149	2.40
		05/30/06	295	45.2720	13,355.24	51.5300	15,201.35	1,846.11	366	2.40
		05/31/06	45	45 6877	2,055.95	51.5300	2,318.85	262.90	56	2.40
Subtotal			*836*		*38,270 07*		***43,079.08***	*4,809.01*	***1,038***	*2 40*
ROSS STORES INC COM	ROST	10/20/08	424	29.4800	12,499.56	43.9800	18,647.52	6,147.96	187	1.00
		10/21/08	166	30.0689	4,991.45	43.9800	7,300.68	2,309.23	74	1.00
		05/04/09	120	38.7134	4,645.61	43 9800	5,277.60	631.99	53	1.00
		05/05/09	170	38.4344	6,533 85	43 9800	7,476.60	942.75	75	1.00
Subtotal			*880*		*28,670 47*		***38,702.40***	*10,031.93*	***389***	*1 00*
SAFEWAY INC NEW	SWY	01/20/06	861	24.4787	21,076.18	22.5000	**19,372.50**	(1,703.68)	**345**	1.77
SYSCO CORPORATION	SYY	10/27/08	176	23.7259	4,175 76	27.0400	4,759.04	583.28	176	3 69
		10/28/08	65	24.7812	1,610.78	27.0400	1,757.60	146.82	65	3 69
		11/17/08	321	22.9579	7,369.49	27.0400	8,679.84	1,310.35	321	3 69
		11/18/08	189	22 8504	4,318.73	27.0400	5,110.56	791.83	189	3.69
Subtotal			*751*		*17,474.76*		***20,307.04***	*2,832 28*	***751***	*3.69*
↓ TEXAS INSTRUMENTS	TXN	10/05/09	524	22.7691	11,931.06	25.2900	13,251.96	1,320.90	252	1.89
		10/06/09	501	23.1080	11,577.11	25.2900	12,670.29	1,093 18	241	1.89
Subtotal			*1,025*		*23,508 17*		***25,922.25***	*2,414 08*	***493***	*1.89*
TRAVELERS COS INC	TRV	09/28/05	430	44.0408	18,937.57	52 3900	22,527.70	3,590 13	568	2.51
		01/22/07	450	51 7410	23,283.45	52 3900	23,575 50	292.05	595	2 51
Subtotal			*880*		*42,221.02*		***46,103.20***	*3,882.18*	***1,163***	*2.51*
UNUM GROUP	UNM	10/13/08	284	18 8698	5,359 03	19 0400	5,407 36	48.33	94	1.73
		10/14/08	486	19 8294	9,637.09	19.0400	9,253.44	(383 65)	161	1 73
		10/20/08	603	17 4823	10,541.83	19 0400	11,481.12	939.29	199	1.73
		10/21/08	377	17 9801	6,778.50	19 0400	7,178 08	399.58	125	1.73
		11/03/08	365	16 6481	6,076.59	19.0400	6,949.60	873.01	121	1.73
		11/04/08	75	18.1609	1,362 07	19.0400	1,428.00	65.93	25	1.73
Subtotal			*2,190*		*39,755 11*		***41,697.60***	*1,942.49*	***725***	*1 73*

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

October 31, 2009 - November 30, 2009

EQUITIES (continued) *Description*	*Symbol*	*Acquired*	*Quantity*	*Unit Cost Basis*	*Total Cost Basis*	*Estimated Market Price*	*Estimated Market Value*	*Unrealized Gain/(Loss)*	*Estimated Annual Income*	*Current Yield%*
VERIZON COMMUNICATNS COM	VZ	04/06/09	510	32.7342	16,694.49	31.4600	16,044.60	(649.89)	969	6.03
		07/28/09	280	31.2007	8,736.22	31.4600	8,808.80	72.58	532	6.03
Subtotal			*790*		*25,430 71*		***24,853.40***	*(577 31)*	***1,501***	*6.03*
WAL-MART STORES INC	WMT	07/28/08	179	56.5332	10,119 46	54.5500	9,764.45	(355.01)	196	1.99
		07/29/08	231	57.1112	13,192.69	54.5500	12,601.05	(591.64)	252	1.99
Subtotal			*410*		*23,312.15*		***22,365.50***	*(946 65)*	***448***	*1.99*
WELLPOINT INC	WLP	05/03/04	155	44.5150	6,899.83	54.0300	8,374.65	1,474.82		
		06/02/04	250	44.3400	11,085 00	54 0300	13,507.50	2,422.50		
		10/27/08	230	40.0222	9,205.11	54.0300	12,426.90	3,221.79		
Subtotal			*635*		*27,189.94*		***34,309.05***	*7,119 11*		
↓ WSTN DIGITAL CORP DEL	WDC	02/19/08	222	29.7436	6,603.08	36.8400	8,178.48	1,575 40		
		02/20/08	344	30.3084	10,426.09	36.8400	12,672.96	2,246.87		
		02/21/08	674	31.6458	21,329.27	36.8400	24,830.16	3,500 89		
Subtotal			*1,240*		*38,358 44*		***45,681.60***	*7,323 16*		
XILINX INC	XLNX	08/11/08	424	27 1474	11,510.51	22.6400	9,599.36	(1,911.15)	272	2.82
		08/12/08	484	27 5326	13,325.78	22.6400	10,957.76	(2,368 02)	310	2.82
Subtotal			*908*		*24,836.29*		***20,557.12***	*(4,279 17)*	***582***	*2 82*
TOTAL					1,939,908.66		**1,988,278.91**	48,370 25	**35,962**	1.81
TOTAL PRINCIPAL INVESTMENTS					2,015,663.28		**2,064,033.53**	48,370 25	**36,014**	1.74

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF INCOME INVESTMENTS

October 31, 2009 - November 30, 2009

CASH/MONEY ACCOUNTS Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est. Annual Yield%
CASH	106.68	106.68		**106.68**		
CMA MONEY FUND	3,026.00	3,026.00	1.0000	**3,026.00**	**2**	.07
TOTAL		3,132.68		**3,132.68**	**2**	.07
TOTAL INCOME INVESTMENTS		3,132.68		**3,132.68**	**2**	.07

LONG PORTFOLIO	Adjusted/Total Cost Basis	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
TOTAL PRINCIPAL/INCOME INVESTMENTS	2,018,795.96	**2,067,166.21**	48,370.25		**36,016**	1.74

YOUR TRUST MANAGEMENT ACCOUNT TRANSACTIONS

DIVIDENDS/INTEREST INCOME TRANSACTIONS

Date	Transaction Type	Quantity	Description	Income Cash	Principal Cash	Income Year To Date
	Subtotal (Tax-Exempt Dividends)					*118 73*
11/02	Dividend		AT& T INC DIVIDEND HOLDING 610 0000 PAY DATE 11/02/2009	250.10		
11/02	Dividend		DARDEN RESTAURANTS INC DIVIDEND HOLDING 750.0000 PAY DATE 11/02/2009	187.50		
11/02	Dividend		VERIZON COMMUNICATNS COM DIVIDEND HOLDING 790.0000 PAY DATE 11/02/2009	375.25		

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

October 31, 2009 - November 30, 2009

CASH/MONEY ACCOUNTS Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est Annual Yield%
CASH	0.65	0.65		**.65**		
CMA MONEY FUND	173,940.00	173,940.00	1 0000	**173,940.00**	**122**	07
TOTAL		173,940.65		**173,940.65**	**122**	.07

EQUITIES Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
ACE LIMITED	ACE	01/22/09	390	46.3227	18,065.86	48.7100	18,996.90	931.04	484	2.54
		09/15/09	740	50 9960	37,737.04	48.7100	36,045.40	(1,691.64)	918	2.54
Subtotal			*1,130*		*55,802 90*		***55,042.30***	*(760.60)*	***1,402***	*2.54*
AIR PRODUCTS&CHEM	APD	02/25/09	595	47.6605	28,358 00	82 9300	**49,343.35**	20,985.35	**1,071**	2.17
APACHE CORP	APA	09/25/09	670	92 0322	61,661 64	95 2800	**63,837.60**	2,175.96	**402**	62
AVON PROD INC	AVP	01/28/09	1,539	21.3900	32,919.21	34 2500	**52,710.75**	19,791 54	**1,293**	2.45
CARDINAL HEALTH INC OHIO	CAH	11/12/09	2,659	31.0298	82,508.24	32 2300	**85,699.57**	3,191.33	**1,862**	2 17
COVIDIEN PLC SHS	COV	11/24/09	887	46 5400	41,280.98	46.8200	**41,529.34**	248 36	**639**	1 53
DIGITAL RLTY TR INC	DLR	11/12/09	1,282	47.5850	61,003.97	48.6600	**62,382.12**	1,378.15	**2,308**	3 69
DONALDSON CO INC	DCI	11/10/08	845	34.6865	29,310.10	42.5000	**35,912.50**	6,602.40	**389**	1.08
ENBRIDGE INC COM	ENB	06/03/08	346	46.4600	16,075.17	42.7600	14,794.96	(1,280.21)	482	3 25
		08/20/08	312	41.1814	12,848.60	42.7600	13,341.12	492.52	435	3.25
		01/20/09	470	31.7461	14,920.67	42.7600	20,097.20	5,176.53	655	3.25
Subtotal			*1,128*		*43,844 44*		***48,233.28***	*4,388 84*	***1,572***	*3 25*
FPL GROUP INC	FPL	01/03/07	411	55.4662	22,796.63	51 9700	21,359.67	(1,436.96)	777	3.63
		01/31/08	123	62.8600	7,731.78	51.9700	6,392.31	(1,339.47)	233	3.63
		10/22/08	155	42.2054	6,541 85	51.9700	8,055.35	1,513.50	293	3.63
Subtotal			*689*		*37,070 26*		***35,807.33***	*(1,262 93)*	***1,303***	*3 63*
GENERAL MILLS	GIS	07/17/07	316	58.8900	18,609.25	68.0000	21,488.00	2,878.75	595	2.76
		01/31/08	275	53.8700	14,814 25	68 0000	18,700.00	3,885.75	517	2 76
		02/17/09	170	55.8501	9,494.53	68.0000	11,560.00	2,065.47	320	2.76
		05/01/09	192	50.9581	9,783.96	68.0000	13,056 00	3,272.04	361	2 76
Subtotal			*953*		*52,701.99*		***64,804.00***	*12,102 01*	***1,793***	*2.76*

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

October 31, 2009 - November 30, 2009

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
HEWLETT PACKARD CO DEL	HPQ	05/13/08	311	44.3120	13,781 04	49.0600	15,257.66	1,476.62	100	.65
		07/16/08	1,030	42.3429	43,613.19	49.0600	50,531.80	6,918.61	330	.65
Subtotal			*1,341*		*57,394 23*		***65,789.46***	*8,395 23*	***430***	*65*
HONEYWELL INTL INC DEL	HON	01/31/08	164	57.7359	9,468.70	38.4700	6,309.08	(3,159.62)	199	3.14
		11/05/08	565	32 1787	18,181.02	38 4700	21,735.55	3,554.53	684	3.14
		02/17/09	964	31 6475	30,508.19	38.4700	37,085.08	6,576.89	1,167	3.14
		09/15/09	347	40.0191	13,886 66	38.4700	13,349.09	(537.57)	420	3.14
Subtotal			*2,040*		*72,044 57*		***78,478.80***	*6,434.23*	***2,470***	*3 14*
INTL BUSINESS MACHINES	IBM	01/22/09	15	89.7640	1,346.46	126.3500	1,895.25	548.79	33	1.74
CORP IBM		02/13/09	162	94.3900	15,291.18	126.3500	20,468.70	5,177.52	357	1.74
		09/15/09	333	118.8599	39,580.35	126.3500	42,074.55	2,494.20	733	1.74
Subtotal			*510*		*56,217 99*		***64,438.50***	*8,220.51*	***1,123***	*1.74*
MCDONALDS CORP COM	MCD	09/12/07	683	51.9400	35,475 03	63 2500	43,199.75	7,724.72	1,503	3.47
		01/31/08	210	51.8000	10,878 00	63.2500	13,282.50	2,404.50	463	3.47
		05/01/09	114	52.7984	6,019.02	63.2500	7,210.50	1,191.48	251	3.47
		09/15/09	116	54.4800	6,319.68	63 2500	7,337.00	1,017.32	256	3.47
Subtotal			*1,123*		*58,691 73*		***71,029.75***	*12,338.02*	***2,473***	*3 47*
MCKESSON CORPORATION COM	MCK	02/05/09	156	45.3184	7,069.68	62.0200	9,675.12	2,605.44	75	77
		05/07/09	690	39.5704	27,303 58	62.0200	42,793.80	15,490.22	332	.77
		11/04/09	449	60.5600	27,191 44	62.0200	27,846 98	655.54	216	.77
Subtotal			*1,295*		*61,564 70*		***80,315.90***	*18,751.20*	***623***	*77*
MICROSOFT CORP	MSFT	10/20/09	1,524	26 2354	39,982 75	29.4100	44,820 84	4,838 09	793	1.76
		11/04/09	2,020	27.7600	56,075 20	29 4100	59,408 20	3,333.00	1,051	1 76
Subtotal			*3,544*		*96,057 95*		***104,229.04***	*8,171.09*	***1,844***	*1 76*
PEPSICO INC	PEP	11/28/06	774	61 6041	47,681 59	62.2200	48,158.28	476.69	1,394	2.89
		01/31/08	225	66.7900	15,027 75	62.2200	13,999.50	(1,028.25)	406	2.89
Subtotal			*999*		*62,709 34*		***62,157.78***	*(551.56)*	***1,800***	*2 89*

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

October 31, 2009 - November 30, 2009

EQUITIES (continued) *Description*	*Symbol*	*Acquired*	*Quantity*	*Unit Cost Basis*	*Total Cost Basis*	*Estimated Market Price*	*Estimated Market Value*	*Unrealized Gain/(Loss)*	*Estimated Annual Income*	*Current Yield%*
PPL CORPORATION	PPL	10/22/08	78	30.0762	2,345.95	30.5200	2,380.56	34.61	108	4.52
		05/12/09	1,059	32 2081	34,108 38	30.5200	32,320.68	(1,787 70)	1,462	4.52
Subtotal			*1,137*		*36,454 33*		***34,701.24***	*(1,753 09)*	***1,570***	*4 52*
QUEST DIAGNOSTICS INC	DGX	02/13/09	340	51 7300	17,588 21	57.9400	19,699.60	2,111.39	137	.69
		06/08/09	440	51.3477	22,592 99	57 9400	25,493.60	2,900 61	177	69
Subtotal			*780*		*40,181 20*		***45,193.20***	*5,012.00*	***314***	*.69*
ROYAL DUTCH SHEL PLC *SPONS ADR B*	RDSB	09/25/09	1,443	56.4055	81,393.14	57.8400	**83,463.12**	2,069.98	**4,849**	5.80
STAPLES INC	SPLS	03/06/09	932	14.5941	13,601.71	23.3200	21,734.24	8,132.53	308	1.41
		09/15/09	856	22.6594	19,396.53	23.3200	19,961.92	565.39	283	1 41
Subtotal			*1,788*		*32,998 24*		***41,696.16***	*8,697.92*	***591***	*1.41*
TELEFONICA SA SPAIN ADR	TEF	04/29/09	138	58.6045	8,087 43	86.6300	11,954.94	3,867.51	476	3.97
		05/04/09	616	58.9243	36,297 37	86 6300	53,364.08	17,066.71	2,124	3.97
Subtotal			*754*		*44,384.80*		***65,319.02***	*20,934.22*	***2,600***	*3 97*
TEXAS INSTRUMENTS	TXN	07/29/09	1,607	24.0200	38,600.14	25.2900	40,641.03	2,040.89	772	1.89
		10/20/09	1,811	23.9800	43,427 78	25 2900	45,800.19	2,372.41	870	1.89
Subtotal			*3,418*		*82,027 92*		***86,441.22***	*4,413 30*	***1,642***	*1.89*
TIME WARNER INC SHS	TWX	10/10/08	1,244	22.2665	27,699 59	30.7200	38,215.68	10,516.09	933	2.44
		05/04/09	223	24.2895	5,416 56	30.7200	6,850 56	1,434 00	168	2 44
Subtotal			*1,467*		*33,116 15*		***45,066.24***	*11,950 09*	***1,101***	*2 44*
TORCHMARK CORP COM	TMK	02/17/09	517	27.1014	14,011 43	43 4800	**22,479.16**	8,467.73	**311**	1.37
UNITED TECHS CORP COM	UTX	07/16/08	373	60 6787	22,633 16	67.2400	25,080 52	2,447 36	575	2 29
		01/22/09	673	48.1183	32,383 68	67.2400	45,252.52	12,868.84	1,037	2.29
Subtotal			*1,046*		*55,016 84*		***70,333.04***	*15,316 20*	***1,612***	*2 29*
WADDELL & REED FINL A	WDR	02/13/09	607	16 7500	10,167.26	29.1300	17,681.91	7,514.65	462	2.60
		09/15/09	1,647	25 8599	42,591.26	29.1300	47,977.11	5,385.85	1,252	2.60
Subtotal			*2,254*		*52,758 52*		***65,659.02***	*12,900 50*	***1,714***	*2.60*

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

October 31, 2009 - November 30, 2009

EQUITIES (continued) *Description*	*Symbol*	*Acquired*	*Quantity*	*Unit Cost Basis*	*Total Cost Basis*	*Estimated Market Price*	*Estimated Market Value*	*Unrealized Gain/(Loss)*	*Estimated Annual Income*	*Current Yield%*
WALGREEN CO	WAG	02/13/09	1,248	27 2700	34,032 97	38.8900	48,534.72	14,501.75	687	1 41
		11/04/09	782	38.7000	30,263.40	38.8900	30,411.98	148.58	431	1.41
Subtotal			*2,030*		*64,296 37*		***78,946.70***	*14,650 33*	***1,118***	*1 41*
WASTE MANAGEMENT INC NEW	WM	04/16/08	1,088	34 5816	37,624.79	32.8400	35,729.92	(1,894.87)	1,262	3.53
		01/22/09	1,013	31 7997	32,213 10	32.8400	33,266.92	1,053.82	1,175	3.53
		07/27/09	561	29.3491	16,464.90	32.8400	18,423.24	1,958.34	651	3 53
Subtotal			*2,662*		*86,302 79*		***87,420.08***	*1,117.29*	***3,088***	*3 53*
TOTAL					1,614,083.97		**1,848,459.57**	234,375.60	**45,307**	2.45
TOTAL PRINCIPAL INVESTMENTS					1,788,024.62		**2,022,400.22**	234,375.60	**45,429**	2.25

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF INCOME INVESTMENTS

CASH/MONEY ACCOUNTS *Description*	*Quantity*	*Total Cost Basis*	*Estimated Market Price*	*Estimated Market Value*	*Estimated Annual Income*	*Est. Annual Yield%*
CASH	0 97	0.97		**.97**		
CMA MONEY FUND	3,476.00	3,476 00	1 0000	**3,476.00**	**2**	07
TOTAL		3,476.97		**3,476.97**	**2**	.07
TOTAL INCOME INVESTMENTS		3,476 97		**3,476.97**	**2**	07

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF INCOME INVESTMENTS

October 31, 2009 - November 30, 2009

LONG PORTFOLIO	Adjusted/Total Cost Basis	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
TOTAL PRINCIPAL/INCOME INVESTMENTS	1,791,501.59	**2,025,877.19**	234,375.60		**45,431**	2 24

YOUR TRUST MANAGEMENT ACCOUNT TRANSACTIONS

DIVIDENDS/INTEREST INCOME TRANSACTIONS

Date	Transaction Type	Quantity	Description	Income Cash	Principal Cash	Income Year To Date
	Subtotal (Tax-Exempt Dividends)					*497.86*
11/02	Dividend		GENERAL MILLS DIVIDEND HOLDING 953 0000 PAY DATE 11/02/2009	447.91		
11/02	Dividend		WADDELL & REED FINL A DIVIDEND HOLDING 3167.0000 PAY DATE 11/02/2009	601.73		
11/03	Rpt Fgn Div		SMITH-NPHW PLC SPADR NEW RPT FGN DIV HOLDING 458.0000 PAY DATE 11/03/2009	125.03		
11/09	Dividend		AIR PRODUCTS&CHEM DIVIDEND HOLDING 595.0000 PAY DATE 11/09/2009	267.75		
11/16	Dividend		TEXAS INSTRUMENTS DIVIDEND HOLDING 3418.0000 PAY DATE 11/16/2009	410.16		
11/20	Rpt Fgn Div		TELEFONICA SA SPAIN ADR RPT FGN DIV	1,676.96		

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

October 31, 2009 - November 30, 2009

CASH/MONEY ACCOUNTS Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est. Annual Yield%
CASH	0.18	0.18		**.18**		
CMA MONEY FUND	368 00	368.00	1.0000	**368.00**		.07
TOTAL		368.18		**368.18**		07

EQUITIES Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
BARD C R INC	BCR	N/A	10,000	N/A	N/A	82.2100	**822,100.00**		**6,800**	.82
TOTAL							**822,100.00**		**6,800**	83
TOTAL PRINCIPAL INVESTMENTS					368.18		**822,468.18**		**6,800**	.83

RESEARCH RATINGS

Security	Symbol	BAS-ML Research Rating	IPR Rating*	IPR Rating*	Jaywalk Consensus Rating SELL HOLD BUY
BARD C R INC	BCR	A-1-7	No Coverage	Buy -Standard & Poor's	1 45

PLEASE REFER TO THE BACK OF YOUR STATEMENT FOR A GUIDE TO YOUR BAS-ML RESEARCH AND IPR RATINGS.

Total values exclude N/A items

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF INCOME INVESTMENTS

CASH/MONEY ACCOUNTS Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est Annual Yield%
CASH	0.80	0 80		**.80**		
CMA MONEY FUND	8,551 00	8,551 00	1 0000	**8,551.00**	**6**	.07
TOTAL		8,551.80		**8,551.80**	**6**	.07
TOTAL INCOME INVESTMENTS		8,551 80		**8,551.80**	**5**	.07

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CUSTODY

Account Number 859-74D98

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF INCOME INVESTMENTS

October 31, 2009 - November 30, 2009

LONG PORTFOLIO	Adjusted/Total Cost Basis	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
TOTAL PRINCIPAL/INCOME INVESTMENTS	8,919.98	**831,019.98**			**6,806**	.82

YOUR TRUST MANAGEMENT ACCOUNT TRANSACTIONS

DIVIDENDS/INTEREST INCOME TRANSACTIONS

Date	Transaction Type	Quantity	Description	Income Cash	Principal Cash	Income Year To Date
11/06	Dividend		BARD C R INC DIVIDEND HOLDING 10000.0000 PAY DATE 11/06/2009	1,700 00		
11/30	Cash Dividend		CMA MONEY FUND DIVIDEND PAY DATE 11/27/2009 FROM 10-30 THRU 11-27	.47		
	Subtotal (Taxable Dividends)			1,700 47		6,634 83
	NET TOTAL			**1,700.47**		**6,634.83**

YOUR TRUST MANAGEMENT ACCOUNT MONEY FUND TRANSACTIONS

Date	Description	Income	Principal	Date	Description	Income	Principal
11/02	CMA MONEY FUND SUBSCRIPTION	(1 00)		11/09	CMA MONEY FUND SUBSCRIPTION	(1,700 00)	
	NET TOTAL					**(1,701.00)**	

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

October 31, 2009 - November 30, 2009

CASH/MONEY ACCOUNTS Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est Annual Yield%
CASH	0 04	0.04		**.04**		
CMA MONEY FUND	170,893.00	170,893 00	1.0000	**170,893.00**	**120**	.07
TOTAL		170,893.04	.	**170,893.04**	**120**	07

GOVERNMENT AND AGENCY SECURITIES [1] Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
Δ U.S. TREASURY NOTE *4 000% APR 15 2010 CUSIP 912828DR8* *ORIGINAL UNIT/TOTAL COST 100 5312/75,398 44*	06/20/05	75,000	75,030 21	101.4260	76,069.50	1,039.29	354.40	3,000	3.94
U.S. TREASURY NOTE	03/06/06	138,000	134,113 36	101.4260	139,967.88	5,854.52	652.09	5,520	3.94
Subtotal		*213,000*	*209,143 57*		***216,037.38***	*6,893 81*	*1,006 49*	***8,520***	*3 94*
U.S. TREASURY NOTE *4 500% APR 30 2012 CUSIP 912828GQ7*	05/09/07	120,000	119,770.31	108 7890	**130,546.80**	10,776.49	402 76	**5,400**	4.13
FNMA P254988 04%2013 *AMORTIZED FACTOR 0 22155310 AMORTIZED VALUE 88 622* *CUSIP 3137 LF53*	11/18/03	400,000	89,646.81	102 9757	91,259 25	1,612 44	284 00	3,545	3.88
FNMA P254988 04%2013 *AMORTIZED VALUE 27,694*	12/01/03	125,000	27,607.86	102 9757	28,518.51	910.65	88.75	1,108	3.88
Subtotal		*525,000*	*117,254 67*		***119,777.76***	*2,523.09*	*372.75*	***4,653***	*3 88*
FNMA P254589 05 50% 2023 *AMORTIZED FACTOR 0 197918020 AMORTIZED VALUE 103,906* *CUSIP 31371KXS5*	06/19/06	525,000	101,698 94	107 6195	**111,824.15**	10,125.21	462.00	**5,715**	5.11
FHLMC C9 0653 05%2023 *AMORTIZED FACTOR 0 322687080 AMORTIZED VALUE 112,940* *CUSIP. 31335HWN9*	04/11/03	350,000	115,022 82	105.5021	**119,154.57**	4,131.75	455.00	**5,647**	4.73
Δ U.S. TREASURY BOND *06 250% AUG 15 2023 CUSIP 912810EQ7* *ORIGINAL UNIT/TOTAL COST 115 2695/207,485 16*	05/09/07	180,000	204,458 12	126.6880	**228,038.40**	23,580.28	3,179 35	**11,250**	4.93

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

October 31 2009 - November 30, 2009

GOVERNMENT AND AGENCY SECURITIES [1] (continued) Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
GNM P592598 05 50%2033 *AMORTIZED FACTOR 0 185898540 AMORTIZED VALUE 55 769* *CUSIP 362011KK2*	04/17/03	300,000	57,512.36	107.2626	**59,819.88**	2,307.52	246.00	**3,068**	5.12
FHLMC G0 8022 06%2034 *AMORTIZED FACTOR 0 36796307O AMORTIZED VALUE 137,986* *CUSIP 3128MJAY6*	11/30/04	375,000	142,643 18	108 0136	**149,043.80**	6,400.62	667.50	**8,280**	5.55
FHLMC G0 8047 06%2035 *AMORTIZED FACTOR 0 412800270 AMORTIZED VALUE 144,480* *CUSIP 3128MJBR0*	05/12/05	350,000	148,317 84	108.0136	**156,058.15**	7,740.31	700.00	**8,669**	5 55
FNMA P863006 06 50%2035 *AMORTIZED FACTOR 0 253714050 AMORTIZED VALUE 101 485* *CUSIP 31408WYB2*	11/10/05	400,000	104,244 76	108.3261	**109,935.41**	5,690.65	532.00	**6,597**	6.00
TOTAL		3,338,000	1,320,066.57		**1,400,236.30**	80,169.73	8,023.85	**67,799**	4.84

CORPORATE BONDS Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
Δ BERKSHIRE HATHAWAY FIN *COMPANY GUARNT GI B 04 200% DEC 15 2010* *MOODY'S AA2 S&P AAA CUSIP 084664AF8* *ORIGINAL UNIT/TOTAL COST 103 6500/103 650.00*	12/24/08	100,000	101,958.22	103.7500	**103,750.00**	1,791.78	1,890.00	**4,200**	4.04
Δ NM GENL ELEC CAP CORP BE *SER MTNA GI B 05 125% FEB 22 2011* *MOODY'S AA2 S&P AA+ CUSIP 36962GWB6* *ORIGINAL UNIT/TOTAL COST 104 5010/104,501 00*	12/24/08	100,000	102,611.19	105.8240	**105,824.00**	3,212.81	1,616.32	**6,125**	5.78
Δ NEW YORK COMMUNITY BANK *FDIC TLGP GUARANTEED 03 000% DEC 16 2011* *MOODY S AAA S&P AAA CUSIP 64944QAA5* *ORIGINAL UNIT/TOTAL COST 102.6770/205,354 00*	12/24/08	200,000	203,727.72	103 6240	**207,248.00**	3,520.28	2,683.33	**6,000**	2.89
TOTAL		400,000	408,297.13		**416,822.00**	8,524.87	6,189.65	**16,325**	3.92

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

October 31, 2009 - November 30, 2009

CORPORATE BONDS (continued) Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
TOTAL PRINCIPAL INVESTMENTS			1,899,256.74		**1,987,951.34**	88,694.60	14,213.50	**84,243**	4.24

PLEASE REFER TO NOTES BELOW FOR INFORMATION REGARDING CREDIT RATINGS.

Notes

Δ Debt Instruments purchased at a premium show amortization θ Debt Instruments purchased at a discount show accretion

[1] Some agency securities are not backed by the full faith and credit of the United States government.

For Credit Ratings: S&P and Moody's provide credit ratings on the credit quality of certain bonds and preferred stocks For a credit enhanced security, Moody's and S&P publish and provide third party vendors the higher of the rating on the credit enhancer (guarantor) or the stand alone rating on the underlying security.

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF INCOME INVESTMENTS

CASH/MONEY ACCOUNTS Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est Annual Yield%
CASH	0.69	0.69		**.69**		
CMA MONEY FUND	3,448 00	3,448 00	1 0000	**3,448.00**	**2**	.07
TOTAL		3,448.69		**3,448.69**	**2**	.07
TOTAL INCOME INVESTMENTS		3,448.69		**3,448.69**	**2**	.07

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PIA FIXED Account Number: 859-74D99

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF INCOME INVESTMENTS

October 31, 2009 - November 30, 2009

LONG PORTFOLIO	Adjusted/Total Cost Basis	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
TOTAL PRINCIPAL/INCOME INVESTMENTS	1,902,705.43	**1,991,400.03**	88,694.60	14,213.50	**84,246**	4.23

YOUR TRUST MANAGEMENT ACCOUNT TRANSACTIONS

DIVIDENDS/INTEREST INCOME TRANSACTIONS

Date	Transaction Type	Quantity	Description	Income Cash	Principal Cash	Income Year To Date
11/02	Interest Credit		U.S TREASURY NOTE 4.500% APR 30 2012 INTEREST CREDIT PAY DATE 10/31/2009	2,700 00		
11/16	Interest Credit		GNM P592598 05 50%2033 INTEREST CREDIT PAY DATE 11/15/2009	262.71		
11/16	Interest Credit		FHLMC C9 0653 05%2023 INTEREST CREDIT PAY DATE 11/15/2009	480.39		
11/16	Interest Credit		FHLMC G0 8022 06%2034 INTEREST CREDIT PAY DATE 11/15/2009	702.69		
11/16	Interest Credit		FHLMC G0 8047 06%2035 INTEREST CREDIT PAY DATE 11/15/2009	728.85		
11/25	Interest Credit		FNMA P254589 05 50% 2023 INTEREST CREDIT PAY DATE 11/25/2009	486 58		
11/25	Interest Credit		FNMA P254988 04%2013 INTEREST CREDIT PAY DATE 11/25/2009	402.02		

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

October 31, 2009 - November 30, 2009

CASH/MONEY ACCOUNTS Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est Annual Yield%
CMA MONEY FUND	102,415.00	102,415.00	1.0000	**102,415.00**	**72**	.07

EQUITIES Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
ABB LTD SPON ADR	ABB	02/02/09	146	12.2720	1,791.72	18.3600	2,680.56	888.84		
		03/31/09	844	13.9500	11,773.80	18.3600	15,495.84	3,722.04		
		10/27/09	468	20.7398	9,706.27	18.3600	8,592.48	(1,113.79)		
Subtotal			*1,458*		*23,271 79*		***26,768.88***	*3,497.09*		
AFFILIATED MANAGERS GRP	AMG	06/22/09	319	54 7826	17,475.68	65.2100	20,801.99	3,326.31		
		09/15/09	204	67 0600	13,680 24	65.2100	13,302.84	(377.40)		
Subtotal			*523*		*31,155 92*		***34,104.83***	*2,948 91*		
ALLERGAN INC	AGN	02/05/09	192	39 6019	7,603 57	58.1300	11,160 96	3,557.39	39	34
		03/31/09	127	47 6400	6,050 28	58.1300	7,382.51	1,332.23	26	.34
Subtotal			*319*		*13,653.85*		***18,543.47***	*4,889 62*	***65***	*.34*
ALTERA CORP COM	ALTR	01/22/09	447	14.9182	6,668.44	21.0300	9,400.41	2,731.97	90	.95
		03/31/09	747	17.7325	13,246.25	21.0300	15,709.41	2,463.16	150	95
Subtotal			*1,194*		*19,914 69*		***25,109.82***	*5,195 13*	***240***	*95*
AMERICA MOVIL SAB DE CV	AMX	01/20/09	3	28 0866	84 26	48.3800	145.14	60.88	4	2 51
ADR		03/31/09	265	27.3100	7,237.15	48.3800	12,820.70	5,583.55	323	2 51
		09/15/09	211	46.1400	9,735.54	48.3800	10,208.18	472.64	257	2.51
Subtotal			*479*		*17,056 95*		***23,174.02***	*6,117 07*	***584***	*2 51*
ARCH CAPITAL GRP LTD BM	ACGL	03/31/09	81	52.7701	4,274 38	69.9000	5,661.90	1,387.52		
		07/27/09	240	62.8355	15,080 54	69.9000	16,776.00	1,695.46		
Subtotal			*321*		*19,354 92*		***22,437.90***	*3,082 98*		
AVON PROD INC	AVP	02/04/09	181	20.9299	3,788 32	34.2500	6,199.25	2,410.93	153	2.45
		03/31/09	401	19.0600	7,643.06	34 2500	13,734.25	6,091.19	337	2.45
		09/16/09	443	32.4690	14,383 81	34.2500	15,172.75	788.94	373	2.45
Subtotal			*1,025*		*25,815 19*		***35,106.25***	*9,291.06*	***863***	*2 45*

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PIA GROWTH

Account Number: 859-26829

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

October 31, 2009 - November 30, 2009

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
BROADCOM CORP CALIF CL A	BRCM	01/22/09	67	16.1313	1,080.80	29.2000	1,956.40	875.60		
		03/31/09	764	20.4107	15,593.85	29.2000	22,308.80	6,714.95		
		10/27/09	625	27.4508	17,156.75	29.2000	18,250.00	1,093.25		
Subtotal			*1,456*		*33,831 40*		***42,515.20***	*8,683 80*		
CHESAPEAKE ENERGY OKLA	CHK	02/05/09	97	17.7192	1,718.77	23.9200	2,320.24	601.47	30	1.25
		03/31/09	803	17.7700	14,269.31	23.9200	19,207.76	4,938.45	241	1.25
Subtotal			*900*		*15,988 08*		***21,528.00***	*5,539.92*	***271***	*1.25*
CHINA PETE CHEM SPN ADR	SNP	09/25/09	254	86.3931	21,943.87	83 6800	**21,254.72**	(689.15)	**526**	2.47
COSTCO WHOLESALE CRP DEL	COST	09/18/09	576	58.0184	33,418.60	59.9100	**34,508.16**	1,089.56	**415**	1.20
COVIDIEN PLC SHS	COV	11/12/09	685	44.1851	30,266.86	46.8200	**32,071.70**	1,804.84	**494**	1.53
CVS CAREMARK CORP	CVS	01/22/09	159	26.3999	4,197.59	31.0100	4,930.59	733.00	49	.98
		03/31/09	317	27.4431	8,699.49	31.0100	9,830.17	1,130.68	97	98
		09/16/09	435	36.6091	15,925.00	31.0100	13,489.35	(2,435.65)	133	.98
Subtotal			*911*		*28,822 08*		***28,250.11***	*(571 97)*	***279***	*98*
DANAHER CORP DEL COM	DHR	03/31/09	187	53.9400	10,086.78	70.9200	13,262.04	3,175.26	23	.16
		09/16/09	312	68.0684	21,237.37	70.9200	22,127.04	889.67	38	.16
Subtotal			*499*		*31,324 15*		***35,389.08***	*4,064 93*	***61***	*16*
DEVON ENERGY CORP NEW	DVN	09/15/09	300	66.7400	20,022.01	67.3500	**20,205.00**	182.99	**193**	.95
DISCOVERY COMMUNICATN	DISCA	02/05/09	87	13 5095	1,175 33	31.9500	2,779 65	1,604 32		
INC SERIES A		03/31/09	644	16.0800	10,355 52	31.9500	20,575.80	10,220.28		
		10/27/09	292	29 3170	8,560.59	31 9500	9,329.40	768.81		
Subtotal			*1,023*		*20,091 44*		***32,684.85***	*12,593 41*		
DONALDSON CO INC	DCI	09/15/09	545	36 1800	19,718 10	42 5000	**23,162.50**	3,444 40	**251**	1 08
GILEAD SCIENCES INC COM	GILD	11/12/09	643	47 2216	30,363 49	46 1100	**29,648.73**	(714 76)		
GOOGLE INC CL A	GOOG	10/10/08	3	334.0833	1,002 25	583.0000	1,749.00	746.75		
		02/17/09	22	342.0659	7,525 45	583 0000	12,826.00	5,300.55		
		03/31/09	23	349.4900	8,038.27	583.0000	13,409.00	5,370.73		
Subtotal			*48*		*16,565 97*		***27,984.00***	*11,418 03*		

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

October 31, 2009 - November 30, 2009

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
HEWLETT PACKARD CO DEL	HPQ	11/11/08	97	33.4682	3,246.42	49.0600	4,758.82	1,512.40	32	.65
		02/17/09	255	34.9292	8,906.97	49.0600	12,510.30	3,603.33	82	65
		03/31/09	197	32.3800	6,378.86	49.0600	9,664.82	3,285.96	64	.65
Subtotal			*549*		*18,532 25*		***26,933.94***	*8,401.69*	***178***	*65*
HONEYWELL INTL INC DEL	HON	02/04/09	106	32.4483	3,439.53	38.4700	4,077.82	638.29	129	3.14
		03/31/09	271	27.9763	7,581.58	38.4700	10,425.37	2,843.79	328	3.14
		09/16/09	228	39.5396	9,015 03	38 4700	8,771.16	(243.87)	276	3.14
Subtotal			*605*		*20,036 14*		***23,274.35***	*3,238.21*	***733***	*3 14*
MCAFEE INC	MFE	04/28/09	223	36.8434	8,216.08	38.1500	8,507.45	291.37		
		05/11/09	535	38.8614	20,790.85	38.1500	20,410.25	(380.60)		
Subtotal			*758*		*29,006 93*		***28,917.70***	*(89 23)*		
MCKESSON CORPORATION COM	MCK	11/05/08	14	38.5864	540.21	62.0200	868.28	328.07	7	'.77
		02/05/09	84	45.4872	3,820.93	62 0200	5,209.68	1,388.75	41	.77
		03/11/09	126	41.8500	5,273.10	62.0200	7,814.52	2,541.42	61	77
		03/31/09	227	35.0700	7,960.89	62.0200	14,078.54	6,117.65	109	.77
		11/04/09	32	60.5600	1,937.92	62.0200	1,984.64	46.72	16	77
Subtotal			*483*		*19,533 05*		***29,955.66***	*10,422.61*	***234***	*.77*
MONSANTO CO NEW DEL COM	MON	02/04/09	119	79.4870	9,458.96	80.7500	9,609.25	150.29	127	1 31
		03/31/09	106	83 5200	8,853 12	80.7500	8,559.50	(293 62)	113	1.31
		09/15/09	200	78 0900	15,618.00	80.7500	16,150.00	532.00	212	1.31
Subtotal			*425*		*33,930 08*		***34,318.75***	*388.67*	***452***	*1.31*
NBTY INC	NTY	11/24/09	723	42.7200	30,886.56	40.1400	**29,021.22**	(1,865.34)		
ORACLE CORP $0 01 DEL	ORCL	03/31/09	70	18 0001	1,260.01	22 0800	1,545.60	285 59	14	.90
		06/22/09	987	20 0303	19,770 00	22.0800	21,792.96	2,022.96	198	.90
Subtotal			*1,057*		*21,030 01*		***23,338.56***	*2,308 55*	***212***	*90*
PETROLEO BRAS SA ADR	PBRA	09/25/09	584	37 7292	22,033 91	45.0600	**26,315.04**	4,281.13	**208**	78
PETSMART INC	PETM	06/01/09	175	20.9951	3,674.15	25.7400	4,504.50	830.35	70	1.55
		09/15/09	858	21 4700	18,421 26	25.7400	22,084.92	3,663.66	344	1.55
Subtotal			*1,033*		*22,095 41*		***26,589.42***	*4,494 01*	***414***	*1 55*

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

October 31, 2009 - November 30, 2009

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
QUEST DIAGNOSTICS INC	DGX	01/22/09	221	47.6190	10,523 81	57.9400	12,804.74	2,280.93	89	.69
		03/31/09	194	47.4700	9,209.18	57.9400	11,240.36	2,031.18	78	.69
Subtotal			*415*		*19,732 99*		***24,045.10***	*4,312 11*	***167***	*.69*
SALESFORCE COM INC	CRM	03/31/09	27	32.8203	886 15	62.6800	1,692.36	806.21		
		05/26/09	368	35.8301	13,185.51	62 6800	23,066.24	9,880.73		
Subtotal			*395*		*14,071 66*		***24,758.60***	*10,686 94*		
URBAN OUTFITTERS INC	URBN	11/11/09	625	32.1183	20,073.94	31.6400	19,775.00	(298.94)		
		11/12/09	315	31.9191	10,054.52	31.6400	9,966.60	(87.92)		
Subtotal			*940*		*30,128.46*		***29,741.60***	*(386 86)*		
URS CORP NEW COM	URS	01/22/09	59	35.3811	2,087 49	41 5500	2,451.45	363.96		
		02/05/09	49	34.4351	1,687.32	41.5500	2,035.95	348.63		
		03/31/09	348	40.2400	14,003.52	41.5500	14,459.40	455.88		
		07/27/09	181	49.6239	8,981.93	41.5500	7,520.55	(1,461.38)		
		09/16/09	136	44.8599	6,100.95	41.5500	5,650.80	(450.15)		
Subtotal			*773*		*32,861.21*		***32,118.15***	*(743.06)*		
TOTAL					766,458.02		**893,775.31**	127,317 29	**6,840**	.77
TOTAL PRINCIPAL INVESTMENTS					868,873.02		**996,190.31**	127,317.29	**6,912**	.69

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF INCOME INVESTMENTS

CASH/MONEY ACCOUNTS Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est Annual Yield%
CASH	16.95	16.95		**16.95**		
CMA MONEY FUND	7,221.00	7,221.00	1.0000	**7,221.00**	5	.07
TOTAL		7,237 95		**7,237.95**	**5**	.07
TOTAL INCOME INVESTMENTS		7,237.95		**7,237.95**	**5**	07

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF INCOME INVESTMENTS

October 31, 2009 - November 30, 2009

LONG PORTFOLIO	Adjusted/Total Cost Basis	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
TOTAL PRINCIPAL/INCOME INVESTMENTS	876,110.97	**1,003,428.26**	127,317.29		**6,917**	.69

YOUR TRUST MANAGEMENT ACCOUNT TRANSACTIONS

DIVIDENDS/INTEREST INCOME TRANSACTIONS

Date	Transaction Type	Quantity	Description	Income Cash	Principal Cash	Income Year To Date
11/03	Dividend		CVS CAREMARK CORP DIVIDEND HOLDING 911.0000 PAY DATE 11/03/2009	69 46		
11/03	Rpt Fgn Div		SMITH-NPHW PLC SPADR NEW RPT FGN DIV HOLDING 495.0000 PAY DATE 11/03/2009	135.14		
11/04	Dividend		ORACLE CORP $0.01 DEL DIVIDEND HOLDING 1057.0000 PAY DATE 11/04/2009	52.85		
11/06	Dividend		COSTCO WHOLESALE CRP DEL DIVIDEND HOLDING 576.0000 PAY DATE 11/06/2009	103.68		
11/13	Dividend		PETSMART INC DIVIDEND HOLDING 1033.0000 PAY DATE 11/13/2009	103.30		
11/30	Dividend		ALLERGAN INC DIVIDEND	15.95		

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YOUR EMA BANK DEPOSIT INTEREST SUMMARY

October 31, 2009 - November 30, 2009

Money Account Description	*Opening Balance*	*Average Deposit Balance*	*Current Yield%*	*Interest on Deposits*	*Closing Balance*
FIA Card Services, N A.	8,601	9,676	.25	2.01	**9,992**
Bank of America RI, N A	4	4	.25	0.00	**4**
TOTAL *ML Bank Deposit Program*	8,605			2.01	**9,996**

YOUR EMA ASSETS

CASH/MONEY ACCOUNTS *Description*	*Quantity*	*Total Cost Basis*	*Estimated Market Price*	*Estimated Market Value*	*Estimated Annual Income*	*Est Annual Yield%*
CASH	0 05	0.05		**.05**		
ML BANK DEPOSIT PROGRAM	9,996.00	9,996.00	1.0000	**9,996.00**	**25**	.25
TOTAL		9,996.05		**9,996.05**	**25**	.25

CORPORATE BONDS *Description*	*Acquired*	*Quantity*	*Adjusted/Total Cost Basis*	*Estimated Market Price*	*Estimated Market Value*	*Unrealized Gain/(Loss)*	*Estimated Accrued Interest*	*Estimated Annual Income*	*Current Yield%*
Δ GOLDMAN SACHS GROUP LP *GLB 05 000% OCT 01 2014* *MOODY'S A1 S&P A CUSIP 38143UAW1* *ORIGINAL UNIT/TOTAL COST 100 5080/100 508 00*	05/19/09	100,000	100,463.01	106.3380	**106,338.00**	5,874.99	777.78	**5,000**	4.70
WACHOVIA CORP *GLB 05 750% JUN 15 2017* *MOODY'S A1 S&P AA- CUSIP. 929903DT6*	06/23/09	50,000	49,853.75	105.1870	**52,593.50**	2,739 75	1,293.75	**2,875**	5.46
MORGAN STANLEY *SER MTN GLB 06.250% AUG 28 2017* *MOODY'S A2 S&P A CUSIP 61744 6Y71*	06/23/09	100,000	98,983.30	107 0650	**107,065.00**	8,081.70	1,510.42	**6,250**	5 83
GENERAL ELEC CAP CORP *SER MTN 05 550% MAY 04 2020* *MOODY'S AA2 S&P AA+ CUSIP 36962G2I0*	04/15/09	50,000	44,034.84	102.6680	**51,334.00**	7,299 16	177.29	**2,775**	5.40
TOTAL		300,000	293,334.90		**317,330.50**	23,995.60	3,759.24	**16,900**	5.33

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THE WILLITS FOUNDATION Account Number: 859-04B91

YOUR EMA ASSETS

October 31, 2009 - November 30, 2009

MUNICIPAL BONDS Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
Δ WATERBURY CONN PENSION	09/14/09	100,000	103,990.68	102.8660	**102,866.00**	(1,124.68)	1,378.42	**7,089**	6.89
LT TAXABLE SI P09 07 089%DEC01 38									
*MOODY'S *** S&P A CUSIP: 941247N20*									
ORIGINAL UNIT/TOTAL COST 104 0000/104,000 00									
TOTAL		100,000	103,990.68		**102,866.00**	(1,124.68)	1,378.42	**7,089**	6.89

PLEASE REFER TO NOTES BELOW FOR INFORMATION REGARDING CREDIT RATINGS.

MUTUAL FUNDS/CLOSED END FUNDS/UIT Description	Quantity	Total Client Investment	Cumulative Investment Return	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
AMERICAN EURO PACIFIC	9,620	245,680	124,786	399,067.18	38 5100	**370,466.20**	(28,600.98)	**7,475**	2 01
GROWTH CL A									
SYMBOL AEPGX Initial Purchase 03/28/06	*1340 Fractional Share*			*N/A*	*38 5100*	**5.16**	*N/A*	**1**	*2 01*
Equity 100%									
BLACKROCK INFLATION	14,311	149,992	6,426	151,393.25	10.9300	**156,419.23**	5,025.98	**1,646**	1.05
PROTECTED BD PORT CL A									
SYMBOL BPRAX Initial Purchase 07/01/09	*5470 Fractional Share*			*N/A*	*10 9300*	**5.97**	*N/A*	**1**	*1 05*
Fixed Income 100%									
JP MORGAN HIGHBRIDGE	36,118	574,998	(9,751)	574,998.55	15.6500	**565,246.70**	(9,751.85)	**289**	.05
STAT MRKT NEUTRL FD CL C									
SYMBOL HSKCX Initial Purchase 03/30/09	*0900 Fractional Share*			*N/A*	*15 6500*	**1.40**	*N/A*		*.05*
Equity 100%									
Subtotal (Fixed Income)						*156,425.20*			
Subtotal (Equities)						*935,719.46*			

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YOUR EMA ASSETS

October 31, 2009 - November 30, 2009

MUTUAL FUNDS/CLOSED END FUNDS/UIT

(continued) Description	Quantity	Total Client Investment	Cumulative Investment Return	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
TOTAL			121,461	1,125,458.98		**1,092,144.66**	(33,326.85)	**9,412**	.86

Total Client Investment: Cost of shares directly purchased and still held. Does not include shares purchased through reinvestment.
Cumulative Investment Return: Estimated Market Value minus Total Client Investment. Cumulative Investment Return is the capital appreciation (depreciation) of all shares purchased, including shares purchased through reinvestment.

Unrealized Gain or (Loss): Estimated Market Value minus Total Cost Basis (total cost of shares directly purchased and still held, as well as cost of shares acquired through reinvestment) Provided for Tax Planning purposes only and is not applicable to retirement accounts.
Initial Purchase: Date of your initial investment in this fund.

Market Timing: Merrill Lynch's policies prohibit mutual fund market timing, which involves the purchase and sale of mutual fund shares within short periods of time with the intention of capturing short-term profits resulting from market volatility. Market timing may result in lower returns for long-term fund shareholders because market timers capture short-term gains that would otherwise pass to all shareholders and due to increased transaction costs and fewer assets for investment due to the need to retain cash to satisfy redemptions.

ALTERNATIVE INVESTMENTS

Description	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
GLOBAL MACRO TRUST LP	04/01/05	226	1090.0133	246,343.00	1,230.5200	278,097 52	78,381.32		
GLOBAL MACRO TRUST	03/01/08	240	1509.1667	362,200.00	1,230 5200	295,324.80	(4,051.20)		
GLOBAL MACRO TRUST	N/A	4	N/A	N/A	1,230.5200	4,922.08	N/A		
GLOBAL MACRO TRUST	N/A	4	N/A	N/A	1,230 5200	4,922 08	N/A		
GLOBAL MACRO TRUST	N/A	1	N/A	N/A	1,230 5200	1,230.52	N/A		
GLOBAL MACRO TRUST	N/A	1	N/A	N/A	1,230.5200	1,230.52	N/A		
Subtotal		*476*		608,543.00		***585,727.52***	*74,330 12*		
SPDR GOLD TRUST	02/02/09	2,000	90.7592	181,518.40	115.6400	231,280.00	49,761.60		
SPDR GOLD TRUST	03/18/09	2,000	88.4596	176,919 20	115.6400	231,280.00	54,360.80		
Subtotal		*4,000*		*358,437.60*		***462,560.00***	*104,122 40*		
1MTH GLOBAL MACRO TRUST	N/A	200	N/A	N/A	1.2305	246.10	N/A		
1MTH GLOBAL MACRO TRUST	N/A	399	N/A	N/A	1.2305	490.96	N/A		
1MTH GLOBAL MACRO TRUST	N/A	400	N/A	N/A	1.2305	492.20	N/A		
Subtotal		*999*				***1,229.26***			
TOTAL				966,980.60		**1,049,516.78**	178,452.52		

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THE WILLITS FOUNDATION Account Number: 859-04B91

YOUR EMA ASSETS

October 31, 2009 - November 30, 2009

LONG PORTFOLIO	*Adjusted/Total Cost Basis*	*Estimated Market Value*	*Unrealized Gain/(Loss)*	*Estimated Accrued Interest*	*Estimated Annual Income*	*Current Yield%*
TOTAL	2,499,761.00	**2,571,853.99**	167,996.59	5,137.66	**33,425**	1.30

Notes

Δ Debt Instruments purchased at a premium show amortization θ Debt Instruments purchased at a discount show accretion

*** Rating currently unavailable or not rated/unrated as provided by Rating Agency or recognized industry wide third party vendor source.

Total values exclude N/A items

For Credit Ratings: S&P and Moody's provide credit ratings on the credit quality of certain bonds and preferred stocks. For a credit enhanced security, Moody's and S&P publish and provide third party vendors the higher of the rating on the credit enhancer (guarantor) or the stand alone rating on the underlying security.

YOUR INSURANCE CONTRACTS

Life Insurance / Annuities	*Contract Value*	*Estimated Annual Payments*
ALLSTATE CHOICE RATE POLICY NUMBER ALL0201130 CONTRACT VALUE AS OF 11/25/09	**308,310**	
ALLSTATE CHOICE RATE POLICY NUMBER ALL0218807 CONTRACT VALUE AS OF 11/25/09	**540,451**	
TOTAL	**848,761**	

Insurance and annuity contracts are not held in your account.

Insurance and Annuity Products: - ARE NOT FDIC INSURED - ARE NOT BANK GUARANTEED - MAY LOSE VALUE - ARE NOT A BANK DEPOSIT - ARE NOT A CONDITION TO ANY BANKING SERVICE OR ACTIVITY - ARE NOT INSURED BY ANY FEDERAL GOVERNMENT AGENCY.

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WILLITS FOUNDATION

BANK OF AMERICA
CHECKING ACCOUNT
CLOSING BALANCES

FISCAL YEAR 12/01/08 - 11/30/09

MONTH END DATE	CLOSING BALANCE
December	$14,559.82
January	31,548.83
February	16,549.75
March	16,550.45
April	9,674.18
May	280,041.35
June	40,042.86
July	35,027.15
August	30,327.43
September	15,302.59
October	71,021.34
November	37,351.77
TOTAL	**$597,997.52**

AVERAGE MONTHLY CASH BALANCE **$49,833.13**

Bessemer Trust

Account Summary

Report dated November 30, 2009
Amortized tax cost
Settle date basis

9D7B79 WILLITS FOUNDATION IMA	Cost	Market value	Percent of account	Unrealized gain/(loss) amount	Unrealized gain/(loss) percent	Estimated annual income	Current yield
CASH AND SHORT TERM	$412,551	$412,551	6 4%	$0	0 0%	$618	0 15%
FIXED INCOME	$1,453,744	$1,497,718	23 4%	$2,290	0 2%	$44,727	2 99%
U S LARGE CAP	$1,287,495	$1,493,310	23 3%	$70,114	5 4%	$19,464	1 30%
NON-U S LARGE CAP	$636,000	$787,304	12 3%	$0	0 0%	$17 137	2 18%
GLOBAL SMALL & MID CAP	$756,899	$894,292	14 0%	$127,688	16 9%	$2,530	0 28%
GLOBAL OPPORTUNITIES	$912,842	$901,003	14 1%	($98,476)	(10.8%)	$30,033	3 33%
REAL RETURN/COMMODITIES	$460,648	$413,434	6 5%	($47,214)	(10 2%)	$10,062	2 43%
Total 9D7B79	**$5,920,179**	**$6,399,612**	**100 0%**	**$54,402**	**0.9%**	**$124,571**	**1 95%**

Market prices are updated nightly and therefore will not reflect pricing changes made intraday
As a result there may be instances where market price information may differ from other
Bessemer reporting systems that utilize finalized market prices

Report run on Dec 3 2009 by Administrator
Version GP8 4 1 0

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print	Name of Exempt Organization WILLITS FOUNDATION	**Employer identification number** 22-6063106
File by the extended due date for filing the return See instructions	Number, street, and room or suite no If a P O box, see instructions P O Box 1525	For IRS use only
	City, town or post office, state, and ZIP code For a foreign address, see instructions Pennington NJ 08534-1525	

Check type of return to be filed (File a separate application for each return)

[ ] Form 990	[X] Form 990-PF	[ ] Form 1041-A	[ ] Form 6069
[ ] Form 990-BL	[ ] Form 990-T (sec 401(a) or 408(a) trust)	[ ] Form 4720	[ ] Form 8870
[ ] Form 990-EZ	[ ] Form 990-T (trust other than above)	[ ] Form 5227	

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ MLTC, A DIVISION OF BANK OF AMERICA NA 1300 MERRILL LYNCH DRI

  Telephone No ▶ 609-274-6968 FAX No ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box ▶ [ ] If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until 10/15/2010

5 For calendar year ______, or other tax year beginning 12/1/2008, and ending 11/30/2009

6 If this tax year is for less than 12 months, check reason [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension More time is requested to acquire all information needed to complete and file an accurate return

8 a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	**8a**	$ 1,598
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	**8b**	$ 2,449
c	**Balance Due.** Subtract line 8b from line 8a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	**8c**	$ 0

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ▶ Title ▶ Date ▶