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

2008

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

For calendar year 2008, or tax year beginning DEC 1, 2008, and ending NOV 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  
**THE FULLERTON FOUNDATION**

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite  
**P. O. BOX 2208**

City or town, state, and ZIP code  
**GAFFNEY, SC 29342-2208**

A Employer identification number  
**57-0847444**

B Telephone number  
**864-489-6678**

C If exemption application is pending, check here ☐

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)  
**\$ 39,346,000.** (Part I, column (d) must be on cash basis)

J Accounting method ☒ Cash ☐ Accrual  
☐ Other (specify) \_\_\_\_\_

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	899,893.	923,237.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<2,379,204.>			STATEMENT 1
	b Gross sales price for all assets on line 6a	20,380,767.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	1,558.	45,412.		STATEMENT 3	
12 Total. Add lines 1 through 11	<1,477,753.>	968,649.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	218,996.	54,749.		164,247.
	14 Other employee salaries and wages	27,467.	6,867.		20,600.
	15 Pension plans, employee benefits	12,236.	3,059.		9,177.
	16a Legal fees STMT 4	810.	0.		810.
	b Accounting fees STMT 5	12,394.	3,099.		9,295.
	c Other professional fees STMT 6	189,381.	189,381.		0.
	17 Interest				
	18 Taxes STMT 7	23,535.	11,990.		11,545.
	19 Depreciation and depletion	13,508.	3,377.		
	20 Occupancy				
	21 Travel, conferences, and meetings	6,266.	0.		6,266.
	22 Printing and publications				
	23 Other expenses STMT 8	38,178.	135,182.		32,804.
	24 Total operating and administrative expenses. Add lines 13 through 23	542,771.	407,704.		254,744.
	25 Contributions, gifts, grants paid	1,953,903.			1,953,903.
26 Total expenses and disbursements. Add lines 24 and 25	2,496,674.	407,704.		2,208,647.	
27 Subtract line 26 from line 12	<3,974,427.>				
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)		560,945.			
c Adjusted net income (if negative, enter -0-)			N/A		

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

Form 990-PF (2008)

**Part II Balance Sheets**

Attached schedules and amounts in the description column should be for end-of-year amounts only.

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing	13,904.	38,065.	38,065.
	2 Savings and temporary cash investments	1,266,176.	4,450,279.	4,450,279.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 9	4,138,592.	4,591,512.	4,799,982.
	b Investments - corporate stock STMT 10	19,046,339.	12,812,014.	12,815,897.
	c Investments - corporate bonds STMT 11	3,870,432.	4,303,227.	4,693,715.
11 Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 12	8,799,072.	7,191,966.	8,731,501.	
14 Land, buildings, and equipment basis ▶ STMT 15	361,871.			
Less: accumulated depreciation ▶	175,359.	199,287.	186,512.	
15 Other assets (describe ▶ STATEMENT 13)	3,622,432.	3,408,232.	3,630,049.	
<b>16 Total assets (to be completed by all filers)</b>	<b>40,956,234.</b>	<b>36,981,807.</b>	<b>39,346,000.</b>	
<b>Liabilities</b>	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	<b>23 Total liabilities (add lines 17 through 22)</b>	<b>0.</b>	<b>0.</b>	
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> <b>X</b> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	40,956,234.	36,981,807.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
<b>30 Total net assets or fund balances</b>	<b>40,956,234.</b>	<b>36,981,807.</b>		
<b>31 Total liabilities and net assets/fund balances</b>	<b>40,956,234.</b>	<b>36,981,807.</b>		

**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	40,956,234.
2 Enter amount from Part I, line 27a	2	<3,974,427.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	36,981,807.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	36,981,807.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b SEE ATTACHED STATEMENTS				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e 20,380,767.		22,759,971.	<2,379,204.>	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
a				
b				
c				
d				
e			<2,379,204.>	
2 Capital gain net income or (net capital loss)		2		<2,379,204.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8		3		N/A

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

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

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

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

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2007	2,253,693.	44,773,727.	.050335
2006	2,382,883.	48,856,224.	.048773
2005	2,050,315.	46,594,737.	.044003
2004	2,264,043.	45,058,434.	.050247
2003	1,863,722.	44,418,184.	.041959
2 Total of line 1, column (d)			2 .235317
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 .047063
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5			4 37,450,459.
5 Multiply line 4 by line 3			5 1,762,531.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 5,609.
7 Add lines 5 and 6			7 1,768,140.
8 Enter qualifying distributions from Part XII, line 4			8 2,208,647.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling letter _____ (attach copy of ruling letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	5,609.
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	5,609.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-		5	5,609.
6 Credits/Payments			
a 2008 estimated tax payments and 2007 overpayment credited to 2008	6a	25,138.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	25,138.	
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	19,529.	
11 Enter the amount of line 10 to be Credited to 2009 estimated tax	11	19,529.	Refunded

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes SEE STATEMENT 22	X	
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) SC		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation		X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► W. CARLISLE HAMRICK Located at ► GAFFNEY, SC	Telephone no ► 864-489-6678 ZIP+4 ► 29342-2208		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15		N/A

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

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

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

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**Part VII-B** Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

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?

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

6b

X

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(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 STATEMENT 14		218,996.	6,591.	0.

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

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

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

0

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

<b>1</b> Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b> Average monthly fair market value of securities	<b>1a</b>	37,750,354.
<b>b</b> Average of monthly cash balances	<b>1b</b>	83,905.
<b>c</b> Fair market value of all other assets	<b>1c</b>	186,512.
<b>d</b> Total (add lines 1a, b, and c)	<b>1d</b>	38,020,771.
<b>e</b> Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b> Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b> Subtract line 2 from line 1d	<b>3</b>	38,020,771.
<b>4</b> Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	570,312.
<b>5</b> Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	37,450,459.
<b>6</b> Minimum investment return. Enter 5% of line 5	<b>6</b>	1,872,523.

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

<b>1</b> Minimum investment return from Part X, line 6	<b>1</b>	1,872,523.
<b>2a</b> Tax on investment income for 2008 from Part VI, line 5	<b>2a</b>	5,609.
<b>b</b> Income tax for 2008 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b> Add lines 2a and 2b	<b>2c</b>	5,609.
<b>3</b> Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	1,866,914.
<b>4</b> Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b> Add lines 3 and 4	<b>5</b>	1,866,914.
<b>6</b> Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b> Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	1,866,914.

**Part XII** Qualifying Distributions (see instructions)

<b>1</b> Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b> Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	2,208,647.
<b>b</b> Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b> Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b> Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b> Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b> Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b> Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	2,208,647.
<b>5</b> Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	5,609.
<b>6</b> Adjusted qualifying distributions. Subtract line 5 from line 4	<b>6</b>	2,203,038.

**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 instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				1,866,914.
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			1,953,903.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2008				
a From 2003				
b From 2004				
c From 2005				
d From 2006				
e From 2007				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2008 from Part XII, line 4 ▶ \$ 2,208,647.				
a Applied to 2007, but not more than line 2a			1,953,903.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2008 distributable amount				254,744.
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		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2007 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009				1,612,170.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2004				
b Excess from 2005				
c Excess from 2006				
d Excess from 2007				
e Excess from 2008				

N/A

- ▶

☐ 4942(i)(3) or ☐ 4942(i)(5)

- (4) Gross investment income**

[illegible]

## 1 Information Regarding Foundation Managers:

- NONE

- NONE

SEE ATTACHED STATEMENTS 18 & 21

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

<div>Recipient</div> <div>Name and address (home or business)</div>	<div>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</div>	<div>Foundation status of recipient</div>	<div>Purpose of grant or contribution</div>	<div>Amount</div>
<div>a Paid during the year</div> <div>SEE ATTACHED STATEMENT 19</div>	<div>N/A</div>	<div>PUBLIC CHARITIES</div>		<div>1,953,903.</div>
<div>Total</div>			<div>▶ 3a</div>	<div>1,953,903.</div>
<div>b Approved for future payment</div> <div>SEE ATTACHED STATEMENT 20</div>		<div>PUBLIC CHARITIES</div>		<div>1,639,969.</div>
<div>Total</div>			<div>▶ 3b</div>	<div>1,639,969.</div>



## Part XVII

- |   |  | 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. |       |    |

[illegible]

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

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

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

Sign Here	Signature of officer or trustee <u>[Signature]</u>		Date <u>04/07/10</u>		Title <u>Treasurer</u>	
	Preparer's signature <u>[Signature]</u>		Date <u>3-22-2010</u>		Check if self-employed <input type="checkbox"/>	
Paid Preparer's Use Only	Firm's name (or yours if self-employed), address, and ZIP code <u>ELLIOTT DAVIS LLC/PLLC</u> <u>PO BOX 6286</u> <u>GREENVILLE, SC 29606-6286</u>		EIN <u>                    </u>			
	Phone no <u>864-242-3370</u>		Preparer's identifying number <u>                    </u>			

Form **990-PF** (2008)

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

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SCH K-1 ST GAIN - CITIGROUP FAIRFIELD FUTURES FUND LP II	PURCHASED	VARIOUS	VARIOUS

  

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
7,707.	0.	0.	0.	7,707.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SCH K-1 ST LOSS - SB POTOMAC FUTURES FUND LP	PURCHASED	VARIOUS	VARIOUS

  

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	4,497.	0.	0.	<4,497.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SCH K-1 ST LOSS - CITIGROUP DIVERSIFIED FUTURES FUND LP	PURCHASED	VARIOUS	VARIOUS

  

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	5,135.	0.	0.	<5,135.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SCH K-1 ST GAIN - CITIGROUP EMERGING CTA PORTFOLIO LP	PURCHASED	VARIOUS	VARIOUS

  

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4,809.	0.	0.	0.	4,809.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
SCH K-1 ST GAIN - CMF INSTITUTIONAL FUTURES PORTFOLIO LP	PURCHASED	VARIOUS	VARIOUS	
(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
25,138.	0.	0.	0.	25,138.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
SCH K-1 1256 INCOME - CITIGROUP FAIRFIELD FUTURES FD	PURCHASED	VARIOUS	VARIOUS	
(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
86,249.	0.	0.	0.	86,249.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SCH K-1 1256 INCOME - CITIGROUP DIVERSIFIED FUTURES FD	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
74,695.	0.	0.	0.	74,695.



(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
SCH K-1 1256 INCOME - CITIGROUP AAA II ENERGY FUTURES FD	PURCHASED	VARIOUS	VARIOUS		
	340,144.	0.	0.	0.	340,144.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
SCH K-1 1256 INCOME - SB POTOMAC FUTURES FD	PURCHASED	VARIOUS	VARIOUS		
	20,072.	0.	0.	0.	20,072.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
SCH K-1 1256 INCOME - CITIGROUP EMERGING CTA PORTFOLIO LP	PURCHASED	VARIOUS	VARIOUS		
	6,865.	0.	0.	0.	6,865.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
SCH K-1 1256 INCOME - CMF INSTITUTIONAL FUTURES PORTFOLIO LP	PURCHASED	VARIOUS	VARIOUS		
	180,165.	0.	0.	0.	180,165.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED VARIOUS	DATE SOLD VARIOUS
STATE STREET LARGE VALUE - VARIOUS SECURITY TRANSACTIONS	5,816,106.	6,533,683.	0.			
				(E) DEPREC.	(F) GAIN OR LOSS	
						<717,577.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED VARIOUS	DATE SOLD VARIOUS
NWQ INTERNATIONAL - VARIOUS SECURITY TRANSACTIONS	1,155,128.	1,512,262.	0.			
				(E) DEPREC.	(F) GAIN OR LOSS	
						<357,134.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED VARIOUS	DATE SOLD VARIOUS
HAYS ADVISORY - VARIOUS SECURITY TRANSACTIONS	2,097,669.	2,793,066.	0.			
				(E) DEPREC.	(F) GAIN OR LOSS	
						<695,397.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED VARIOUS	DATE SOLD VARIOUS
SANTA BARBARA - VARIOUS SECURITY TRANSACTIONS	1,172,508.	1,564,970.	0.			
				(E) DEPREC.	(F) GAIN OR LOSS	
						<392,462.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
PURCHASED	VARIOUS	VARIOUS			
MOODY ALDRICH PARTNERS - VARIOUS SECURITY TRANSACTIONS					
	951,234.	1,262,834.	0.	0.	<311,600.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
PURCHASED	VARIOUS	VARIOUS			
SNOW CAPITAL - VARIOUS SECURITY TRANSACTIONS					
	498,076.	519,995.	0.	0.	<21,919.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
PURCHASED	VARIOUS	VARIOUS			
WENTWORTH, HAUSER & VIOLICH - VARIOUS SECURITY TRANSACTIONS					
	192,563.	273,991.	0.	0.	<81,428.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
PURCHASED	VARIOUS	VARIOUS			
WEDGE CAPITAL MANAGEMENT - VARIOUS SECURITY TRANSACTIONS					
	6,029,132.	5,910,814.	0.	0.	118,318.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
CITIGROUP AAA II ENERGY FUTURES FUND - PARTIAL SALE	PURCHASED	VARIOUS	VARIOUS		
	157,736.	145,278.	0.	0.	12,458.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
CITIGROUP FAIRFIELD FUTURES FUND LP - PARTIAL SALE	PURCHASED	VARIOUS	VARIOUS		
	151,207.	150,983.	0.	0.	224.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
CITIGROUP DIVERSIFIED FUTURES FUND - ENTIRE DISPOSITION	PURCHASED	VARIOUS	VARIOUS		
	779,890.	769,289.	0.	0.	10,601.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
SB POTOMAC FUTURES FUND - ENTIRE DISPOSITION	PURCHASED	VARIOUS	VARIOUS		
	576,578.	576,962.	0.	0.	<384.>

**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	MOODY ALDRICH PARTNERS - VARIOUS SECURITY TRANSAC	P	VARIOUS	VARIOUS
b	SNOW CAPITAL - VARIOUS SECURITY TRANSACTIONS	P	VARIOUS	VARIOUS
c	WENTWORTH, HAUSER & VIOLICH - VARIOUS SECURITY TR	P	VARIOUS	VARIOUS
d	WEDGE CAPITAL MANAGEMENT - VARIOUS SECURITY TRANS	P	VARIOUS	VARIOUS
e	CITIGROUP AAA II ENERGY FUTURES FUND - PARTIAL SA	P	VARIOUS	VARIOUS
f	CITIGROUP FAIRFIELD FUTURES FUND LP - PARTIAL SAL	P	VARIOUS	VARIOUS
g	CITIGROUP DIVERSIFIED FUTURES FUND - ENTIRE DISPO	P	VARIOUS	VARIOUS
h	SB POTOMAC FUTURES FUND - ENTIRE DISPOSITION	P	VARIOUS	VARIOUS
i	SCH K-1 BOOK TO TAX ADJUSTMENTS	P	VARIOUS	VARIOUS
j	MANAGED FUTURES SALES - BOOK TO TAX ADJUSTMENTS	P	VARIOUS	VARIOUS
k				
l				
m				
n				
o				

(e) Gross sales price		(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	951,234.		1,262,834.	<311,600.>
b	498,076.		519,995.	<21,919.>
c	192,563.		273,991.	<81,428.>
d	6,029,132.		5,910,814.	118,318.
e	157,736.		145,278.	12,458.
f	151,207.		150,983.	224.
g	779,890.		769,289.	10,601.
h	576,578.		576,962.	<384.>
i			736,212.	<736,212.>
j	57,096.			57,096.
k				
l				
m				
n				
o				

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			<311,600.>
b			<21,919.>
c			<81,428.>
d			118,318.
e			12,458.
f			224.
g			10,601.
h			<384.>
i			<736,212.>
j			57,096.
k			
l			
m			
n			
o			

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	<2,379,204.>
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	N/A

THE FULLERTON FOUNDATION

**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	SCH K-1 ST GAIN - CITIGROUP FAIRFIELD FUTURES FUN	P	VARIOUS	VARIOUS
b	SCH K-1 ST LOSS - SB POTOMAC FUTURES FUND LP	P	VARIOUS	VARIOUS
c	SCH K-1 ST LOSS - CITIGROUP DIVERSIFIED FUTURES F	P	VARIOUS	VARIOUS
d	SCH K-1 ST CAIN - CITIGROUP EMERGING CTA PORTFOLI	P	VARIOUS	VARIOUS
e	SCH K-1 ST GAIN - CMF INSTITUTIONAL FUTURES PORTF	P	VARIOUS	VARIOUS
f	SCH K-1 1256 INCOME - CITIGROUP FAIRFIELD FUTURES	P	VARIOUS	VARIOUS
g	SCH K-1 1256 INCOME - CITIGROUP DIVERSIFIED FUTUR	P	VARIOUS	VARIOUS
h	SCH K-1 1256 INCOME - CITIGROUP AAA II ENERGY FUT	P	VARIOUS	VARIOUS
i	SCH K-1 1256 INCOME - SB POTOMAC FUTURES FD	P	VARIOUS	VARIOUS
j	SCH K-1 1256 INCOME - CITIGROUP EMERGING CTA PORT	P	VARIOUS	VARIOUS
k	SCH K-1 1256 INCOME - CMF INSTITUTIONAL FUTURES P	P	VARIOUS	VARIOUS
l	STATE STREET LARGE VALUE - VARIOUS SECURITY TRANS	P	VARIOUS	VARIOUS
m	NWQ INTERNATIONAL - VARIOUS SECURITY TRANSACTIONS	P	VARIOUS	VARIOUS
n	HAYS ADVISORY - VARIOUS SECURITY TRANSACTIONS	P	VARIOUS	VARIOUS
o	SANTA BARBARA - VARIOUS SECURITY TRANSACTIONS	P	VARIOUS	VARIOUS

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 7,707.			7,707.
b		4,497.	<4,497.>
c		5,135.	<5,135.>
d 4,809.			4,809.
e 25,138.			25,138.
f 86,249.			86,249.
g 74,695.			74,695.
h 340,144.			340,144.
i 20,072.			20,072.
j 6,865.			6,865.
k 180,165.			180,165.
l 5,816,106.		6,533,683.	<717,577.>
m 1,155,128.		1,512,262.	<357,134.>
n 2,097,669.		2,793,066.	<695,397.>
o 1,172,508.		1,564,970.	<392,462.>

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			7,707.
b			<4,497.>
c			<5,135.>
d			4,809.
e			25,138.
f			86,249.
g			74,695.
h			340,144.
i			20,072.
j			6,865.
k			180,165.
l			<717,577.>
m			<357,134.>
n			<695,397.>
o			<392,462.>

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8 }	3

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED VARIOUS	DATE SOLD VARIOUS
SCH K-1 BOOK TO TAX ADJUSTMENTS	0.	736,212.	0.		0.	<736,212.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANAGED FUTURES SALES - BOOK TO TAX ADJUSTMENTS	57,096.	0.	0.	0.	57,096.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	<2,379,204.>

FORM 990-PF                      DIVIDENDS AND INTEREST FROM SECURITIES                      STATEMENT      2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
AUSTIN CAPITAL MANAGEMENT DIVIDENDS	50.	0.	50.
HAYS ADVISORY DIVIDENDS	41,250.	0.	41,250.
MANAGED FUTURES DIVIDENDS	2.	0.	2.
MOODY ALDRICH DIVIDENDS	18,285.	0.	18,285.
NWQ INT'L DIVIDENDS	65,938.	0.	65,938.
SANTA BARBARA DIVIDENDS	41,943.	0.	41,943.
SCHEDULE K-1 BOOK TO TAX ADJUSTMENTS	<23,344.>	0.	<23,344.>
SCHEDULE K-1 INTEREST - CITIGROUP AAA II ENERGY FUTURES FUND L.P.	3,420.	0.	3,420.
SCHEDULE K-1 INTEREST - CITIGROUP DIVERSIFIED FUTURES FUND L.P.	4,793.	0.	4,793.
SCHEDULE K-1 INTEREST - CITIGROUP EMERGING CTA PORTFOLIO LP	1,183.	0.	1,183.

SCHEDULE K-1 INTEREST - CITIGROUP FAIRFIELD FUTURES FUND L.P. II	6,494.	0.	6,494.
SCHEDULE K-1 INTEREST - CMF INSTITUTIONAL FUTURES PORTFOLIO LP	3,514.	0.	3,514.
SCHEDULE K-1 INTEREST - SB POTOMAC FUTURES FUND L.P.	3,940.	0.	3,940.
SMITH BARNEY DIVIDENDS	8,376.	0.	8,376.
SNOW CAPITAL DIVIDENDS	20,512.	0.	20,512.
STATE STREET MGMT DIVIDENDS	61,472.	0.	61,472.
WEDGE DIVIDENDS	11.	0.	11.
WEDGE REG INTEREST	383,307.	0.	383,307.
WEDGE US GOVT INTEREST	232,407.	0.	232,407.
WENTWORTH HAUSER DIVIDENDS	26,340.	0.	26,340.
TOTAL TO FM 990-PF, PART I, LN 4	899,893.	0.	899,893.

FORM 990-PF	OTHER INCOME	STATEMENT	3
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME	1,558.	1,558.	
SCH K-1 OTHER INCOME - CITIGROUP FAIRFIELD FUTURES FD	0.	47,942.	
SCH K-1 OTHER INCOME - CITIGROUP DIVERSIFIED FUTURES FD	0.	37,406.	
SCH K-1 OTHER INCOME - SSB AAA II ENERGY FUTURES FD	0.	<69,711.>	
SCH K-1 OTHER INCOME - SB POTOMAC FUTURES FD	0.	5,172.	
SCH K-1 OTHER INCOME - CITIGROUP EMERGING CTA PORTFOLIO LP	0.	18,937.	
SCH K-1 OTHER INCOME - CMF INSTITUTIONAL FUTURES PORTFOLIO LP	0.	4,108.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,558.	45,412.	



FORM 990-PF		LEGAL FEES		STATEMENT 4	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
LEGAL FEES	810.	0.		810.	
TO FM 990-PF, PG 1, LN 16A	810.	0.		810.	

FORM 990-PF		ACCOUNTING FEES		STATEMENT 5	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	12,394.	3,099.		9,295.	
TO FORM 990-PF, PG 1, LN 16B	12,394.	3,099.		9,295.	

FORM 990-PF		OTHER PROFESSIONAL FEES		STATEMENT 6	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT MANAGEMENT FEES	189,381.	189,381.		0.	
TO FORM 990-PF, PG 1, LN 16C	189,381.	189,381.		0.	

FORM 990-PF		TAXES		STATEMENT 7	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
PAYROLL TAXES	15,393.	3,848.		11,545.	
FOREIGN TAXES	8,142.	8,142.		0.	
TO FORM 990-PF, PG 1, LN 18	23,535.	11,990.		11,545.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
AUTO EXPENSE	3,915.	0.		3,915.	
SCHOLARSHIP EXPENSE	7,976.	0.		7,976.	
DUES & SUBSCRIPTIONS	5,968.	1,492.		4,476.	
OFFICE EXPENSE	9,946.	2,487.		7,459.	
LIABILITY INSURANCE	4,734.	0.		4,734.	
EMPLOYMENT EXPENSE	60.	0.		60.	
TELEPHONE	1,613.	403.		1,210.	
WORKERS COMP	1,470.	368.		1,102.	
UTILITIES	2,496.	624.		1,872.	
SCH K-1 OTHER DEDUCTIONS - CITIGROUP FAIRFIELD FUTURES FD	0.	16,967.		0.	
SCH K-1 OTHER DEDUCTIONS - CITIGROUP DIVERSIFIED FUTURES FD	0.	18,934.		0.	
SCH K-1 OTHER DEDUCTIONS - SSB AAA II ENERGY FUTURES FD	0.	17,644.		0.	
SCH K-1 OTHER DEDUCTIONS - SB POTOMAC FUTURES FD	0.	6,014.		0.	
SCH K-1 OTHER DEDUCTIONS - CITIGROUP EMERGING CTA PORTFOLIO LP	0.	11,024.		0.	
SCH K-1 OTHER DEDUCTIONS - CMF INSTITUTIONAL FUTURES PORTFOLIO LP	0.	59,225.		0.	
TO FORM 990-PF, PG 1, LN 23	38,178.	135,182.		32,804.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	9
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
SEE ATTACHED STATEMENT 16	X		1,165,866.	1,261,904.	
SEE ATTACHED STATEMENT 16		X	3,425,646.	3,538,078.	
TOTAL U.S. GOVERNMENT OBLIGATIONS			1,165,866.	1,261,904.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			3,425,646.	3,538,078.	
TOTAL TO FORM 990-PF, PART II, LINE 10A			4,591,512.	4,799,982.	

FORM 990-PF	CORPORATE STOCK	STATEMENT 10
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENT 17	12,812,014.	12,815,897.
TOTAL TO FORM 990-PF, PART II, LINE 10B	12,812,014.	12,815,897.

FORM 990-PF	CORPORATE BONDS	STATEMENT 11
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENT 16	4,303,227.	4,693,715.
TOTAL TO FORM 990-PF, PART II, LINE 10C	4,303,227.	4,693,715.

FORM 990-PF	OTHER INVESTMENTS		STATEMENT 12
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENT 16	COST	7,191,966.	8,731,501.
TOTAL TO FORM 990-PF, PART II, LINE 13		7,191,966.	8,731,501.

FORM 990-PF	OTHER ASSETS		STATEMENT 13
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ASSET BACKED SECURITIES - SEE ATTACHED STATEMENT 16	3,622,432.	3,408,232.	3,630,049.
TO FORM 990-PF, PART II, LINE 15	3,622,432.	3,408,232.	3,630,049.

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FORM 990-PF                      PART VIII - LIST OF OFFICERS, DIRECTORS                      STATEMENT 14  
    TRUSTEES AND FOUNDATION MANAGERS

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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
WALTER E. CAVELL P.O. BOX 2208 GAFFNEY, SC 29342-2208	CONSULTANT 25.00	63,131.	2,794.	0.
WYLIE L. HAMRICK P.O. BOX 2208 GAFFNEY, SC 29342-2208	VICE CHAIRMAN 0.00	4,000.	0.	0.
HELEN T. BADEN P.O. BOX 2208 GAFFNEY, SC 29342-2208	DIRECTOR 0.00	3,000.	0.	0.
CHARLES F. HAMRICK II P.O. BOX 2208 GAFFNEY, SC 29342-2208	CHAIRMAN 0.00	4,000.	0.	0.
LYMAN W. HAMRICK P.O. BOX 2208 GAFFNEY, SC 29342-2208	SECRETARY 0.00	4,000.	0.	0.
W. CARLISLE HAMRICK P.O. BOX 2208 GAFFNEY, SC 29342-2208	TREASURER 0.00	4,000.	0.	0.
CHARLES J. BONNER P.O. BOX 2208 GAFFNEY, SC 29342-2208	EXECUTIVE DIRECTOR 40.00	117,865.	3,797.	0.
JEAN HAMRICK HAAS P.O. BOX 2208 GAFFNEY, SC 29342-2208	DIRECTOR 0.00	4,000.	0.	0.
A. WARDLAW HAMRICK P.O. BOX 2208 GAFFNEY, SC 29342-2208	DIRECTOR 0.00	4,000.	0.	0.
VOLINA V. LYONS P.O. BOX 2208 GAFFNEY, SC 29342-2208	DIRECTOR 0.00	3,000.	0.	0.
FRANCES REAVES ROSS P.O. BOX 2208 GAFFNEY, SC 29342-2208	DIRECTOR 0.00	4,000.	0.	0.

THE FULLERTON FOUNDATION

57-0847444

ELAINE HAMRICK SHIELDS  
P.O. BOX 2208  
GAFFNEY, SC 29342-2208

DIRECTOR  
0.00

4,000.

0.

0.

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

218,996.

6,591.

0.

**FULLERTON FOUNDATION**  
**For the Period December 1, 2008 to November 30, 2009**  
**Form 990-PF - Part 1, Line 19; Part II, Line 14**  
**EIN: 57-0847444**

Asset ID	Placed In Service Date	Disposal Date	Asset Balances			Current & Accum Depreciation					Net Book Value			
			Beginning	Additions	Deletions	Ending	Depr Meth/Conv	Life Yr Mo	Beginning Accum Depr	Current Depr & AFYD		Net Sec 179/179A	Net Additions/Deletions	Ending Accum Depreciation
Class Auto														
000026	2005 CADILLAC STS	6/28/2006	28,000	0	0	28,000	MC200AHY	5 0	19,936	3,226	0	0	23,162	4,838
Subtotal Auto (1)			28,000	0	0	28,000			19,936	3,226	0	0	23,162	4,838
Class Building														
000015	Building Addition	3/15/2001	254,814	0	0	254,814	DB200HY	39 0	83,062	8,808	0	0	91,870	162,944
000016	Architect Fees	3/15/2001	24,816	0	0	24,816	DB200HY	39 0	8,089	858	0	0	8,947	15,869
000017	Carpet & Tile	3/15/2001	3,515	0	0	3,515	DB200HY	39 0	1,146	122	0	0	1,267	2,248
Subtotal Building (3)			283,145	0	0	283,145			92,297	9,787	0	0	102,084	181,061
Class Furn														
000002	Okidata 321 Printer	1/1/1990	500	0	0	500	DB200HY	5 0	500	0	0	0	500	0
000003	Office Furniture	1/1/1993	820	0	0	820	DB200AHY	7 0	820	0	0	0	820	0
000004	Office Chair	1/1/1996	316	0	0	316	DB200AHY	5 0	316	0	0	0	316	0
000008	Microsoft Gifts Software	1/1/2000	16,578	0	0	16,578	DB200AHY	3 0	16,578	0	0	0	16,578	0
000009	HP Scanjet 5300C Scanner	1/1/2000	212	0	0	212	DB200AHY	3 0	212	0	0	0	212	0
000011	Blinds for Windows	2/24/2001	1,380	0	0	1,380	DB200AHY	5 0	1,380	0	0	0	1,380	0
000012	HP 2100 Laser Jet Printer	2/27/2001	721	0	0	721	DB200AHY	3 0	721	0	0	0	721	0
000013	Projector system for conference room	6/11/2001	7,167	0	0	7,167	DB200AHY	5 0	7,167	0	0	0	7,167	0
000014	Mahogany Desks, Tables, Credenzas, Printer Stand, and Chairs	2/28/2001	15,040	0	0	15,040	DB200AHY	5 0	15,040	0	0	0	15,040	0
000018	1 gig T Bird PC	1/1/2002	325	0	325	0	DB200AHY	3 0	325	0	0	-325	0	0
000020	AMD2200 PC PLUS CDRW	7/11/2003	425	0	425	0	DB200AHY	3 0	425	0	0	-425	0	0
000021	Brother 5040 Printer	4/25/2004	188	0	0	188	DB200AHY	3 0	188	0	0	0	188	0
000022	Upgrade for Gifts Program	7/29/2004	2,519	0	0	2,519	DB200AHY	3 0	2,519	0	0	0	2,519	0
000023	HP6540 Printer	10/31/2004	157	0	0	157	MC200AMQ	3 0	157	0	0	0	157	0
000024	LCM 19" CLD FLAT PANEL MONITOR	1/31/2005	367	0	0	367	MC200AHY	5 0	304	42	0	0	346	21
000025	GIFTS FOR WINDOWS - GOLD MAINTENANCE	7/18/2005	2,620	0	0	2,620	MC200AHY	3 0	2,620	0	0	0	2,620	0
000028	Laptop Computer DV9408NR	8/17/2007	1,007	0	0	1,007	MC200AHY	3 0	783	149	0	0	932	75
000029	AMD 3000 PC	9/25/2007	400	0	0	400	MC200AHY	3 0	311	60	0	0	371	29
000030	Dell Optiplex 360 Mini tower	6/15/2009	0	734	0	734	MC200AHY	3 0	0	245	0	0	245	489
Less Disposals Adjustment to eliminate cost values of disposed assets														
Subtotal Furn (20)			50,742	734	750	50726			50,366	496	0	-750	50,113	613
Grand Total			361,887	734	750	361,871			162,599	13,509	0	-750	175,359	186,512

**THE FULLERTON FOUNDATION, INC.**  
**EIN: 57-0847444**  
**SCHEDULE OF MARKETABLE SECURITIES - OTHER SECURITIES**  
**NOVEMBER 30, 2009**

Description	Interest Rate	Maturity Date	Par Value	Historical Cost	Market Value
U. S. Government and U S Government agency obligations:					
US TREASURY NOTES SER M-2011	4.625%	08/31/11	425,000	\$ 454,483	\$ 455,464
US TSY INFLATION INDEX NTS CPI	2.000%	01/15/04	325,000	\$ 356,256	\$ 406,363
US TSY INFLATION INDEX NTS CPI	1.625%	01/15/18	370,000	\$ 355,127	\$ 400,077
				<u>\$ 1,165,866</u>	<u>\$ 1,261,904</u>
Municipals bonds:					
AUBURN UNIV ALA GEN FEE	4.875%	06/01/12	120,000	\$ 122,058	\$ 129,178
BALTIMORE CNTY MD	4.875%	11/01/21	180,000	\$ 183,303	\$ 185,027
BLOUNT CNTY TENN PUB BLDG AUTH	3.750%	06/01/12	190,000	\$ 185,636	\$ 190,954
COLLEGE PK GA BUS & IDA	6.500%	10/01/13	230,000	\$ 239,265	\$ 235,147
COLUMBUS OHIO	4.340%	07/01/18	195,000	\$ 195,000	\$ 198,212
FAIRFAX CNTY VA PUB	4.150%	10/01/18	150,000	\$ 151,970	\$ 153,563
HENNEPIN CNTY MINN	4.450%	12/01/20	200,000	\$ 204,048	\$ 206,028
IDAHO HEALTH FACS AUTH	5.470%	09/01/16	105,000	\$ 114,461	\$ 116,885
MEDICAL UNIV SC HOSP AUTH	5.130%	08/15/16	95,000	\$ 93,435	\$ 90,613
MUNICIPAL ELEC AU GA PROJ#1 SUB BONDS	5.100%	01/01/12	120,000	\$ 121,138	\$ 127,913
NEW JERSEY ST TPK AUTH	4.252%	01/01/15	60,000	\$ 58,062	\$ 64,161
NEW JERSEY ST TPK AUTH	4.252%	01/01/16	155,000	\$ 147,131	\$ 159,351
NEW YORK ST DORM AUTH	5.110%	03/15/12	160,000	\$ 164,594	\$ 170,741
NORTH CAROLINA EASTERN MUNI PWR AGY	3.380%	01/01/12	200,000	\$ 200,432	\$ 203,676
NORTH CAROLINA MUNI PWR AGY	5.482%	01/01/21	120,000	\$ 120,840	\$ 125,287
NORTH CAROLINA ST UNIV N C RALEIGH	7.040%	12/15/10	125,000	\$ 129,248	\$ 126,098
OHIO ST DEV ASSISTANCE-SER A	4.960%	10/01/14	100,000	\$ 100,422	\$ 107,236
OHIO ST DEV ASSISTANCE-SER B	6.000%	10/01/13	90,000	\$ 98,021	\$ 99,897
OKLAHOMA ST CAPITOL IMPT AUTH	5.180%	07/01/14	95,000	\$ 95,981	\$ 104,928
OREGON ST PENSION	5.305%	06/01/16	110,000	\$ 112,160	\$ 115,922
SALES TAX ASSET RECVBLE CORP	4.560%	10/15/13	130,000	\$ 127,806	\$ 140,483
SALES TAX ASSET RECVBLE CORP	4.660%	10/15/14	35,000	\$ 36,100	\$ 38,270
SAN FRANCISCO CALIF CITY & CNTY REDEV	9.750%	06/01/13	45,000	\$ 51,375	\$ 56,914
UNIVERSITY ALA GEN REV UNIV	4.640%	07/01/19	100,000	\$ 100,000	\$ 102,093
VIRGINIA ST HSG DEV AUTH	5.240%	07/01/11	110,000	\$ 111,962	\$ 115,712
VIRGINIA ST HSG DEV AUTH	6.070%	11/01/18	160,000	\$ 161,200	\$ 173,789
				<u>\$ 3,425,646</u>	<u>\$ 3,538,078</u>
Asset-backed securities:					
FHLMC PL#782451	5.046%	10/01/34	460,000	\$ 182,945	\$ 192,197
FHLMC PL#G12732	4.000%	06/01/20	335,000	\$ 219,515	\$ 236,503
FHLMC PL#G18016	5.000%	10/01/19	235,000	\$ 98,261	\$ 102,797
FJMA PL#735608	4.434%	03/01/35	255,000	\$ 97,712	\$ 103,159
FNMA PL#385538	4.790%	11/01/12	245,000	\$ 242,942	\$ 257,542
FNMA PL#385623	4.494%	12/01/12	135,000	\$ 134,596	\$ 142,383
FNMA PL#745169	5.217%	01/01/36	505,000	\$ 321,376	\$ 342,372
FNMA PL#745295	4.808%	10/01/12	265,000	\$ 238,632	\$ 254,423
FNMA PL#745935	5.870%	08/01/16	500,000	\$ 473,751	\$ 519,477
FNMA PL#817509	5.164%	09/01/35	250,000	\$ 166,548	\$ 172,513
FNMA PL#888267	5.860%	02/01/17	575,000	\$ 514,210	\$ 552,079
GHMA PL#634710X	5.500%	11/15/46	265,000	\$ 263,181	\$ 279,129
GNMA PL#601464X	5.125%	09/15/29	200,000	\$ 187,404	\$ 193,567
GNMA PL#636385X	5.680%	05/15/47	265,000	\$ 267,159	\$ 281,910
				<u>\$ 3,408,232</u>	<u>\$ 3,630,049</u>

**THE FULLERTON FOUNDATION, INC.**  
**EIN: 57-0847444**  
**SCHEDULE OF MARKETABLE SECURITIES - OTHER SECURITIES**  
**NOVEMBER 30, 2009**

Description	Interest Rate	Maturity Date	Par Value	Historical Cost	Market Value
<b>Corporate bonds</b>					
ALABAMA PWR CO	5.100%	02/01/11	220,000	\$ 221,319	\$ 229,684
ALLSTATE CORP	7.450%	05/16/19	160,000	\$ 165,166	\$ 191,333
BANK OF AMERICA CORPORATION	5.750%	12/01/17	235,000	\$ 231,089	\$ 239,667
BERSHIRE HATHAWAY FIN CORP	4.850%	01/15/15	250,000	\$ 244,083	\$ 274,438
CITIGROUP INC	6.500%	01/18/11	220,000	\$ 233,025	\$ 229,803
CONOCO FUNDING CO	6.350%	10/15/11	235,000	\$ 253,466	\$ 258,404
CONOCOPHILLIPS NOTES	5.625%	10/15/16	165,000	\$ 170,238	\$ 184,708
DOMINION RESOURCES INC	5.250%	08/01/33	200,000	\$ 168,925	\$ 211,960
ELI LILLY & CO	6.570%	01/01/16	190,000	\$ 207,284	\$ 213,976
FIRST UNION NATL BK	6.180%	02/15/36	60,000	\$ 52,740	\$ 63,236
GENERAL ELEC CAP CORP GLOBAL	5.450%	01/15/13	200,000	\$ 205,319	\$ 215,300
INTL BUSINESS MACHINES CORP	7.625%	10/15/18	205,000	\$ 213,860	\$ 259,124
J P MORGAN CHASE * & CO	6.000%	01/15/18	205,000	\$ 193,317	\$ 222,224
PEPSICO INC	7.900%	11/01/18	180,000	\$ 193,511	\$ 228,692
SBC COMMUNICATIONS INC	6.250%	03/15/11	230,000	\$ 244,533	\$ 244,690
SBC COMMUNICATIONS INC	5.625%	06/15/16	300,000	\$ 306,396	\$ 329,571
SEARIVER MARITIME FINCL HLDG	0.000%	09/01/12	280,000	\$ 215,352	\$ 262,497
SUNTRUST BANK	5.450%	12/01/17	155,000	\$ 148,606	\$ 149,163
VERIZON COMMUNICATIONS	8.750%	11/01/18	315,000	\$ 326,573	\$ 399,839
WALMART STORES INC	4.125%	02/01/19	280,000	\$ 278,499	\$ 285,407
MISCELLANEOUS ADJ TO HISTORICAL BASIS				\$ 29,925	\$ -
				<u>\$ 4,303,227</u>	<u>\$ 4,693,715</u>
<b>Hedge fund of funds:</b>					
ARDEN ENDOWMENT ADVISORS				\$2,967,000	\$3,422,941
K2 OVERSEAS INVESTOR				\$1,710,000	\$1,985,314
AUSTIN CAPITAL ALL SEASONS				\$321,841	\$450,672
				<u>\$ 4,998,841</u>	<u>\$ 5,858,927</u>
<b>Managed futures:</b>					
CMF INSTITUTIONAL FUTURES				\$1,000,000	\$1,114,463
AAA CAPITAL ENERGY FUND				\$497,973	\$867,787
FAIRFIELD FUTURES FUND				\$395,152	\$583,519
EMERGING CTA PORTFOLIO				\$300,000	\$306,805
				<u>\$ 2,193,125</u>	<u>\$ 2,872,574</u>



THE FULLERTON FOUNDATION, INC.  
EIN: 57-0847444  
SCHEDULE OF MARKETABLE SECURITIES - EQUITY SECURITIES  
NOVEMBER 30, 2009

Description	Number of shares	Issuer	Historical Cost	Market Value
Equity securities				
	280	AGRIUM INC USD (AGU)	9,056 18	15,640 80
	625	AXA S A.SPONS ADR (AXA)	22,327 45	15,475 00
	820	BAE SYSTEMS PLC SPON ADR (BAESY)	31,210 00	17,720 20
	660	BASF SE COMMON STOCK (BASFY)	44,270 40	39,989 40
	1210	BHP BILLITON LTD SPONS ADR (BHP)	79,089.59	91,113.00
	605	BRITISH AMERICAN TOBACCO PLC ADR (BTI)	43,840 53	37,068 35
	775	BROOKFIELD ASSET MGMT INC VOTING SHS CL A (BAM)	21,223.73	16,445 50
	688	CADBURY PLC ADR (CBY)	35,766 06	36,718 56
	690	CANADIAN NATL RAILWAY CO (CNI)	33,834 68	36,294 00
	430	CANADIAN NATURAL RES LTD (CNQ)	29,982 60	28,870.20
	750	CANADIAN PACIFIC RAILWAY (CP)	50,069 14	36,345 00
	1035	COOPER INDUSTRIES PLC DUBLIN-USD (CBE)	41,391 72	44,184 15
	175	CORE LABORATORIES N V-USD (CLB)	20,624 83	18,593 75
	620	DIAGEO PLC SPON ADR-NEW (DEO)	51,909 52	41,918.20
	515	ENSIGN ENERGY SVCS INC-CAD (ESVIF)	10,355 27	7,040 05
	365	FOSTER WHEELER AG (FWLT)	8,547 28	10,891 60
	1335	INGERSOLL-RAND PUBLIC LTD CO (IR)	58,375 55	47,218 95
	640	MANULIFE FINANCIAL CORP (MFC)	23,632 85	11,174 40
	3105	NABORS INDUSTRIES LTD-USD NEW (NBR)	103,847 97	64,118 25
	1137	NESTLE S A SPONSORED ADR (NSRGY)	56,754 05	53,916 54
	2630	NOBLE CORPORATION-CHF (NE)	130,210 66	108,645 30
	750	NOVARTIS AG ADR (NVS)	36,564 73	41,700 00
	215	PARTNERRE LTD -BMD (PRE)	16,354 39	16,563 60
	605	POTASH CORP SASK INC- (POT)	54,975 44	68,014.10
	235	RIO TINTO PLC-GBP (RTP)	95,793 58	47,963 50
	195	RWE AG SPONS ADR - USD (RWEQY)	23,502 50	17,881 50
	1170	SCHLUMBERGER LTD (SLB)	101,076 46	74,751 30
	1964	SUNCOR ENERGY INC NEW (SU)	73,468 35	71,116 44
	195	SYNGENTA AG ADR (SYT)	7,472 60	10,434 45
	1055	TALISMAN ENERGY INC (TLM)	18,312 34	18,420 30
	1765	TENARIS S A SPONSORED ADR (TS)	87,084 02	69,646 90
	985	TRANSOCEAN LTD SWITZERLAND NEW (RIG)	135,136 96	84,109 15
	1470	UBS AG (NEW) (UBS)	46,590 80	23,064 30
	1360	UNILEVER NV NY SHS-NEW (UN)	45,935 41	41,901 60
	2230	VALE S A SPON ADR (VALE)	77,422 73	63,934 10
	3040	WEATHERFORD INTERNATIONAL LTD-CHF (WFT)	108,660.74	50,768.00
	70	YARA INTL ASA-USD SPONSORED ADR (YARIY)	3,850.00	3,006 50
		SUBTOTAL	1,838,521	1,482,657

THE FULLERTON FOUNDATION, INC.  
EIN: 57-0847444  
SCHEDULE OF MARKETABLE SECURITIES - EQUITY SECURITIES  
NOVEMBER 30, 2009

Description	Number of shares	Issuer	Historical Cost	Market Value
Equity securities				
	1,300	AGILENT TECHNOLOGIES INC (A)	38,707.50	37,596.00
	2,480	ALCOA INC (AA)	57,367.21	31,049.60
	1,260	ALLSTATE CORP (ALL)	24,867.53	35,796.60
	2,500	AMERICAN EAGLE OUTFITTERS INC (AEO)	36,723.62	38,450.00
	450	AMGEN INC (AMGN)	20,704.50	25,357.50
	1,405	AVNET INC (AVT)	24,193.53	38,286.25
	2,875	BANK OF AMERICA CORP (BAC)	66,658.02	45,568.75
	260	BOEING CO (BA)	12,874.00	13,626.60
	1,455	COMMUNITY HEALTH SYS INC NEW (CYH)	41,274.01	44,392.05
	510	CONOCOPHILLIPS (COP)	37,739.41	26,402.70
	840	E I DU PONT DE NEMOURS & CO (DD)	39,153.41	29,047.20
	235	EATON CORP (ETN)	10,520.50	15,016.50
	1,980	GAP INC DELAWARE (GPS)	39,524.36	42,411.60
	2,125	GENERAL ELECTRIC CO (GE)	68,048.41	34,042.50
	1,310	HALLIBURTON CO HOLDINGS CO (HAL)	24,261.01	38,461.60
	1,520	HEALTH NET INC (HNT)	47,326.84	32,254.40
	4,475	HERCULES OFFSHORE INC (HERO)	55,089.34	22,867.25
	1,040	JPMORGAN CHASE & CO (JPM)	38,447.97	44,189.60
	830	LIFEPOINT HOSPS INC (LPNT)	22,381.45	24,094.90
	1,135	LOWES COMPANIES INC (LOW)	24,432.37	24,754.35
	1,355	MACYS INC (M)	22,414.90	22,100.05
	1,060	MARATHON OIL CORP (MRO)	46,636.83	34,577.20
	635	MEDTRONIC INC (MDT)	21,683.28	26,949.40
	990	METLIFE INC (MET)	28,692.09	33,848.10
	310	NUCOR CORP (NUE)	12,289.27	13,147.10
	885	OMNICARE INC (OCR)	14,601.62	20,514.30
	2,225	PATTERSON UTI ENERGY INC (PTEN)	45,066.76	34,242.75
	1,830	PFIZER INC (PFE)	38,064.00	33,251.10
	480	PNC FINANCIAL SERVICES GROUP (PNC)	20,869.40	27,364.80
	795	PRUDENTIAL FINANCIAL INC (PRU)	34,765.69	39,630.75
	1,135	SAFEWAY INC NEW (SWY)	23,607.85	25,537.50
	1,500	TEXAS INSTRUMENTS INC (TXN)	26,872.89	37,935.00
	410	TRANSOCEAN LTD SWITZERLAND NEW	19,745.76	35,009.90
	665	TRAVELERS COMPANIES INC (TRV)	25,570.88	34,839.35
	900	UNITEDHEALTH GROUP INC (UNH)	23,995.21	25,803.00
	1,660	UNUM GROUP (UNM)	35,686.51	31,606.40
	1,165	WELLS FARGO & CO NEW (WFC)	34,790.76	32,666.60
	1,415	WESCO INTERNATIONAL INC (WCC)	40,510.30	36,931.50
	1,074	XL CAPITAL LTD CLASS A (XL)	3,751.48	19,664.94
		SUBTOTAL	1,249,910	1,209,286

**THE FULLERTON FOUNDATION, INC.**  
**EIN: 57-0847444**  
**SCHEDULE OF MARKETABLE SECURITIES - EQUITY SECURITIES**  
**NOVEMBER 30, 2023**

Description	Number of shares	Issuer	Historical Cost	Market Value
Equity securities				
	1,428	ACCENTURE PLC (ACN)	41,990.91	58,605.12
	4,403	ACTIVISION BLIZZARD INC (ATVI)	49,161.08	50,150.17
	618	ALCON INC (ACL)	72,515.47	91,389.84
	1,044	ALLERGAN INC (AGN)	62,034.65	60,687.72
	1,297	AMPHENOL CORP CLASS A (APH)	37,660.92	53,436.40
	662	BECTON DICKINSON & CO (BDX)	56,611.32	49,517.60
	744	BUNGE LIMITED (BG)	72,619.96	46,053.60
	612	BURLINGTON NORTHERN SANTA FE (BNI)	57,208.57	60,159.60
	778	C R BARD INC NEW JERSEY (BCR)	61,346.09	63,959.38
	188	CME GROUP INC CLASS A (CME)	78,193.61	61,707.24
	1,350	EMERSON ELECTRIC CO (EMR)	69,216.74	55,903.50
	699	EXPEDITORS INTL OF WASH INC (EXPD)	28,926.78	22,319.07
	713	EXPRESS SCRIPTS INC COMMON (ESRX)	21,664.50	61,175.40
	1,060	FLIR SYSTEMS INC (FLIR)	24,299.23	30,422.00
	1,722	GILEAD SCIENCES INC (GILD)	69,160.69	79,401.42
	344	GOLDMAN SACHS GROUP INC (GS)	46,802.65	58,363.04
	110	GOOGLE INC CLASS A (GOOG)	49,968.55	64,130.00
	1,554	ILLINOIS TOOL WORKS INC (ITW)	63,859.11	75,586.56
	4,130	INTEL CORP (INTC)	81,972.66	79,296.00
	442	INTL BUSINESS MACHINES CORP (IBM)	51,212.32	55,846.70
	2,136	INTUIT INC (INTU)	60,570.83	62,392.56
	1,436	ITT CORP (ITT)	87,838.60	74,269.92
	1,001	JACOBS ENGINEERING GROUP INC (JEC)	57,998.48	35,024.99
	730	MCDONALDS CORP (MCD)	42,029.09	46,172.50
	612	MONSANTO CO NEW (MON)	46,352.02	49,419.00
	475	NIKE INC CL B (NKE)	32,069.96	30,822.75
	634	NORFOLK SOUTHERN CORP (NSC)	43,724.00	32,587.60
	1,710	OMNICOM GROUP INC (OMC)	78,822.59	62,791.20
	1,515	PARKER-HANNIFIN CORP (PH)	80,495.24	81,749.40
	1,076	PRAXAIR INC (PX)	102,380.98	88,264.28
	888	PROCTER & GAMBLE CO (PG)	60,786.47	55,366.80
	2,070	QUALCOMM INC (QCOM)	76,096.01	93,150.00
	945	QUEST DIAGNOSTICS INC (DGX)	48,031.51	54,753.30
	818	RAYTHEON COMPANY NEW (RTN)	47,213.41	42,151.54
	1,097	ROSS STORES INC DE (ROST)	45,814.83	48,246.06
	1,362	SCHLUMBERGER LTD (SLB)	117,887.03	87,018.18
	1,265	STANLEY WORKS (SWK)	71,032.25	61,441.05
	616	STRYKER CORP (SYK)	31,247.96	31,046.40
	1,153	TEVA PHARMACEUTICAL INDS LTD ADR (TEVA)	52,715.56	60,866.87
	455	UNITED TECHNOLOGIES CORP (UTX)	33,589.03	30,594.20
	1,094	VARIAN MEDICAL SYSTEMS INC (VAR)	49,690.36	51,133.56
	1,789	WASTE MGMT INC DEL (WM)	61,042.07	58,750.76
	523	WATERS CORP (WAT)	23,050.18	30,741.94
	940	WELLS FARGO & CO NEW (WFC)	26,535.92	26,357.60
	3,555	WESTERN UNION COMPANY (THE) (WU)	74,970.60	65,589.75
	1,945	XTO ENERGY INC (XTO)	63,810.90	82,545.80
		SUBTOTAL	\$ 2,612,222	\$ 2,621,358

**THE FULLERTON FOUNDATION, INC.**  
**EIN: 57-0847444**  
**SCHEDULE OF MARKETABLE SECURITIES - EQUITY SECURITIES**  
**NOVEMBER 30 2009**

Description	Number of shares	Issuer	Historical Cost	Market Value
Equity securities				
	5,213	AEGON N V-ADR AMER REG-ADR (AEG)	\$32,195.06	\$37,742.12
	13,227	ALCATEL-LUCENT ADR (ALU)	\$152,910.69	\$44,178.18
	1,536	ANGLOGOLD ASHANTI LTD ADR (AU)	\$45,985.40	\$67,645.44
	960	AXIS CAPITAL HOLDINGS LTD-USD (AXS)	\$29,000.64	\$26,870.40
	2,083	BARRICK GOLD CORP CAD (ABX)	\$64,869.85	\$88,923.27
	1,105	BP PLC SPONS ADR (BP)	\$73,963.88	\$63,183.90
	1,210	CAMECO CORP (CCJ)	\$33,171.44	\$34,848.00
	5,845	CARREFOUR SA UNSPON ADR (CRERY)	\$52,558.90	\$55,936.65
	870	CENTRAIS ELETRICAS BRASILEIRAS SPON ADR (EBR)	\$11,091.89	\$14,937.90
	5,600	DAI NIPPON PRTG LTR JAPAN SPONS ADR (DNPLY)	\$88,452.12	\$69,440.00
	343	DAIWA HOUSE INDUSTRIES ADR (DWAHY)	\$33,667.48	\$34,540.10
	1,265	EMBRAER-EMPRESA BRASILEIRA DE AERONAUTICA S A SPON ADR (ERJ)	\$26,489.21	\$25,717.45
	2,200	FUJIFILM HLDGS CORP=JPY (FUJIY)	\$74,587.72	\$59,730.00
	4,063	GOLD FIELDS LTD SPONS ADR (GFI)	\$57,654.49	\$60,051.14
	487	HACHIJUNI BANK LTD-JPY ADR (HACBY)	\$29,421.94	\$30,218.35
	1,225	IMPALA PLATINUM HOLDINGS LTD SPONSORED ADR	\$30,609.55	\$28,848.75
	2,255	IVANHOE MINES LIMITED-CAD (IVN)	\$21,619.49	\$26,721.75
	3,535	KINROSS GOLD CORP-CAD (NEW) (KGC)	\$64,830.02	\$70,770.70
	261	KOA CORP-JPY SPONS ADR (KCRPY)	\$50,198.35	\$63,352.53
	4,011	KOREA ELEC PWR CORP SP ADR (KEP)	\$65,909.70	\$55,030.92
	775	MAGNA INTERNATIONAL CL A (MGA)	\$47,591.07	\$37,494.50
	2,824	MITSUI SUMITOMO INS GROUP HLDGS INC ADR (MSIGY)	\$51,577.21	\$36,712.00
	1,465	NEWCREST MINING LTD SPON ADR (NCMGY)	\$34,090.34	\$49,517.00
	2,289	NEXEN INC (NXY)	\$51,738.82	\$54,249.30
	1,186	NINTENDO CO LTD ADR NEW (NTDOY)	\$39,356.26	\$36,505.08
	4,041	NIPPON TEL & TEL SPON ADR (NTT)	\$90,014.51	\$86,800.68
	3,911	NOKIA CORP SPONSORED ADR (NOK)	\$49,019.64	\$51,859.86
	1,779	NOVARTIS AG ADR (NVS)	\$72,703.70	\$98,912.40
	2,014	PANASONIC CORP ADR (PC)	\$36,625.72	\$25,718.78
	570	REXAM PLC SPONS ADR - NEW (REXMY)	\$12,957.98	\$13,167.00
	646	ROHM CO LTD-JPY (ROHCY)	\$16,183.66	\$21,479.50
	1,136	ROYAL DUTCH SHELL PLC ADR CL B (RDSB)	\$76,704.23	\$65,706.24
	1,989	SANOFI-AVENTIS SPONS ADR (SNY)	\$73,208.30	\$75,502.44
	14,463	SEGA SAMMY HLDGS INC-USD SPONSORED ADR (SGAMY)	\$69,473.59	\$46,281.60
	3,591	SEKISUI HOUSE UNSPONS ADR (SKHSY)	\$32,414.11	\$31,295.57
	1,566	SEVEN & I HLDGS CO LTD-JPY (SVNDY)	\$82,490.47	\$69,358.14
	3,513	SHISEIDO LTD SPONSORED ADR (SSDOY)	\$58,052.50	\$69,206.10
	529	SIEMENS A G SPONS ADR (SI)	\$36,303.36	\$52,169.98
	4,608	SK TELECOM LTD SPON ADR (SKM)	\$83,920.54	\$76,354.56
	1,650	SOCIETE GENERALE SPON ADR (SCGLY)	\$14,918.30	\$23,347.50
	5,570	SUMITOMO TRUST & BANKING CO LT-JPY SPONS ADR (STUBY)	\$35,589.25	\$29,353.90
	2,050	SWISSCOM AG SPONS ADR (SCMWY)	\$70,445.04	\$79,335.00
	441	TDK CORP AMER DEPOSIT SHS (TTDKY)	\$14,647.31	\$22,887.90
	401	TECHNIP ADR (TKPPY)	\$8,699.22	\$27,468.50
	6,509	TELECOM ITALIA S.P.A. ADR (NEW) REPSTG SVG SHS (TIA)	\$161,917.59	\$73,942.24
	2,054	UBS AG (UBS)	\$64,247.01	\$32,227.26
	2,657	UNITED UTILS GROUP PLC-GBP (UUGRY)	\$60,379.75	\$41,980.60
	2,907	VADAFONE GROUP PLC SPONS ADR NEW (VOD)	\$62,516.18	\$65,959.83
	693	WACOAL CORP ADR (WACLY)	\$45,440.12	\$39,743.55
	2,627	WOLTERS KLUWER N V SP ADR (WTKWY)	\$45,030.88	\$56,874.55
		SUBTOTAL	2,637,444	2,450,099

THE FULLERTON FOUNDATION, INC.  
EIN: 57-0847444  
SCHEDULE OF MARKETABLE SECURITIES - EQUITY SECURITIES  
NOVEMBER 30, 2009

Description	Number of shares	Issuer	Historical Cost	Market Value
Equity securities				
	1,820	AES CORP (AES)	19,646.73	23,186.80
	415	ALLIED WORLD ASSURANCE CO HLDGS LTD (AWH)	15,076.93	19,832.85
	540	AMERICAN EXPRESS CO (AXP)	12,701.88	22,588.20
	615	AMERICAN FINL GROUP INC OHIO (AFG)	12,130.18	14,919.90
	705	ARCHER-DANIELS-MIDLAND CO (ADM)	19,542.42	21,721.05
	520	ASHLAND INC (NEW) (ASH)	16,625.60	18,683.60
	1,215	AT&T INC (T)	40,401.75	32,732.10
	1,045	AUTONATION INC (AN)	18,619.97	18,444.25
	500	BANK NEW YORK MELLON CORP (BK)	14,402.00	13,320.00
	2,660	BANK OF AMERICA CORP (BAC)	33,456.05	42,161.00
	330	CENTURYTEL INC (CTL)	9,588.34	11,744.70
	326	CHEVRON CORP (CVX)	24,092.93	25,441.04
	740	COCA COLA ENTERPRISES INC (CCE)	12,927.21	14,541.00
	355	COMPUTER SCIENCES CORP (CSC)	17,171.31	19,635.05
	245	COOPER INDUSTRIES PLC DUBLIN-USD (CBE)	7,714.78	10,459.05
	985	COVENTRY HEALTH CARE INC (CVH)	18,717.25	22,211.75
	395	CSX CORP (CSX)	16,948.74	18,754.60
	1,155	DEL MONTE FOODS CO (DLM)	12,864.66	12,115.95
	410	EDISON INTERNATIONAL (EIX)	12,963.77	13,960.50
	215	ENCORE ACQUISITION COMPANY (EAC)	6,692.50	9,679.30
	425	ENDO PHARMACEUTICALS HLDGS INC (ENDP)	9,012.98	9,362.75
	905	EXXON MOBIL CORP (XOM)	68,940.20	67,938.35
	790	FOREST LABORATORIES INC (FRX)	18,453.99	24,221.40
	715	GARMIN LTD (GRMN)	20,460.44	21,364.20
	3,290	GENERAL ELECTRIC CO (GE)	40,849.46	52,705.80
	215	GOLDMAN SACHS GROUP INC (GS)	21,780.52	36,476.90
	265	HERBALIFE LTD (HLF)	8,266.01	11,114.10
	350	HEWLETT PACKARD CO (HPQ)	15,972.22	17,171.00
	475	ILLINOIS TOOL WORKS INC (ITW)	20,719.50	23,104.00
	755	INGRAM MICRO INC CLASS A (IM)	13,216.98	12,827.45
	815	INTERNATIONAL PAPER CO (IP)	18,566.22	20,741.75
	155	INTL BUSINESS MACHINES CORP (IBM)	16,871.60	19,584.25
	225	ITT CORP (ITT)	11,357.46	11,637.00
	1,320	JPMORGAN CHASE & CO (JPM)	42,212.55	56,086.80
	285	KINETIC CONCEPTS INC NEW (KCI)	10,427.72	9,607.35
	1,085	KNIGHT CAPITAL GROUP INC CLA (NITE)	18,561.00	15,884.40
	1,315	MACYS INC (M)	22,113.57	21,447.65
	435	MANPOWER INC WIS NEW (MAN)	20,274.57	21,428.10
	265	MCKESSON CORPORATION (MCK)	14,336.63	16,435.30
	880	MIRANT CORP NEW (MIR)	13,514.34	12,531.20
	610	MORGAN STANLEY (MS)	14,418.00	19,263.80
	330	MURPHY OIL CORP (MUR)	18,080.57	18,608.70
	535	NATIONAL OILWELL VARCO INC (NOV)	17,550.14	23,015.70
	370	NOBLE CORPORATION-CHF (NE)	13,378.09	15,284.70
	25	NVR INC (NVR)	11,231.15	16,828.75
	320	OCCIDENTAL PETROLEUM CORP-DEL (OXY)	21,862.60	25,852.80
	2,455	PFIZER INC (PFE)	35,192.59	44,607.35
	100	PNC FINANCIAL SERVICES GROUP (PNC)	3,962.93	5,701.00
	135	POLO RALPH LAUREN CORP CL A (RL)	9,419.07	10,374.75
	195	RELiance STEEL & ALUM CO (RS)	6,919.65	7,971.60
	305	REYNOLDS AMERICAN INC (RAI)	13,713.68	15,237.80
	355	ROSS STORES INC DE (ROST)	9,879.46	15,612.90
	305	SEMPRA ENERGY (SRE)	14,124.80	16,207.70
	395	TECH DATA CORP (TECD)	17,080.20	16,633.45
	760	TEMPUR-PEDIC INTERNATIONAL INC (TPX)	10,778.39	16,378.00
	1,310	TESORO CORP (TSO)	19,635.62	16,741.80
	105	TRANSOCEAN LTD SWITZERLAND NEW (RIG)	8,498.88	8,965.95
	980	UNITEDHEALTH GROUP INC (UNH)	26,156.72	28,096.60
	1,015	UNUM GROUP (UNM)	21,581.68	19,325.60
	665	US BANCORP DEL NEW (USB)	11,902.63	16,046.45
	460	VERIZON COMMUNICATIONS (VZ)	13,310.19	14,471.60
	1,520	WELLS FARGO & CO NEW (WFC)	26,747.50	42,620.80
	470	WESTERN DIGITAL CORP (WDC)	12,420.41	17,314.80
	375	WORLD FUEL SVCS CORP (INT)	15,311.25	19,942.50
		SUBTOTAL	1,164,792	1,341,431.29

THE FULLERTON FOUNDATION, INC  
EIN. 57-0847444  
SCHEDULE OF MARKETABLE SECURITIES - EQUITY SECURITIES  
NOVEMBER 30, 2009

Description	Number of shares	Issuer	Historical Cost	Market Value
Equity securities				
	950	ALLIANT ENERGY CORP-USD (LNT)	21,297 01	26,106 00
	940	AMERICAN ELECTRIC POWER CO INC (AEP)	29,152 41	30,258 60
	980	AT&T INC (T)	26,047 03	26,401 20
	590	BAXTER INTL INC (BAX)	32,765 77	32,184 50
	2,990	CMS ENERGY CORP (CMS)	39,667 03	42,577 60
	1,610	COMMERCIAL METALS CO (CMC)	17,434 21	25,599 00
	2,760	EAST WEST BANCORP INC (EWBC)	24,352 87	40,268 40
	430	FREEMONT MCMORAN COPPER & GOLD CL B (FCX)	22,993 50	35,604 00
	200	GOLDMAN SACHS GROUP INC (GS)	20,737 51	33,932 00
	2,590	GOODYEAR TIRE & RUBBER CO (GT)	30,573 41	35,508 90
	1,330	GRACE W R & CO DEL NEW (GRA)	9,250 90	30,403 80
	360	HELMERICH & PAYNE INC (HP)	11,507 44	13,518 00
	3,770	HUNTSMAN CORP (HUN)	30,616 55	35,890 40
	540	KANSAS CITY SOUTHERN INDS NEW (KSU)	8,095 95	15,460 20
	1,380	MCDERMOTT INTERNATIONAL INC (MDR)	29,190 86	28,897 20
	7,930	MGIC INVT CORP WIS (MTG)	30,543 62	31,720 00
	590	MOSAIC COMPANY (MOS)	25,995 89	32,125 50
	7,070	MUELLER WATER PRODUCTS INC (MWA)	45,149 75	35,632 80
	640	NAVISTAR INTL CORP NEW (NAV)	27,044 38	21,126 40
	540	NEWFIELD EXPLORATION COMPANY (NFX)	12,286 41	22,831 20
	1,960	OLD REPUBLIC INTERNATIONAL CORP (ORI)	17,119 88	20,854 40
	850	PAPA JOHNS INTL INC (PZZA)	21,913 17	18,802 00
	600	PEABODY ENERGY CORP (BTU)	13,509 24	26,676 00
	1,990	PEPCO HOLDINGS INC (POM)	32,390 04	32,437 00
	900	PINNACLE WEST CAP CORP (PNW)	24,838 11	31,581 00
	340	PNC FINANCIAL SERVICES GROUP (PNC)	11,976 85	19,383 40
	290	RANGE RESOURCES CORP (RRC)	18,332 18	13,667 70
	350	RAYONIER INC (REIT) (RYN)	12,452 94	13,909 00
	2,960	TESCO CORP ALTA (TESO)	24,101 91	31,642 40
	650	TRAVELERS COMPANIES INC (TRV)	25,767 16	34,053 50
	450	WAL-MART STORES INC (WMT)	21,505 68	24,547 50
	1,060	WALT DISNEY CO (DIS)	28,675 33	32,033 20
	1,690	ZIONS BANCORP (ZION)	30,404 11	22,223 50
		SUBTOTAL	797,455.70	951,174 60

THE FULLERTON FOUNDATION, INC.  
 EIN: 57-0847444  
 SCHEDULE OF MARKETABLE SECURITIES - EQUITY SECURITIES  
 NOVEMBER 30, 2009

Description	Number of shares	Issuer	Historical Cost	Market Value
Equity securities.				
	1,385	ACCENTURE PLC (ACN)	45,976 32	56,840 40
	2,066	ADOBE SYSTEMS INC (DE) (ADBE)	68,886 08	72,475 28
	881	ALCON INC (ACL)	115,048 75	130,282 28
	1,815	AMERICA MOVIL S A B DE CV SER L SPONS ADR (AMX)	73,331 15	87,809 70
	2,451	CAMERON INTERNATIONAL CORP (CAM)	104,477 67	92,647 80
	4,357	CISCO SYS INC (CSCO)	113,017 01	101,953 80
	1,543	COCA-COLA CO (KO)	80,450 83	88,259 60
	1,850	COGNIZANT TECH SOLUTIONS CL A (CTSH)	46,801 86	81,270 50
	1,396	CUMMINS INC (CMI)	35,442 77	62,680 40
	1,347	DANAHER CORP DE (DHR)	73,611 79	95,529 24
	1,575	DENTSPLY INTL INC (XRAY)	51,818 60	52,479 00
	3,396	DICKS SPORTING GOODS INC (DKS)	83,338 95	70,500 96
	1,807	DIRECTV CL A (DTV)	45,976 04	57,155 41
	1,744	DRESSER-RAND GROUP INC (DRC)	53,282 92	48,971 52
	2,088	EMCOR GROUP INC (EME)	45,079 92	49,694 40
	870	FACTSET RESEARCH SYSTEMS INC (FDS)	46,544.28	62,944 50
	885	FLOWERVE CORP (FLS)	80,465 97	88,022 10
	783	FRANKLIN RESOURCES INC (BEN)	81,957.94	84,587.49
	1,673	ITT CORP (ITT)	83,800 55	86,527 56
	3,143	JEFFERIES GROUP INC NEW (JEF)	83,860 62	73,703 35
	1,541	JOY GLOBAL INC (JOYG)	79,806 82	82,505 14
	1,056	MCKESSON CORPORATION (MCK)	46,317 11	65,493 12
	3,472	MICROSOFT CORP (MSFT)	107,692 07	102,111.52
	1,140	NIKE INC CL B (NKE)	77,548 51	73,974 60
	3,877	ORACLE CORP (ORCL)	72,579.39	85,604 16
	3,735	QLOGIC CORP (QLGC)	48,476.20	67,005.90
	955	QUEST DIAGNOSTICS INC (DGX)	47,743 89	55,332 70
	1,005	SCHEIN (HENRY) INC (HSIC)	51,889 16	49,908 30
	2,764	SEI INVESTMENTS CO (SEIC)	48,690 90	48,397 64
	2,676	SOUTHERN COPPER CORP DEL (PCU)	62,787.97	93,231.84
	1,121	STANDARD & POORS MIDCAP 400 DEP RCPTS MIDCAP SPDRS (MDY)	117,922 86	139,721 44
	1,147	THERMO FISHER SCIENTIFIC INC (TMO)	52,438 28	54,172 81
	1,296	UTS SPDR TRUST SER 1 (SPY)	119,282 80	142,482.24
	2,332	WALT DISNEY CO (DIS)	79,342.56	70,473 04
	1,601	WORLD FUEL SVCS CORP (INT)	85,980 27	85,141.18
		SUBTOTAL	2,511,668 81	2,759,890 92
		GRAND TOTAL	12,812,013.79	12,815,896.92

**THE FULLERTON FOUNDATION**

**57-0847444**

Form 990, Part XV, Line 2(b)

Initial letter of application should be brief and contain background of grant requester, purpose of the grant, general financial information and documentation of Section 501(c)(3) federal tax exempt status.

Form 990, Part XV, Line 2(d)

Geographical: Primarily South Carolina and North Carolina. Primary field of interest is health care and medicine with higher education secondary.



**THE FULLERTON FOUNDATION, INC.**  
**EIN: 57-0847444**  
**GRANTS PAID IN 2009**

GRANTEE	PURPOSE	AMOUNT
Bethesda Hospital Foundation Boynton Beach, FL	Support the purchase for their Comprehensive Cancer Center the next generation - Rapid Arc Intensity Modulated Radiation Therapy	\$ 50,000.00
Boys and Girls Club of Cherokee Co. Gaffney, SC	Challenge grant to support expanding operations of a revitalized Boys and Girls Club	\$ 50,000.00
Cherokee County YMCA Gaffney, SC	Support capital campaign for new YMCA	\$ 125,000.00
Clemson University Clemson, SC	Be able to quantify areas of physical deficit in older adults and assist those patients and families in planning safe, independent living	\$ 49,703.00
Clemson University Clemson, SC	Planning grant to study the use of driving simulators to assess patients' driving skills in a clinical setting	\$ 49,959.00
Duke University Medical Center Durham, NC	CNA Home Care Chronic Disease Prevention Program	\$ 94,135.00
Fellowship of Christian Athletes Gaffney, SC	Expand the Cherokee County FCA ministry into the county youth recreational league	\$ 30,000.00
Fullerton Medical Scholarship Program Gaffney, SC	To assist medical students in medical school in NC and SC	\$ 252,079.00
	East Carolina	\$ 31,000.00
	Duke University	\$ 31,000.00
	Medical University of SC	\$ 40,079.00
	University of NC	\$ 20,000.00
	University of SC	\$ 80,000.00
	Wake Forest University	\$ 50,000.00
Gateway House Greenville, SC	Collaborative program with Furman University, Caine-Halter YMCA and the nursing programs at Clemson University and the University of SC Upstate to develop a comprehensive Health and Wellness Program for Gateway House participants	\$ 50,000.00
Greenville YMCA Greenville, SC	Capital Campaign to support the extensive renovations plus new construction of the Cleveland Street YMCA	\$ 60,000.00
Greenwood Genetic Center Greenwood, SC	Creation of a single diagnostic test vs. the myriad of 10 tests currently required to detect genetic marker(s) for autism spectrum disorders	\$ 70,300.00
Iron City Ministries, Inc. Blacksburg, SC	Help specifically to provide food and shelter (rent/mortgage) for citizens of Cherokee County	\$ 20,000.00

Limestone College Gaffney, SC	Renovation of the Winnie Davis Hall of History	\$ 151,563.00
Mission Healthcare Foundation Asheville, NC	Further expansion of Fullerton Genetics Center Education Initiatives based on the very successful seed money grant	\$ 63,164.00
P.A.C.E. Center Spartanburg, SC	Collaborative project with ReGenesis of Gaffney to assist in providing mental health (behavioral) counseling inside the clinic for two days a week	\$ 36,000.00
Presbyterian College Clinton, SC	Help meet the pharmacy healthcare education needs in SC and surrounding areas by providing two patient simulators for the new School of Pharmacy	\$ 137,000.00
ReGenesis Community Health Center Spartanburg, SC	Support funding for a full-time Breast Health Navigator for Cherokee and Spartanburg counties	\$ 30,000.00
ReGenesis Community Health Center Spartanburg, SC	Funds to provide a full-time psychiatric nurse practitioner inside the ReGenesis Gaffney office.	\$ 40,000.00
Spartanburg Regional Healthcare Systems Foundation Spartanburg, SC	Support the Regional Hospice Home in Spartanburg, SC that will serve Upstate SC	\$ 30,000.00
Spartanburg Regional Healthcare Systems Foundation Spartanburg, SC	Support purchase of a special breast MRI for the new Breast Cancer Center	\$ 100,000.00
Spartanburg Regional Healthcare Systems Foundation Spartanburg, SC	Fund a state of the art mammography mobile van to provide remote services to the underserved in the three Upstate counties (Cherokee, Union & Spartanburg)	\$ 175,000.00
University of SC, School of Medicine Columbia, SC	Address the need for early identification, therapeutic and education intervention, and family support for Autism Spectrum Disorders	\$ 100,000.00
University of SC, School of Medicine Columbia, SC	To export a successful integrated "Senior Mentor Program" developed by SOM/USC to medical schools in North Carolina and then other states	\$ 90,000.00
Wofford College Spartanburg, SC	Community of Scholars - Providing student research, mentored by faculty, that will evolve into a replicable model for other colleges and universities	\$ 100,000.00
<b>TOTAL</b>		<b><u>\$ 1,953,903.00</u></b>

**THE FULLERTON FOUNDATION, INC.**  
**EIN: 57-0847444**  
**GRANTS APPROVED DURING THE YEAR**

<b>GRANTEE</b>	<b>PURPOSE</b>	<b>AMOUNT</b>
<b><u>2010</u></b>		
Bethesda Hospital Foundation Boynton Beach, FL	Support the purchase for their Comprehensive Cancer Center the next generation - Rapid Arc Intensity Modulated Radiation Therapy	\$ 50,000.00
Cherokee County YMCA Gaffney, SC	Support capital campaign for new YMCA	\$ 125,000.00
Duke University Medical Center Durham, NC	CNA Home Care Chronic Disease Prevention Program	\$ 94,132.00
Fellowship of Christian Athletes Gaffney, SC	Expand the Cherokee County FCA ministry into the county youth recreational league	\$ 30,000.00
Fullerton Medical Scholarship Program Gaffney, SC	To assist medical students in medical school in NC and SC	\$ 183,000.00
Gardner-Webb University Boiling Springs, NC	Support for the Doctor of Nursing (DNP) Program beginning in the Fall 2008	\$ 50,000.00
Greenwood Genetic Center Greenwood, SC	Creation of a single diagnostic test vs. the mynad of 10 tests currently required to detect genetic marker(s) for autism spectrum disorders	\$ 71,900.00
Limestone College Gaffney, SC	Renovation of the Winnie Davis Hall of History	\$ 148,437.00
South Carolina Hospital Association Columbia, SC	Support for the nursing faculty "Externship" program	\$ 42,500.00
Spartanburg Regional Healthcare Systems Foundation Spartanburg, SC	Support the Regional Hospice Home in Spartanburg, SC that will serve Upstate SC	\$ 30,000.00
Spartanburg Regional Healthcare Systems Foundation Spartanburg, SC	Fund a state of the art mammography mobile van to provide remote services to the underserved in the three Upstate counties (Cherokee, Union and Spartanburg)	\$ 125,000.00
University of SC, School of Medicine Columbia, SC	To export a successful integrated "Senior Mentor Program" developed by SOM/USC to medical schools in North Carolina and then other states	\$ 90,000.00
<b>TOTAL 2010</b>		<b>\$ 1,039,969.00</b>

**2011**

Fullerton Medical Scholarship Program Gaffney, SC	To assist medical students in medical school in NC and SC	\$	230,000.00
Garner-Webb University Boiling Springs, NC	Support for the Doctor of Nursing (DNP) Program beginning in the Fall 2008	\$	50,000.00
Fellowship of Christian Athletes Gaffney, SC	Expand the Cherokee County FCA ministry into the county youth recreational league	\$	30,000.00
<b>TOTAL</b>		\$	310,000.00

**2012**

Fullerton Medical Scholarship Program Gaffney, SC	To assist medical students in medical school in NC and SC	\$	160,000.00
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**2013**

Fullerton Medical Scholarship Program Gaffney, SC	To assist medical students in medical school in NC and SC	\$	100,000.00
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**2014**

Fullerton Medical Scholarship Program Gaffney, SC	To assist medical students in medical school in NC and SC	\$	30,000.00
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The Fullerton Foundation  
EIN: 57-0847444  
Scholarship Application  
November 30, 2009  
Attachment to Part XV, Line 2b

FULLERTON MEDICAL SCHOLARSHIP PROGRAM

2009

Deadlines for Nomination

Preliminary Nominating Deadline: March 9, 2009

Final Nominating Deadline: March 23, 2009

The Directors of The Fullerton Foundation, Inc. established  
the Fullerton Medical Scholarship Program in the year 1985.

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## I. INTRODUCTION

The Fullerton Medical Scholarship Program established by The Fullerton Foundation, Inc., has been in existence since 1985 and strictly adheres to well-settled objectives, procedures concerning the interviewing of nominees, selection of scholarship recipients, and the handling of the payment of scholarship amounts. The objective of the Fullerton Medical Scholarship Program, selection criteria, selection and interview process, and the value, payment and continuation of the scholarship are described hereafter.

## II. OBJECTIVE

To identify and reward the student who demonstrates and projects the potential for development into a highly capable professional, and who is concerned with the total welfare of the society of which he/she is an active participant, as well as being a competent physician.

## III. SELECTION CRITERIA

1. The nominee, or the immediate family of the nominee, must have been a resident, or are residents, of North Carolina or South Carolina for the past five (5) calendar years.
2. The nominee must have:
  - (a) An undergraduate GPR minimum of 3.5 or better, and
  - (b) A minimum score as shown below on each of the four sections of the American Medical College Admission Test

<u>Section of Test</u>	<u>Score Range Low to High</u>	<u>Fullerton Medical Scholarship Nominee Minimum Score</u>
Verbal Reasoning	1 - 15	8
Physical Science	1 - 15	8
Biological Science	1 - 15	8
Writing Sample Test	Letter Scale J - T	Letter 0

**PLEASE INCLUDE A COPY OF THE NOMINEE'S COMPLETE  
"AMERICAN MEDICAL COLLEGE APPLICATION SERVICE" REPORT.**

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If a medical school does not require the AMCAS, the nominating medical school must provide a certification that the nominee has been accepted in its early admissions program.

**It is not necessary to send a transcript of the grades of the nominee.**

3. **The nominee must have the potential for service in the health care field, which can be demonstrated by, but not limited to, leadership in high school, undergraduate school and the community, as well as knowledge of society and the problems and opportunities of the world today. Additionally, it is important for the nominee to have an awareness of his/her own capabilities and limitations, to be able to interact and effectively communicate with others, and to have a feeling of empathy for others.**
4. A student may be nominated by only one medical school.

#### IV. SELECTION & INTERVIEW PROCESS

1. Each fully accredited four (4) year medical school in North Carolina:
  - (a) School of Medicine, Duke University Medical Center
  - (b) Brody School of Medicine, East Carolina University
  - (c) School of Medicine, University of North Carolina
  - (d) School of Medicine, Wake Forest Universityand in South Carolina:
  - (e) College of Medicine, Medical University of SC
  - (f) School of Medicine, University of SCwill be invited to nominate one candidate for a Fullerton Medical Scholarship. Please see Section IV, Selection and Interview Process, Paragraph 4, Page 4 for nomination mailing deadlines.
2. Official nomination forms will be furnished to each of the six (6) eligible medical schools.
3. Each completed nomination form **must** be accompanied by **three** personal letters of recommendation, one of which must be by an officer or professor in the undergraduate college of the nominee. (Note: A letter signed by more than

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one individual will be considered as **ONE** letter only.) Four (4) wallet-size prints of a recent photograph of the nominee should be included. Please do not

use a felt tip pen to write the name of the nominee on the back of the print.

4. Completed nomination forms, together with the required enclosures, should be postmarked on or before the deadline dates listed below and mailed to:

The Fullerton Foundation, Inc.  
Fullerton Medical Scholarship Program  
P. O. Box 2208  
Gaffney, SC 29342-2208

If you prefer to use overnight mail, the Foundation street address is 515 W. Buford Street, Gaffney, SC 29341.

In order to ensure that each nominee meets the "Selection Criteria" described above, the Foundation requires that the nomination forms and required enclosures be submitted by the following Preliminary Nominating Deadline: **Postmarked March 9, 2009.**

Upon receipt, the Foundation will review the nominee's file to determine whether the Selection Criteria have been met. If the criteria have not been met, the nominating medical school will be notified of this so that the school may select a substitute nominee. In this event the nominating forms and required enclosures with respect to the substitute nominee must be submitted by the following Final Nominating Deadline: **Postmarked March 23, 2009.**

This procedure is intended to help ensure that each nominating medical school will have an appropriate nominee involved in the selection process.

5. There will be no discrimination on the basis of race, sex, creed, or national origin.
6. The six nominees will be invited for interviews to be held in Charlotte, North Carolina, presently scheduled for Saturday morning, **April 18, 2009**. Room reservations will be made for each nominee for Friday night, **April 17, 2009**. Details concerning the interview schedule will be sent by certified mail April 2, 2009 to each medical school Fullerton Scholarship contact and to each nominee using the name and address shown on the nomination form. Reimbursement for reasonable travel expenses (travel receipts, mileage, and meals - personal telephone calls are excluded) of the nominees will be made to their respective nominating medical school on receipt, prior to **June 11, 2009**, of an expense statement from the nominating medical school of the nominee.

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7. An Independent Selection Committee (the Committee) will conduct the interviews. The Committee will be composed of persons who are leaders in business, the



professions and civic life, with no association of any kind with The Fullerton Foundation, Inc.

8. **After all interviews, the Committee will rank order only those nominees who have satisfied all the selection criteria set out in Section III above. Nominees will not be told their rankings. If a nominee has not satisfied all of the criteria, and therefore is not ranked, the Committee will document its reasons and provide the same to the Foundation staff. The top three nominees will be offered Scholarships. Each of the remaining nominees will be awarded a one-time \$1,000 honorary stipend, payable as described below to the medical school which made the nomination.**
9. The medical school whose nominee is awarded a scholarship must accept the scholarship by **May 20, 2009**. This means that the medical school's nominee must commit to attending that medical school by that same date. A completed "Acceptance and Commitment," a copy of which is on Page 7 of this brochure, must be mailed by the medical school to The Fullerton Foundation, Inc., **postmarked no later than May 20, 2009**; if the "Acceptance and Commitment" is not completed and postmarked by this date, or if the medical school or nominee is not willing to accept or commit by this date, or if for any other reason the scholarship is not accepted by this date, the scholarship will be withdrawn and then awarded to the medical school which nominated the next ranking nominee.

V. VALUE, PAYMENT AND CONTINUATION OF THE FULLERTON MEDICAL SCHOLARSHIP

1. Three Fullerton Medical Scholarships will be awarded to three students entering first year medical school in August 2009.
2. The value of the scholarship will be \$20,000 each year, payable to the institution in North Carolina or South Carolina which nominates the student and where the nominee is enrolled. One-half (\$10,000) will be paid the first business day in August and the other half (\$10,000) the first business day in the following January. The payee institution will determine the distribution of these payments between tuition and expenses.
3. If the winner of a Fullerton Medical Scholarship maintains adequate academic performance each year in accordance with the enrollment standards at his/her medical school, continues to be enrolled as a full time medical student, and the medical school sends a statement each year certifying the same to The Fullerton Foundation, Inc., he/she will continue to receive a Fullerton Medical Scholarship for each of the remaining three years of medical school. **It is the responsibility of the medical school to supply this information to The Fullerton Foundation, Inc. on a timely basis; if this information is not supplied timely the scholarship will be terminated.**
4. A Fullerton Medical Scholarship will be payable only to the medical school nominating the student. A scholarship is not transferable to another medical school. If a student does not attend the medical school which nominated him/her,

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the scholarship will be awarded instead to the medical school which nominated the next ranked student, as described above.

5. Each of the three medical schools whose nominee is not selected for a scholarship will receive a one-time \$1,000 stipend, payable to the medical school. On the first business day of August, 2009, The Fullerton Foundation, Inc. will send a check for \$1,000 to the medical school, to be applied against the tuition for the ensuing term of the student nominated by the medical school.
6. If a student whose nominating medical school is awarded a one-time \$1,000 honorary stipend does not attend that medical school, the stipend amount nevertheless will be paid to that nominating medical school for unrestricted use in its medical scholarship program.
7. Each institution is responsible for the proper disbursement or use of the funds (scholarships and stipends).

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## **FULLERTON MEDICAL SCHOLARSHIP PROGRAM**

### **ACCEPTANCE AND COMMITMENT**

Name of Medical School: \_\_\_\_\_

Name of Nominee: \_\_\_\_\_

Nominee to enroll in the fall of: \_\_\_\_\_

Deadline for acceptance and commitment: \_\_\_\_\_ May 20, 2009 \_\_\_\_\_

The Fullerton Foundation, Inc. has awarded a Fullerton Medical Scholarship to the medical school identified above. The scholarship, in the amount of \$20,000 per year, will be used by the medical school to pay tuition and expense amounts, as determined by the medical school, with respect to its nominee.

It is necessary that the medical school acknowledge its acceptance of the scholarship and that the nominee commit to attending that school, no later than the deadline date stated above. This is accomplished by completing this "Acceptance and Commitment" and mailing it by that date to: The Fullerton Foundation, Inc., Attn: Mr. Walter E. Cavell, Executive Director, Post Office Box 2208, Gaffney, South Carolina 29342-2208. If you prefer to use overnight mail, the Foundation street address is 515 W. Buford Street, Gaffney, SC 29341. IF THIS "ACCEPTANCE AND COMMITMENT" IS NOT COMPLETED AND POSTMARKED BY THE DEADLINE DATE, OR IF THE MEDICAL SCHOOL OR NOMINEE IS NOT WILLING TO ACCEPT OR COMMIT BY THAT DATE, OR IF FOR ANY OTHER REASON THE SCHOLARSHIP IS NOT ACCEPTED BY THAT DATE, THE SCHOLARSHIP WILL BE WITHDRAWN AND THEN AWARDED TO THE MEDICAL SCHOOL WHICH NOMINATED THE NEXT RANKING NOMINEE.

Consistent with the foregoing, the medical school and its nominee, as identified above, hereby accept the scholarship awarded, and the nominee commits to attending that same medical school.

\_\_\_\_\_  
(Name of Medical School)

By: \_\_\_\_\_

Title: \_\_\_\_\_

\_\_\_\_\_  
(Signature of Nominee)

**FULLERTON MEDICAL SCHOLARSHIP PROGRAM**

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NOMINATION FORM

March 2009

After a review of the literature that describes the Fullerton Medical Scholarship Program, the nominee will complete pages 9 and 10 and sign page 10 of this nomination form. Page 11 is to be completed and signed by the Dean, or his/her designee, of the appropriate North Carolina or South Carolina medical school.

Requested information should be typed and limited, if possible, to the space provided. If additional information is deemed necessary, please annotate and attach.

The medical school must furnish requested information regarding scholastic record as part of the nomination process (American Medical College Application Service Report).

The medical school official should mail the nomination form and required enclosures to:

The Fullerton Foundation, Inc.  
Fullerton Medical Scholarship Program  
P. O. Box 2208  
Gaffney, South Carolina 29342-2208

If you prefer to use overnight mail, the Foundation street address is:

The Fullerton Foundation, Inc.  
Fullerton Medical Scholarship Program  
515 W. Buford Street  
Gaffney, South Carolina 29341

**and postmarked no later than:**

**Preliminary Nominating Deadline March 9, 2009**

**Final Nominating Deadline March 23, 2009**

**Note: Please refer to Section IV, Selection and Interview Process, Page 4 of this brochure, Paragraph 4.**

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## **NOMINATION FORM**

### **Nominee Information**

(To be completed by nominee)

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Last Name	First	Middle	Name you wish to be called
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Date of Birth	Place of Birth
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Nominee's Current Mailing Address

Where have you lived for the past five calendar years?  
(Please give address, city, state and zip code)

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Names of Parents or Immediate Family

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Address of Parents or Immediate Family

Where have your parents lived for the past five calendar years?  
(Please give address, city, state and zip code)

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Undergraduate school and location

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Major field of study

GPR

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Employment Record

(Employer, Job Title, Summer, School Year, Hours Per Week, Etc.)

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\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
Community, Church, Youth and/or Service Work  
(Activity, years of participation, honors, awards, etc.)

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
Hobbies and Special Interests

\_\_\_\_\_  
\_\_\_\_\_  
I have read the Fullerton Medical Scholarship material, including the description of the selection process and the conditions for acceptance, and hereby agree to nomination for a Fullerton Medical Scholarship with knowledge of the selection process and related conditions.

Also, I authorize the release to The Fullerton Foundation, Inc. of any information held or to be held by any secondary school, undergraduate and/or graduate school, or any others, including, but not limited to, personal evaluations, transcripts and test scores. I understand that this material may be kept confidential both from the public and me, and I waive any right of access that I might have by law.

\_\_\_\_\_  
Signature of Candidate and Date

Enclosures:

- (1) Three letters of recommendation
- (2) Four wallet-size photos (head and shoulders)

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Nominee Information  
(To be completed by medical school official)

\_\_\_\_\_ nominates \_\_\_\_\_  
Nominating University

for a Fullerton Medical Scholarship. It is our opinion that this medical student is fully qualified for the following reasons: (Please note special or unique circumstances that should be considered in evaluating this candidate's record and potential. Written comments will be received in confidence for use only in the selection process.)

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Medical College Admission Test Scores

\_\_\_\_\_  
(Show test score for each section OR state, "Certification of preadmission to medical school is attached.")

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Name (Type or Print)

\_\_\_\_\_  
Title

\_\_\_\_\_  
Medical School

\_\_\_\_\_  
Date

## **The Fullerton Foundation, Inc.**

### **Guidelines for Grants**

#### **General Policy**

The Foundation has adopted the following guidelines with respect to grants:

1. The Foundation's primary field of interest is health care and medicine with higher education secondary. While there are no fixed geographical limitations, the primary geographical areas of interest shall be South Carolina and North Carolina.

2. The Foundation will not make grants to individuals.

3. The Foundation will not make loans.

4. The Foundation will not normally fund overhead and/or indirect costs.

5. The Foundation does not normally fund "bricks and mortar" projects.

6. The Foundation normally discourages recurring applications.

7. Endowment funds, debt retirement, and operating funds normally shall be unlikely candidates for assistance.

8. The Foundation shall receive, process, and make decisions on applications for grants without regard to age, creed, gender, national origin, race, or religion and will expect grantees to use Foundation funds likewise.

9. Challenge grants for projects that should have wide appeal to others may be of interest to the Foundation when they afford the opportunity for the merit of the project to be tested further by the response and support of others.

10. Declination of applications or recommendations shall not reflect adversely on applicants or projects.

11. To be eligible, an applicant must be an organization described in Section 501(c)(3) of the Internal Revenue Code and must be either (a) a public charity as described in Section 509(a) (1), (2) or (3) of the Code or (b) an exempt operating foundation as described in Section 4940(d)(2) of the Code.



12. If the organization is a support organization as described in Section 509(a)(3) of the Code, the organization must submit a currently dated, written opinion letter from its legal counsel to the effect that the organization is a Type I, Type II, or functionally integrated Type III support organization as described in the Pension Protection Act of 2006 (and not a Type III support organization which is not functionally integrated with the supported organization). The letter must describe the organizational and operational aspects of the organization which reasonably lead to the opinion. The letter may not provide a mere representation as to the status of the organization without providing the basis and reasoning leading to the opinion.

### **Applications (Deadlines are April 1, August 1, and December 1)**

Applications for grants must be in writing briefly showing:

1. Full disclosure of the applicant organization's working relationship, if any, with any for-profit organization (affiliate, corporate, partnership, contract, etc.) allowing or permitting any sharing of the grant funds or the benefits of the grant.
2. The purpose of the grant.
3. Budget projections and requirements.
4. Other funding sources—expected, pledged, or paid.
5. Plans for permanent financial support.
6. Methods for evaluating project effectiveness.
7. Documentation of the federal tax status of the grant applicant, as described above in paragraph 7 of the General Policy, and of any organization with which the applicant has a working relationship allowing or permitting any sharing of the grant funds or the benefits of the grant.

### **Fullerton Medical Scholarships Program**

The Fullerton Medical Scholarship Program is administered by each of the four medical schools in North Carolina and the two medical schools in South Carolina, each of whom selects a nominee for interview by an Independent Selection Committee. For specific application procedures, contact the admissions office of the particular medical school.