Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2008

For calendar year 2008, or tax year beginning 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: GERMAN PROTESTANT ORPHAN ASYLUM ASSOC.

Number and street (or P O box number if mail is not delivered to street address) / Room/suite: P. O. BOX 158

City or town, state, and ZIP code: MANDEVILLE, LA 70470

A Employer identification number: 72-0423621

B Telephone number: (504) 895-2361

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 11,208,395.

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

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

		(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	190.		N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	45.	45.		STATEMENT 2
	4 Dividends and interest from securities	363,400.	363,400.		STATEMENT 3
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<606,001.>			STATEMENT 1
	b Gross sales price for all assets on line 6a 2,343,765.				
	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	125,976.	0.		STATEMENT 4
	12 **Total.** Add lines 1 through 11	<116,390.>	363,445.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 5	9,555.	0.		9,555.
	c Other professional fees STMT 6	107,340.	34,800.		72,540.
	17 Interest				
	18 Taxes STMT 7	600.	600.		0.
	19 Depreciation and depletion				
	20 Occupancy	5,400.	540.		4,860.
	21 Travel, conferences, and meetings	1,175.	118.		1,057.
	22 Printing and publications	825.	83.		742.
	23 Other expenses STMT 8	7,957.	796.		7,158.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	132,852.	36,937.		95,912.
	25 Contributions, gifts, grants paid	543,391.			543,391.
	26 **Total expenses and disbursements.** Add lines 24 and 25	676,243.	36,937.		639,303.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<792,633.>			
	b **Net investment income** (if negative, enter -0-)		326,508.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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

Form **990-PF** (2008)

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	109,926.	642,669.	642,669.
	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	0.	250,631.	257,760.
	b	Investments - corporate stock STMT 10	4,808,676.	4,735,070.	5,674,886.
	c	Investments - corporate bonds STMT 11	3,730,712.	1,439,506.	1,555,463.
	11	Investments - land, buildings, and equipment: basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 12	2,472,935.	3,261,740.	3,077,617.
	14	Land, buildings, and equipment: basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers)	11,122,249.	10,329,616.	11,208,395.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	11,122,249.	10,329,616.	
	30	**Total net assets or fund balances**	11,122,249.	10,329,616.	
	31	**Total liabilities and net assets/fund balances**	11,122,249.	10,329,616.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	11,122,249.
2	Enter amount from Part I, line 27a	2	<792,633.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	10,329,616.
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	10,329,616.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SEE ATTACHMENT # 1	P	VARIOUS	VARIOUS
b	SEE ATTACHMENT # 1	P	VARIOUS	VARIOUS
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	349,533.		345,523.	4,010.
b	1,994,232.		2,604,243.	<610,011.>
c				
d				
e				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				4,010.
b				<610,011.>
c				
d				
e				

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** <606,001.>

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	468,229.	12,524,198.	.037386
2006	628,100.	13,472,913.	.046619
2005	694,225.	12,378,991.	.056081
2004	592,395.	12,082,444.	.049029
2003	532,938.	11,951,072.	.044593

2	**Total** of line 1, column (d)	2	.233708
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	.046742
4	Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	9,964,332.
5	Multiply line 4 by line 3	5	465,753.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,265.
7	Add lines 5 and 6	7	469,018.
8	Enter qualifying distributions from Part XII, line 4	8	639,303.

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 ▶ ☐ 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 ▶ [X] and enter 1% of Part I, line 27b		1	3,265.
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	3,265.
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	3,265.
6	Credits/Payments:			
a	2008 estimated tax payments and 2007 overpayment credited to 2008	6a 10,080.		
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	10,080.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	6,815.
11	Enter the amount of line 10 to be: **Credited to 2009 estimated tax** ▶ 3,280. **Refunded** ▶		11	3,535.

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

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

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

Website address ▶ WWW.GPOAFOUNDATION.ORG

14 The books are in care of ▶ GERMAN PROTESTANT ORPHAN ASYLU Telephone no. ▶ 504-895-2361

Located at ▶ P O BOX 158, MANDEVILLE, LA ZIP+4 ▶ 70470

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2008?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2008 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2008.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008?	4b		X

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

			Yes	No
5a During the year did the foundation pay or incur any amount to:				
(1) *Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?*	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?	☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	N/A	5b		
Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A ☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d).				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
If you answered "Yes" to 6b, also file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b		

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

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

(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 13		0.	0.	0.

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

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

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

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	0.
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	9,719,513.
b	Average of monthly cash balances	1b	396,560.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	10,116,073.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	10,116,073.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	151,741.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,964,332.
6	**Minimum investment return.** Enter 5% of line 5	6	498,217.

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

1	Minimum investment return from Part X, line 6	1	498,217.
2a	Tax on investment income for 2008 from Part VI, line 5 — 2a: 3,265.		
b	Income tax for 2008. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	3,265.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	494,952.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	494,952.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	494,952.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	639,303.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	639,303.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	3,265.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	636,038.

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				494,952.
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			529,429.	
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: ▶ $ 639,303.				
a Applied to 2007, but not more than line 2a			529,429.	
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				109,874.
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				385,078.
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				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

SEE ATTACHMENT #2

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

SEE ATTACHMENT #2

c Any submission deadlines:

N/A

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

N/A

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHMENT #3		PUBLIC	SCHEDULED	543,391.
Total			▶ 3a	543,391.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	45.	
4 Dividends and interest from securities			14	363,400.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	<606,001.>	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a EXCISE TAX REFUND					53,481.
b INVESTMENT BASIS					
c ADJUSTMENT					72,495.
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		<242,556.>	125,976.

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 <116,580.>

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
11A	REFUND FROM 2007 FORM 990-PF
11B	TO ADJUST COST BASIS OF INVESTMENTS TO ACTUAL BASIS.

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

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

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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		

Sign Here

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

J. Gary Haller — 5-5-10 — President

Signature of officer or trustee — Date — Title

Paid Preparer's Use Only

Preparer's signature: Laurence Holmes CPA — Date: MAY 03 2010 — Check if self-employed ☐ — Preparer's identifying number

Firm's name (or yours if self-employed), address, and ZIP code: BOURGEOIS BENNETT, L.L.C. 111 VETERANS BLVD. 17TH FLOOR METAIRIE, LOUISIANA 70005

EIN ▶

Phone no. 504.831.4949

823622 01-02-09

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

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE ATTACHMENT # 1	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
349,533.	345,523.	0.	0.	4,010.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE ATTACHMENT # 1	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,994,232.	2,604,243.	0.	0.	<610,011.>

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	<606,001.>

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

SOURCE	AMOUNT
WHITNEY BANK	45.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	45.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
WACHOVIA	190,899.	0.	190,899.
WACHOVIA	172,501.	0.	172,501.
TOTAL TO FM 990-PF, PART I, LN 4	363,400.	0.	363,400.

FORM 990-PF OTHER INCOME STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
EXCISE TAX REFUND	53,481.	0.	
INVESTMENT BASIS ADJUSTMENT	72,495.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	125,976.	0.	

FORM 990-PF ACCOUNTING FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	9,555.	0.		9,555.
TO FORM 990-PF, PG 1, LN 16B	9,555.	0.		9,555.

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 COUNSELING	26,248.	26,248.		0.
CUSTODIAL FEES	492.	492.		0.
MANAGEMENT SERVICES	80,600.	8,060.		72,540.
TO FORM 990-PF, PG 1, LN 16C	107,340.	34,800.		72,540.

FORM 990-PF TAXES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX ON DIVIDENDS	600.	600.		0.
TO FORM 990-PF, PG 1, LN 18	600.	600.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LOCAL MEETINGS/PARKING	1,989.	199.		1,790.
POSTAGE	770.	77.		693.
TELEPHONE	1,338.	134.		1,204.
OFFICE SUPPLIES	2,560.	256.		2,301.
CLERICAL FEES	1,100.	110.		990.
AUTO	200.	20.		180.
TO FORM 990-PF, PG 1, LN 23	7,957.	796.		7,158.

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
WELLS FARGO MUNICIPAL BONDS		X	250,631.	257,760.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			250,631.	257,760.
TOTAL TO FORM 990-PF, PART II, LINE 10A			250,631.	257,760.

FORM 990-PF	CORPORATE STOCK	STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
WELLS FARGO/VILLERE CORPORATE STOCK	891,523.	972,292.
WELLS FARGO/WATERS PARKERSON CORPORATE STOCK	3,843,547.	4,702,594.
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,735,070.	5,674,886.

FORM 990-PF	CORPORATE BONDS	STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
WELLS FARGO CORPORATE BONDS	1,439,506.	1,555,463.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,439,506.	1,555,463.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
WELLS FARGO MUTUAL FUNDS	COST	1,871,578.	1,622,591.
WELLS FARGO CDS	COST	1,390,162.	1,455,026.
TOTAL TO FORM 990-PF, PART II, LINE 13		3,261,740.	3,077,617.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 13

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
GARY HALLER P O BOX 158 MANDEVILLE, LA 70470-0158	PRESIDENT 2.50	0.	0.	0.
CHARLES B. MAYER P O BOX 158 MANDEVILLE, LA 70470-0158	VICE-PRESIDENT 2.50	0.	0.	0.
WALTER C. FLOWER P O BOX 158 MANDEVILLE, LA 70470-0158	SECRETARY 2.50	0.	0.	0.
PRICE G. CRANE P O BOX 158 MANDEVILLE, LA 70470-0158	TREASURER 2.50	0.	0.	0.
RALPH C. COX, JR. P O BOX 158 MANDEVILLE, LA 70470-0158	TRUSTEE 1.25	0.	0.	0.
PAUL M. HAYGOOD P O BOX 158 MANDEVILLE, LA 70470-0158	TRUSTEE 1.25	0.	0.	0.
CHARLES N. MONSTED, III P O BOX 158 MANDEVILLE, LA 70470-0158	TRUSTEE 1.25	0.	0.	0.
BARBARA C. MACPHEE P O BOX 158 MANDEVILLE, LA 70470-0158	TRUSTEE 1.25	0.	0.	0.
CAMILLE JONES STRACHAN P O BOX 158 MANDEVILLE, LA 70470-0158	TRUSTEE 1.25	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

(F1)

German Protestant Orphan Asylum Association
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11/30/09 - Attachment # 1 to Schedule D

3035-8524 - Long term	Purchased	Sold	Proceeds	Cost	Gain/Loss
American General Finance Medium Term Notes	1/12/2006	11/24/2009	245,932 50	248,780.00	(2,847.50)
Alliance Bernstein Intl Value Fund	8/16/2007	8/11/2009	165,085.66	300,000.00	(134,914.34)
Alliance Bernstein Intl Value Fund	8/24/2007	8/11/2009	104,144.57	200,000.00	(95,855.43)
Alliance Bernstein Intl Value Fund	9/4/2007	8/11/2009	102,925.48	200,000 00	(97,074.52)
Alliance Bernstein Intl Value Fund	9/18/2007	8/11/2009	103,400.99	200,000 00	(96,599 01)
Alliance Bernstein Intl Value Fund	1/2/2007	8/11/2009	48,559.72	100,000.00	(51,440.28)
Alliance Bernstein Intl Value Fund	12/24/2007	8/11/2009	22,895 74	40,788.64	(17,892.90)
Alliance Bernstein Intl Value Fund	12/24/2007	8/11/2009	2,079.27	3,704.19	(1,624.92)
Alliance Bernstein Small Cap Value Fund	8/16/2007	8/11/2009	36,493.53	50,000.00	(13,506.47)
Alliance Bernstein Small Cap Value Fund	10/2/2007	8/11/2009	33,516.54	50,000.00	(16,483.46)
Alliance Bernstein Small Cap Value Fund	10/15/2007	8/11/2009	16,927.35	25,000 00	(8,072 65)
Alliance Bernstein Small Cap Value Fund	12/24/2007	8/11/2009	5,857.49	7,521.06	(1,663 57)
Alliance Bernstein Small Cap Value Fund	12/24/2007	8/11/2009	1,776.87	2,281 51	(504.64)
Wal-Mart Stores Inc.	10/24/2007	8/10/2009	240,000 00	250,498.30	(10,498.30)
Target Corp Notes	10/24/2007	6/15/2009	245,000.00	249,209.70	(4,209.70)
			1,374,595.71	1,927,783 40	(553,187 69)

2806-5674 - Long term	Purchased	Sold	Proceeds	Cost	Gain/Loss
Wyeth	6/20/2000	1/27/2009	121,066.16	12,631.39	108,434.77
Time Warner	11/30/2001	3/19/2009	4,162.90	17,729.17	(13,566.27)
Time Warner	12/10/2001	3/19/2009	8,325.82	33,462 37	(25,136.55)
Time Warner	1/8/2002	3/19/2009	12,488 73	48,940.10	(36,451.37)
Time Warner	5/12/2004	3/19/2009	8,325 82	16,462.91	(8,137 09)
Altria Group, Inc	3/11/1993	6/5/2009	8,441.62	2,567.31	5,874.31
Altria Group, Inc	4/27/1993	6/5/2009	25,324.89	5,489.21	19,835.68
Sigma Aldrich Corp	3/7/2006	6/5/2009	17,146.53	11,230 60	5,915.93
Sigma Aldrich Corp	3/7/2006	6/26/2009	19,701 69	12,834 96	6,866.73
Time Warner Inc New	5/12/2004	6/26/2009	8,324 34	12,382.92	(4,058.58)
Time Warner Inc. New	5/24/2006	6/26/2009	24,973.04	39,831.34	(14,858.30)
Time Warner Cable	5/12/2004	6/5/2009	2,656 54	4,071.69	(1,415.15)
Time Warner Cable	5/24/2006	6/5/2009	7,969.66	13,097.16	(5,127.50)
Wal-Mart Stores	6/20/2000	6/26/2009	2,372.43	129.62	2,242.81
Johnson & Johnson	6/20/2000	8/12/2009	30,200.40	2,086.40	28,114 00
Wal-Mart Stores	6/20/2000	8/17/2009	48,874.82	2,462 77	46,412 05
Dominion Res Inc Va New	4/6/2006	11/20/2009	107,447.79	106,837.83	609.96
			457,803.18	342,247.75	115,555.43

2806-5573 - Long term	Purchased	Sold	Proceeds	Cost	Gain/Loss
Cabelas Inc	10/15/2007	12/16/2008	15,199.12	49,509.13	(34,310 01)
Delta Petroleum	8/17/2007	1/30/2009	12,665.22	46,327.69	(33,662.47)
EPIQ Systems	8/17/2007	1/30/2009	45,987.83	42,395.84	3,591.99
EPIQ Systems	8/17/2007	1/30/2009	5,301.52	4,891.82	409.70
First St. Bancorporation	9/6/2007	1/30/2009	2,657.08	53,496 66	(50,839.58)
Collective Brands Inc	8/21/2007	4/30/2009	25,749.65	44,901 52	(19,151.87)
Zolteck	3/26/2008	4/20/2009	11,495.63	44,941.75	(33,446.12)
Bank of the Ozarks	10/22/2007	10/14/2009	42,777.50	47,747.76	(4,970.26)
			161,833 55	334,212.17	(172,378.62)
Total Long Term Sales			1,994,232.44	2,604,243.32	(610,010 88)

German Protestant Orphan Asylum Association
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2806-5573 - Short term	Purchased	Sold	Proceeds	Cost	Gain/Loss
Cabelas	1/24/2008	12/16/2008	7,599.57	15,080.50	(7,480.93)
Cerner Corp	10/10/2008	12/16/2008	42,612.75	36,449.92	6,162.83
EPIQ Systems	8/5/2008	1/30/2009	8,891.09	5,608.81	3,282 28
EPIQ Systems	8/5/2008	1/30/2009	12,370.22	7,852.34	4,517.88
First St. Bancorporation	6/2/2008	1/30/2009	1,486.28	11,586.59	(10,100.31)
First St. Bancorporation	6/2/2008	1/30/2009	124.30	978.59	(854 29)
First St Bancorporation	6/2/2008	1/30/2009	355.87	2,935.80	(2,579 93)
First St. Bancorporation	6/2/2008	1/30/2009	495.43	4,070.96	(3,575.53)
Quicksilver Resources	10/10/2008	4/30/2009	29,097.03	34,388.13	(5,291 10)
Collective Brands	5/1/2008	4/30/2009	28,610.73	25,117.96	3,492 77
Baldor Electric Company	3/19/2009	4/30/2009	47,580.38	31,182.88	16,397 50
Zolteck	2/12/2009	4/20/2009	20,286.43	20,270.95	15 48
			199,510.08	195,523.43	3,986.65

2806-5674 - Short term	Purchased	Sold	Proceeds	Cost	Gain/Loss
Time Warner	3/27/2009	3/27/2009	17.12	-	17.12
Time Warner	4/2/2009	4/2/2009	6.15	0.01	6 14
			23.27	0.01	23.26

2979-2237 - Short term	Purchased	Sold	Proceeds	Cost	Gain/Loss
Carolina First Bank	7/22/2008	1/30/2009	75,000.00	75,000.00	-
Private Bank and Trust	7/22/2008	1/30/2009	75,000.00	75,000.00	-
			150,000.00	150,000.00	-
Total Short Term Sales			349,533.35	345,523.44	4,009 91
Total Sales			2,343,765.79	2,949,766.76	(606,000.97)

GPOA
72-0423621
Part XV - Attachment # 2

F2

GPOA FOUNDATION GRANT GUIDELINES

Eligibility Requirements:
- Nonprofit organizations that serve children in Louisiana (generally 501(c)3)

Funding Priorities:
The GPOA Foundation will consider funding:
- Nonprofit organizations that serve children in metro New Orleans
- The GPOA Foundation's primary focus is education, which includes afterschool enrichment, vocational education, literacy programs and more.
- The foundation's primary interest is in funding programs (including staff and materials).
- Program effectiveness is an important consideration in awarding grants.

The GPOA Foundation will NOT fund:
- Out-of-state organizations (unless the request is to serve Louisiana children)
- Programs which are not focused on children
- Building or renovation expenses
- Sponsorship of special events
- Individual scholarships
- Equipment (computers, etc.) is rarely funded

Average Grant Range:
The GPOA Foundation's average grant award is approximately $12,000 within a range of $5,000 to $26,000.

The Grant Application Process

Step 1: **Submit a ONE PAGE CONCEPT PAPER USING THE REQUIRED FORM.**

The Concept Paper form is on our website and can be downloaded.

Please **MAIL ONE (1) ORIGINAL PLUS TWELVE (12) COPIES** of the Concept Paper by the due date.

Please send materials by the due date via U.S. Postal Service to our post office box:
GPOA Foundation, P.O. Box 158, Mandeville, LA 70470.
We do not accept courier or hand-delivered materials.

It is not necessary to use priority delivery services with the post office as long as you have it postmarked by the due date. Deadlines and postmark dates are firm and not negotiable.

Concept Paper Deadlines:

Concept Papers Due:	February 1	May 1	August 1	November 1
Invitations for Full Proposals Mailed By:	February 20	May 20	August 20	November 20

Updated May, 2009

Deadlines and Decisions:

Invited Proposals Due By:	March 15	June 15	September 15	December 15
Final Funding Decision By:	May 15	August 15	November 15	February 15

Step 2: *The GPOA Foundation Grants Committee will review your concept paper and let you know whether or not GPOA is interested in receiving a full proposal. We may also suggest revisions or other potential sources of funding.*

Step 3: **If requested, submit a FULL PROPOSAL which includes:**

TWELVE(12) COPIES of a three (3) page proposal which addresses:

- A description of the organization (history, accomplishments, etc.)
- The need for the proposed project
- Who the proposed project will serve
- A description of the project's proposed services and activities
- What outcomes/results are expected and how they will be evaluated
- Future funding plans
- A project budget which details how GPOA funds would be spent
- A total organization budget (with projected revenue and expenses)

ONE (1) COPY of:

- IRS letter which indicates not profit status (generally 501(c)3)
- Most recent audit (if conducted)
- Form 990 (new organizations: financial report with revenue/expenses to date)
- Board List
- Program brochure
- Letters of agreement from referral sources or collaborators, as appropriate

Please MAIL materials via U.S. Postal Service ONLY to our post office box by the due date:

GPOA Foundation, P.O. Box 158, Mandeville, LA 70470-0158

We do not accept courier or hand-delivered materials.

Questions may be addressed to:

Lisa Kaichen, Foundation Manager or Susan Delle Shaffette, Program Officer

Telephone: (985) 674-5328 or (504) 895-2361 *Email:* gpoafoundation@aol.com
Website: http://www.gpoafoundation.org

Helpful Hints To Prepare Your Grant If You Are Asked to Submit A Full Proposal

- Define the specific needs of the children you will serve. Don't be too generic. General statistics about national or state problems are not as important as those for your community.
- Be specific about your planned response. "We will improve the self-esteem of teenage girls" is not as clear as "We will offer a six part training program for fifty 12- 16 year old girls which includes sessions on hygiene, career options, study skills, and money management."
- Let us know how GPOA funds will be used. Include a total organizational budget, a project budget and a revenue plan. We like to know how the foundation's funding fits into the whole picture.
- Keep the reader's attention on the ultimate outcome - or impact - your project will make for clients that it will serve. Will your clients finish high school? Avoid teen pregnancy? Stay away from drugs? How will you evaluate your impact?
- Let a friend or relative read your proposal before submission. Do they understand it? Would they support it themselves?
- How do you plan to show the impact of your work? Are you using an evidence-driven model and/or evaluation tools?
- Did you follow the directions? Following directions can be an indicator of future reporting compliance

GPOA
72-0423621
Part XV - Attachment #3

GPOA Foundation

Paid Grant Funds December 1, 2008 to November 30, 2009

Organization *Project Title*	PAID	Tax ID
Cabrini High School 1400 Moss Street New Orleans, LA 70119 *Tuition - Scholars Program*	$10,000.00	Archdiocese of N.O.
Carrollton Avenue Church of Christ 4540 South Carrollton Avenue New Orleans, LA 70119 *Summer Camp*	$2,500.00	72-0567359
Center for Development and Learning One Galleria Boulevard, Suite 903 Metairie, LA 70001 *Teacher Training Toolkits*	$10,000.00	72-1221356
De La Salle High School 5300 St. Charles Avenue New Orleans, LA 70115 *Tuition - Scholars Program*	$10,000.00	72-0981487
Each One Save One 210 St. Charles St., Suite 2529 New Orleans, LA 70130 *Each One Save One Mentoring Program*	$6,500.00	72-1263728
Foundation for Science and Mathematics Education 5625 Loyola Avenue New Orleans, LA 70115 *Summer Science Internships*	$7,500.00	20-5197170
Grace Child Center 3700 Canal Street New Orleans, LA 70119 *Bi-lingual teacher support*	$8,000.00	72-0753442

F3

Greater New Orleans Youth Orchestra P.O. Box 760064 New Orleans, LA 70174 *Young Artist Academy*	$10,000.00	72-1317229
Greater New Orleans Foundation 1055 St. Charles Avenue, Suite 100 New Orleans, LA 70130 *Children & Youth Fund*	$123,000.00	72-0408921
Intercultural Charter School 5075 Willow Brook Drive New Orleans, LA 70129 *Reading Remediation*	$10,000.00	33-1177686
Jesuit High School 4133 Banks Street New Orleans, LA 70119 *Tuition - Scholars Program*	$10,000.00	72-0467510
Junior Achievement of Greater New Orleans 5100 Orleans Avenue New Orleans, LA 70124 *Capstone Programs Challenge Grant*	$7,500.00	72-0469314
Kingsley House 1600 Constance Street New Orleans, LA 70130 *Expansion of Afterschool and Summer Camp Programs*	$16,000.00	72-0408940
KIPP New Orleans Schools 1607 S. Carrollton Avenue New Orleans, LA 70118 *KIPP School Support Center*	$10,000.00	20-2277213
Liberty City Community Development Corp. 2100 Martin Luther King, Jr. Blvd. New Orleans, LA 70113 *Bridge funding for afterschool/summer camp program*	$10,000.00	72-1505243

Louisiana Endowment for the Humanities 938 Lafayette Street, Suite 300 New Orleans, LA 70113 *Prime Time Reading Program*	$7,500.00	72-0795568
New Orleans Outreach 3801 Monroe Street New Orleans, LA 70118 *Green School Project*	$40,000.00	72-1284608
New Orleans Police and Justice Foundation 400 Poydras Street, Suite 2105 New Orleans, LA 70130 *Cops for Kids Summer Camp*	$10,000.00	72-1311151
NOCCA 2800 Chartres St. New Orleans, LA 70117 *Financial Aid Program*	$10,000.00	72-0972102
Ochsner Health System 1516 Jefferson Highway New Orleans, LA 70121 *Ochsner Reads*	$5,000.00	72-0502505
Operation Reach 2115 Carondelet Street New Orleans, LA 70130 *The Knowledge Garden Child Development Center*	$5,000.00	72-1451613
Parkway Partners Program, Inc. 1137 Baronne Street New Orleans, LA 70113 *Sow and Grow Schoolyard Gardens Program*	$5,000.00	72-1201864
Samuel Green Charter School 2319 Valence Street New Orleans, LA 70114 *Samuel Green Charter School Project*	$20,000.00	72-1409800

Sojourner Truth Academy P.O. Box 13294 New Orleans, LA 70185 *Literary Specialist, Building Materials & Library*	$10,000.00	26-0818354
Sports for Kids 137 N. Clark Street New Orleans, LA 70130 *Sports Programs at N.O. Schools*	$5,000.00	94-3251867
St. Augustine High School 2600 A P Tureuad Avenue New Orleans, LA 70119 *Tuition - Scholars Program*	$10,000.00	72-0539545
St. Mary's Academy 6905 Chef Menteur Highway New Orleans, LA 70126 *Tuition - Scholars Program*	$10,000.00	Archdiocese of N.O.
St. Michael Special School 1522 Chippewa Street New Orleans, LA 70130 *Speech Pathologist*	$31,000.00	72-0626395
STAIR 1545 State Street New Orleans, LA 70118 *Funding for Program/Materials Director*	$14,000.00	72-1178996
Teach for America 313 Carondelet Street, 11th Floor New Orleans, LA 70130 *Support for Corps Members*	$25,000.00	13-3541913
TREE 1504 Magazine Street New Orleans, LA 70130 *Lost Treasures Classroom Education Initiative*	$8,500.00	72-1310276
Tulane University - For the Children Reading Program	$10,000.00	72-0423889

200 Broadway, Suite 105 New Orleans, LA 70118 *Literacy Program*		
Victories in Service 2615 A. P. Tureaud Avenue New Orleans, LA 70119 *Green School Project & Afterschool Program*	$35,891.50	26-0412059
Volunteers of America, GNO 3801 Canal Street, Suite 331 New Orleans, LA 70119 *Afterschool project at two charter schools*	$13,000.00	13-1692595
Young Leadership Council P.O. Box 56909 New Orleans, LA 70156 *Youth Educational Programs*	$5,000.00	58-7118004
Youth Empowerment Project 1604 Oretha Castle Haley Blvd New Orleans, LA 70113 *NOPLAY Literacy Program*	$12,500.00	42-1633060
Grand Total	$543,391.50	

German Protestant Orphan Asylum Assoc.
72-0423621

Form 990-PF, Part II, Line 10b

Stocks

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
AMERICAN VANGUARD CORP AVD Acquired 11/07/07	3,500	14.69	51,832.45	7.3500	25,725.00	- 26,107.45	70.00	0.27
ANNALY CAPITAL MANAGEMNT INC NLY Acquired 05/27/09	2,500	13.90	35,091.74	18.4100	46,025.00	10,933.26	6,900.00	14.99
CARTER HOLDINGS INC CRI Acquired 10/10/08	2,400	14.55	35,248.66	21.7500	52,200.00	16,951.34	N/A	N/A
COLLECTIVE BRANDS INC PSS Acquired 08/20/09	3,100	14.10	44,097.11	19.3400	59,954.00	15,856.89	N/A	N/A

Stocks continued

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD
CULLEN FROST BANKERS INC								
CFR								
Acquired 08/13/09	900	50.47	45,729.75	48.0200	43,218.00	- 2,511.75	1,548.00	3.58
EPIQ SYSTEMS INC								
EPIQ								
Acquired 02/12/09	2,100	14.96	31,723.20		27,195.00	- 4,528.20		
Acquired 08/13/09	800	15.21	12,313.65		10,360.00	- 1,953.65		
Total	**2,900**		**$44,036.85**	**12.9500**	**$37,555.00**	**- $6,481.85**	**N/A**	**N/A**
EURONET WORLWIDE INC								
EEFT								
Acquired 05/01/08	2,500	17.49	44,072.06	21.2400	53,100.00	9,027.94	N/A	N/A
FLOWERS FOODS INC								
FLO								
Acquired 05/27/09	1,600	21.65	34,937.96	22.8900	36,624.00	1,686.04	1,120.00	3.05
GULF ISLAND FABRICATION INC								
GIFI								
Acquired 01/24/08	1,700	26.10	44,698.24		37,383.00	- 7,315.24		
Acquired 08/13/09	1,400	14.57	20,630.14		30,786.00	10,155.86		
Total	**3,100**		**$65,328.38**	**21.9900**	**$68,169.00**	**$2,840.62**	**$124.00**	**0.1[illegible]**
ION GEOPHYSICAL CORP								
IO								
Acquired 01/24/08	3,600	12.33	44,795.38		19,584.00	- 25,211.38		
Acquired 10/10/08	1,000	7.66	7,788.07		5,440.00	- 2,348.07		
Acquired 02/12/09	16,400	1.46	24,623.29		89,216.00	64,592.71		
Total	**21,000**		**$77,206.74**	**5.4400**	**$114,240.00**	**$37,033.26**	**N/A**	**N/A**
J M SMUCKER CO								
SJM								
Acquired 02/12/09	700	42.44	29,953.86	59.0800	41,356.00	11,402.14	980.00	2.36
KANSAS CITY SOUTHERN NEW								
KSU								
Acquired 02/12/09	1,600	18.90	30,526.53	28.6300	45,808.00	15,281.47	N/A	N/A
LUMINEX CORP								
LMNX								
Acquired 08/29/07	1,800	14.14	25,672.46		24,660.00	- 1,012.46		

Stocks continued

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
Acquired 08/13/09	1,000	16.01	16,198.53		13,700.00	- 2,498.53		
Total	**2,800**		**$41,870.99**	**13.7000**	**$38,360.00**	**- $3,510.99**	**N/A**	**N/A**
NIC INC EGOV								
Acquired 08/05/08	6,400	7.01	45,347.60		55,424.00	10,076.40		
Acquired 10/10/08	1,600	4.57	7,452.47		13,856.00	6,403.53		
Total	**8,000**		**$52,800.07**	**8.6600**	**$69,280.00**	**$16,479.93**	**N/A**	**N/A**
PHI INC PHIIK								
Acquired 10/22/07	1,500	31.39	47,423.25	17.7500	26,625.00	- 20,798.25	N/A	N/A
PIONEER NAT RES CO PXD								
Acquired 05/27/09	1,400	25.24	35,626.55	41.3500	57,890.00	22,263.45	112.00	0.19
VARIAN MEDICAL SYSTEMS INC VAR								
Acquired 10/10/08	900	40.42	36,659.15		42,066.00	5,406.85		
Acquired 08/13/09	300	36.87	11,179.97		14,022.00	2,842.03		
Total	**1,200**		**$47,839.12**	**46.7400**	**$56,088.00**	**$8,248.88**	**N/A**	**N/A**
WESTAR ENERGY INC WR								
Acquired 08/14/08	2,100	22.99	48,626.47	20.5900	43,239.00	- 5,387.47	2,520.00	5.82
3D SYS CORP DEL COM NEW TDSC								
Acquired 08/23/07	1,498	20.25	30,609.48		16,373.14	- 14,236.34		
Acquired 08/24/07	802	20.25	16,414.56		8,765.86	- 7,648.70		
Acquired 01/24/08	1,100	14.12	15,718.21		12,023.00	- 3,695.21		
Acquired 06/02/08	1,800	9.07	16,532.46		19,674.00	3,141.54		
Total	**5,200**		**$79,274.71**	**10.9300**	**$56,836.00**	**- $22,438.71**	**N/A**	**N/A**
Total Stocks			**$891,523.25**		**$972,292.00**	**$80,768.75**	**$13,374.00**	**1.38**
Total Stocks and Options			**$891,523.25**		**$972,292.00**	**$80,768.75**	**$13,374.00**	**1.38**
			TR		TR			

German Protestant Orphan Asylum Assoc.
72-0423621

Form 990-PF, Part II, Line 10b

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Annual Income	Yield
COMMON STOCK								
MATERIALS								
CHEMICALS								
4,500	DOW CHEMICAL CO	25 51	114,813.75	27 78	125,010 00	2 6	2,700 00	2 2
2,000	E I DU PONT DE NEMOURS	7.45	14,902.12	34 58	69,160 00	1 4	3,280 00	4 7
2,000	SIGMA-ALDRICH	32 09	64,174 81	53.34	106,680 00	2 2	1,160 00	1 1
			193,890 69		300,850.00	6 2	7,140 00	2 4
			193,890 69		300,850.00	6 2	7,140 00	2 4
CONSUMER STAPLES								
BEVERAGES								
2,000	COCA COLA CO	1 36	2,713 52	57 20	114,400 00	2 4	3,280 00	2 9
1,800	PEPSICO INCORPORATED	49 15	88,477 52	62.22	111,996 00	2 3	3,240.00	2.9
			91,191 04		226,396 00	4 7	6,520 00	2 9
PERSONAL/HOUSEHOLD PRODUCTS								
2,500	PROCTER & GAMBLE CO	51 68	129,204 38	62.35	155,875.00	3 2	4,400 00	2 8
RETAIL HYPERMARKETS & SUPERSTORES								
1,500	WAL-MART STORES INC	2 59	3,888 58	54 55	81,825 00	1 7	1,635 00	2 0
TOBACCO								
2,000	PHILIP MORRIS INTERNATIONAL	9 00	18,002 17	48.09	96,180 00	2 0	4,640.00	4.8
			242,286 17		560,276 00	11 5	17,195 00	3 1
CONSUMER DISCRETIONARY								
MANUFACTURING/ CONSTRUCTION								
3,500	JOHNSON CONTROLS INC	33 09	115,829 28	27 05	94,675.00	1 9	1,820 00	1 9
RETAIL DEPARTMENT STORES								
2,000	TARGET CORP	27.43	54,862 89	46.56	93,120 00	1 9	1,360 00	1 5
RETAIL HOME IMPROVEMENT								
3,000	HOME DEPOT	9 55	28,649 50	27.36	82,080 00	1 7	2,700 00	3.3
			199,341 67		269,875 00	5 6	5,880.00	2.2
ENERGY								
COAL & CONSUMABLE FUELS								
2,000	PEABODY ENERGY CORP COM	34 56	69,118 62	44 46	88,920 00	1 8	560 00	0.6
OIL & GAS								
2,000	CHEVRON CORP	29 03	58,069 75	78 04	156,080 00	3 2	5,440 00	3 5
1,500	DEVON ENERGY CORP NEW COM	74 73	112,096 92	67 35	101,025 00	2 1	960 00	1 0
2,500	ENCANA CORP	17 62	44,049 48	53.88	134,700 00	2 8	4,000 00	3 0
1,500	EXXON MOBIL CORP	35 14	52,703 87	75 07	112,605 00	2 3	2,520 00	2 2
			266,920 03		504,410 00	10 4	12,920 00	2 6

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Annual Income	Yield
OILFIELD SERVICES								
1,500	SCHLUMBERGER LIMITED	23.99	35,988.34	63 89	95,835 00	2 0	1,260 00	1 3
			372,026 99		689,165 00	14 2	14,740 00	2 1
FINANCIALS								
BANKS								
1,500	JP MORGAN CHASE & CO.	41.79	62,679 35	42 49	63,735 00	1 3	300 00	0 5
12,000	WHITNEY HOLDING CORPORATION	7.24	86,920 93	8 05	96,600.00	2 0	480 00	0.5
			149,600 28		160,335.00	3 3	780 00	0 5
FINANCIAL SERVICES								
5,500	INVESCO LTD SHS	27 20	149,621.89	22 25	122,375 00	2 5	2,255.00	1 8
INSURANCE								
5,000	LINCOLN NATL CORP IND COM	35 61	178,025.16	22.91	114,550 00	2 4	200 00	0 2
REAL ESTATE INVESTMENT TRUST								
6,000	FIRST INDUSTRIAL REALTY TR	13 49	80,922 00	4.46	26,760.00	0 6	0 00	0 0
			558,169 34		424,020 00	8 7	3,235 00	0.8
HEALTH CARE								
PHARMACEUTICALS								
2,750	GLAXOSMITHKLINE PLC-ADS	35 94	98,848 72	41 47	114,042.50	2 3	5,100 77	4 5
6,000	PFIZER INC.	39.72	238,329 01	18 17	109,020 00	2 2	3,840.00	3.5
			337,177 73		223,062 50	4 6	8,940 77	4 0
MEDICAL PRODUCTS								
2,500	ABBOTT LABORATORIES	16 58	41,458 47	54 49	136,225 00	2 8	4,000 00	2 9
1,500	JOHNSON & JOHNSON	4 17	6,259 19	62 84	94,260 00	1 9	2,940 00	3 1
2,000	MEDTRONIC INC	46 45	92,898 74	42 44	84,880 00	1.7	1,640 00	1 9
2,500	THERMO FISHER SCIENTIFIC INC	57 92	144,788 56	47 23	118,075 00	2.4	0 00	0 0
			285,404 96		433,440 00	8 9	8,580 00	2 0
HEALTH SERVICES								
1,750	QUEST DIAGNOSTICS INC	50 08	87,636 29	57 94	101,395.00	2 1	700 00	0.7
			710,218 98		757,897.50	15 6	18,220 77	2 4
INDUSTRIALS								
MANUFACTURING/ CONSTRUCTION								
2,000	JACOBS ENGINEERING GROUP INC	15 04	30,075 05	34 99	69,980 00	1 4	0 00	0 0
RAILROADS								
3,000	NORFOLK SOUTHERN CORP	20 60	61,799 93	51 40	154,200 00	3 2	4,080 00	2.6

German Protestant Orphan Asylum Assoc.
72-0423621

Form 990-PF, Part II, Line 10b

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Annual Income	Yield
MULTI-INDUSTRY								
5,000	GENERAL ELECTRIC CO	6 45	32,236 28	16 02	80,100.00	1 6	2,000.00	2 5
2,500	UNITED TECHNOLOGIES	31 40	78,501 63	67 24	168,100.00	3.5	3,850 00	2.3
			110,737 91		248,200.00	5 1	5,850 00	2 4
ELECTRONICS/ MANUFACTURING								
4,000	BALDOR ELECTRIC CO	36 47	145,872 29	25 75	103,000 00	2.1	2,720 00	2.6
			348,485 18		575,380.00	11 8	12,650 00	2 2
INFORMATION TECHNOLOGY								
COMPUTERS/ OFFICE SYSTEMS								
3,000	ACCENTURE LTD BERMUDA CL A	34 76	104,282 84	41 04	123,120.00	2 5	2,250.00	1 8
6,000	CISCO SYSTEMS INC	21 12	126,690 61	23 40	140,400 00	2 9	0 00	0 0
1,600	IBM CORPORATION	14 45	23,115 50	126.35	202,160 00	4 2	3,520 00	1 7
4,000	ORACLE SYSTEMS CORP	26 51	106,047 38	22 08	88,320 00	1 8	800 00	0 9
			360,136 33		554,000 00	11.4	6,570 00	1.2
ELECTRONICS/ MANUFACTURING								
8,000	APPLIED MATERIALS INC	25 99	207,951 88	12 31	98,480.00	2 0	1,920 00	1 9
12,000	FLEXTRONICS INTL LTD ORD	15 17	182,049 58	7.07	84,840 00	1 7	0 00	0 0
6,750	INTEL CORP	28 93	195,280 96	19 20	129,600 00	2 7	3,780 00	2.9
7,000	MOTOROLA INC	24 92	174,461 72	8 01	56,070 00	1 2	0 00	0 0
			759,744 14		368,990 00	7 6	5,700 00	1.5
			1,119,880 47		922,990 00	19.0	12,270.00	1 3
TELECOMMUNICATION SERVICES								
TELEPHONE,WIRELESS								
4,000	AT&T INC	7 15	28,589 16	26 94	107,760.00	2 2	6,560.00	6 1
3,000	VERIZON COMMUNICATIONS	23 55	70,658.79	31 46	94,380 00	1 9	5,700 00	6 0
			99,247 95		202,140 00	4.2	12,260.00	6 1
			99,247 95		202,140.00	4 2	12,260.00	6 1
			3,843,547 43		4,702,593 50	96 7	103,590 77	2 2

German Protestant Orphan Asylum Assoc.
72-0423621

Form 990-PF, Part II, Line 10c

Fixed Income Securities

Corporate and municipal bonds and other fixed income securities are priced by a computerized pricing service or, for less actively traded issues, by utilizing a yield-based matrix sys... to arrive at an estimated market value.

Corporate Bonds

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ACCRUED INTEREST	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
HSBC FINANCE CORP INTERNOTES QUARTERLY PAY CPN 5.450% DUE 09/15/11 DTD 09/13/07 FC 12/15/07 Moody A3 , S&P A CUSIP 40429XTU0 Acquired 09/10/07 L	4.90	250,000	100.00	250,000.00	103.3710	258,427.50	8,427.50	2,838.54	13,625.00	5.27

German Protestant Orphan Asylum Assoc.
72-0423621

Form 990-PF, Part II, Line 10c

Corporate Bonds continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ACCRUED INTEREST	ESTIMATED ANNUAL INCOME	ANI YIELD (%)
GENERAL ELECTRIC CAP CRP BONDS SEMI-ANNUAL PAY CPN 5.450% DUE 01/15/13 DTD 12/06/02 FC 07/15/03 Moody AA2 , S&P AA+ CUSIP 36962GZY3 Acquired 07/26/06 L	5.11	250,000	99.30	248,255.50	107.8750	269,687.50	21,432.00	5,109.38	13,625.00	5.05
BEAR STEARNS CO NOTES SEMI-ANNUAL PAY CPN 5.700% DUE 11/15/14 DTD 11/06/02 FC 05/15/03 Moody AA3 , S&P A+ CUSIP 07385TAJ5 Acquired 02/09/07 L	4.19	200,000	101.93	203,880.10	110.4600	220,920.00	17,039.90	475.00	11,400.00	5.16
GENENTECH INC (USA) SENIOR NOTES CPN 4.750% DUE 07/15/15 DTD 07/18/05 FC 01/15/06 Moody WR , S&P AA- CUSIP 368710AG4 Acquired 01/29/08 L	3.12	150,000	101.41	152,126.50	109.8070	164,710.50	12,584.00	2,671.88	7,125.00	4.32
LOWE'S COMPANIES INC NOTES SEMI ANNUAL PAY CPN 5.000% DUE 10/15/15 DTD 10/06/05 FC 04/15/06 Moody A1 , S&P A+ CUSIP 548661CH8 Acquired 10/11/07 L	4.23	200,000	97.11 96.28	194,238.55 192,585.30	111.5520	223,104.00	28,865.45	1,250.00	10,000.00	4.48
BELLSOUTH CORP NOTES CPN 5 200% DUE 12/15/16 DTD 12/22/04 FC 06/15/05 Moody A2 , S&P A CUSIP 079860AL6 Acquired 10/22/07 L		140,000	99.86	139,809.50		150,564.40	10,754.90			

German Protestant Orphan Asylum Assoc.
72-0423621

Form 990-PF, Part II, Line 10c

Corporate Bonds continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ACCRUED INTEREST	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
Acquired 11/12/07 L		50,000	100.44	50,229.90		53,773.00	3,543.10			
Total	**3.87**	**190,000**		**$190,039.40**	**107.5460**	**$204,337.40**	**$14,298.00**	**$4,528.33**	**$9,880.00**	**4.84**
UNITED PARCEL SERVICE SENIOR NOTES CALLABLE CPN 5.500% DUE 01/15/18 DTD 01/15/08 FC 07/15/08 Moody AA3 , S&P AA- CUSIP 911312AH9 Acquired 02/19/08 L	2.10	100,000	105.11	105,115.80	110.9720	110,972.00	5,856.20	2,062.50	5,500.00	4.95
PITNEY BOWES INC NOTES CPN 4.750% DUE 05/15/18 DTD 04/29/03 FC 11/15/03 Moody A1 , S&P A CUSIP 72447WAA7 Acquired 01/30/08 L	1.96	100,000	97.49	97,503.30	103.3040	103,304.00	5,800.70	197.92	4,750.00	4.59
Total Corporate Bonds	**29.48**	**1,440,000**		**$1,441,159.15 $1,439,505.90**		**$1,555,462.90**	**$114,303.75**	**$19,133.55**	**$75,905.00**	**4.88**

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Certificates of Deposit

Long-term certificates of deposit (maturity beyond one year from date of issue) are priced using a market value pricing model.

								ESTIMATED		
DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INTEREST	ANNUAL INCOME	ANNUAL YIELD (%)
KEY BK NATL ASSN CD CLEVELAND OH ACT/365 FDIC INSURED CPN 4.250% DUE 10/15/10 DTD 10/15/08 FC 11/15/08 CUSIP 49306SFW1 Acquired 10/08/08 L	0.97	50,000	100.00	50,000.00	102.4730	51,236.50	1,236.50	87.33	2,125.00	4.14
MORGAN STANLEY BK CD SALT LAKE CTY UT ACT/365 FDIC INSURED CPN 4.550% DUE 10/17/11 DTD 10/15/08 FC 04/15/09 CUSIP 61747MPF2 Acquired 10/08/08 L	0.98	50,000	100.00	50,000.00	103.8080	51,904.00	1,904.00	286.71	2,275.00	4.38
DISCOVER BANK CD GREENWOOD DE ACT/365 FDIC INSURED CPN 5.200% DUE 02/14/12 DTD 02/14/07 FC 08/14/07 CUSIP 25467REL3 Acquired 02/09/07 L	1.90	95,000	100.00	95,000.00	105.4010	100,130.95	5,130.95	1,461.70	4,940.00	[illegible]
AMER EXP CENTURION BK CD SALT LK CITY UT ACT/365 FDIC INSURED CPN 2.700% DUE 06/25/12 DTD 06/24/09 FC 12/24/09 CUSIP 02586TTD6 Acquired 06/17/09 S	2.37	125,000	100.00	125,000.00	100.1120	125,140.00	140.00	1,470.21	3,375.00	2.69
AMERICAN EXP BK FSB CD SALT LK CITY UT ACT/365 FDIC INSURED CPN 2.700% DUE 06/25/12 DTD 06/24/09 FC 12/24/09 CUSIP 02580VSY2 Acquired 06/17/09 S	2.37	125,000	100.00	125,000.00	100.1120	125,140.00	140.00	1,470.21	3,375.00	2.69

Certificates of Deposit continued

Long-term certificates of deposit (maturity beyond one year from date of issue) are priced using a market value pricing model.

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ACCRUED INTEREST	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
WORLD SAVINGS BANK CD HOUSTON TX ACT/365 FDIC INSURED CPN 5.100% DUE 09/19/12 DTD 09/19/07 FC 03/19/08 CUSIP 98154KHB2 Acquired 09/12/07 L	1.90	95,000	100.00	95,000.00	105.6000	100,320.00	5,320.00	955.73	4,845.00	4.82
WORLD SVGS BK F S B CD OAKLAND CA ACT/365 FDIC INSURED CPN 5.100% DUE 09/19/12 DTD 09/19/07 FC 03/19/08 CUSIP 98154MHT9 Acquired 09/12/07 L	1.90	95,000	100.00	95,000.00	105.6000	100,320.00	5,320.00	955.73	4,845.00	4.82
WACHOVIA BANK N A CD CHARLOTTE NC ACT/365 FDIC INSURED CPN 5 000% DUE 10/10/12 DTD 10/10/07 FC 04/10/08 CUSIP 92977BGS4 Acquired 10/02/07 L	1.90	95,000	100.00	95,000.00	105.4310	100,159.45	5,159.45	663.70	4,750.00	4.74
CIT BANK CD SALT LAKE CTY,UT ACT/365 FDIC INSURED CPN 5.250% DUE 02/14/14 DTD 02/14/07 FC 08/14/07 CUSIP 17284PYK5 Acquired 02/09/07 L	1.91	95,000	100.00	95,000.00	105.9180	100,622.10	5,622.10	1,475.75	4,987.50	4.95
COMMERCE NATIONAL BK CD COLUMBUS OH ACT/365 FDIC INSURED CPN 5 250% DUE 02/20/14 DTD 02/20/07 FC 03/20/07 CUSIP 20066PCL5 Acquired 02/09/07 L	1.71	85,000	100.00	85,000.00	105.9820	90,084.70	5,084.70	122.26	4,462.50	4.95

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Certificates of Deposit continued

Long-term certificates of deposit (maturity beyond one year from date of issue) are priced using a market value pricing model.

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ACCRUED INTEREST	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
VALLEY NATIONAL BANK CD WAYNE NJ ACT/365 FDIC INSURED CPN 5.250% DUE 03/23/16 DTD 03/23/06 FC 09/23/06 CUSIP 91979NAB1 Acquired 10/02/07 L	1.93	95,000	100.17	95,161.50	107.4220	102,050.90	6,889.40	929.18	4,987.50	4.88
GOLDMAN SACHS BK USA CD SALT LKE CITY UT ACT/365 FDIC INSURED CPN 5.000% DUE 12/12/17 DTD 12/12/07 FC 06/12/08 CUSIP 381426FJ9 Acquired 12/07/07 L	1.91	95,000	100.00	95,000.00	105.8660	100,572.70	5,572.70	2,225.34	4,750.00	4.72
M&I MARSHALL & ISLEY CD MILWAUKEE WI ACT/365 FDIC INSURED CPN 5.000% DUE 12/12/17 DTD 12/12/07 FC 06/12/08 CUSIP 55405PEZ8 Acquired 12/07/07 L	1.91	95,000	100.00	95,000.00	105.8660	100,572.70	5,572.70	2,225.34	4,750.00	[illegible]
SOUTHWEST BANK CD ST LOUIS MO ACT/365 FDIC INSURED CPN 5 000% DUE 12/12/17 DTD 12/12/07 FC 06/12/08 CUSIP 844776DC5 Acquired 12/07/07 L	1.91	95,000	100.00	95,000.00	105.8660	100,572.70	5,572.70	2,225.34	4,750.00	4.72

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Fixed Income Securities

Certificates of Deposit continued

Long-term certificates of deposit (maturity beyond one year from date of issue) are priced using a market value pricing model.

								ESTIMATED		
DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INTEREST	ANNUAL INCOME	ANNUAL YIELD (%)
GOLDMAN SACHS BANK CD SALT LAKE CTY UT ACT/365 FDIC INSURED CPN 5.250% DUE 10/15/18 DTD 10/15/08 FC 04/15/09 CUSIP 381426PY5 Acquired 10/08/08 L	2.01	100,000	100.00	100,000.00	106.1990	106,199.00	6,199.00	661.64	5,250.00	4.94
Total Certificates of Deposit	**27.57**	**1,390,000**		**$1,390,161.50**		**$1,455,025.70**	**$64,864.20**	**$17,216.17**	**$64,467.50**	**4.43**
Total Fixed Income Securities	**61.93**			**$3,081,951.15** **$3,080,297.90**		**$3,268,248.60**	**$186,297.45**	**$41,575.07**	**$152,997.50**	**4.68**

Mutual Funds

Mutual fund shares are priced at net asset value. Estimated Annual Income and Yield refer to Dividends and Interest Income only, and typically do not reflect Total return. If a portion of your fund position was converted, the 'Client Investment' value may include reinvestments from previously held positions.

Open End Mutual Funds

								ESTIMATED	
DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ANNUAL INCOME	ANNUAL YIELD (%)
AMERICAN FUNDS MONEY MARKET FUND CLASS A AFAXX On Reinvestment									
Acquired 07/23/08 L		15,000	1.00	15,000.02		15,000.00	- 0.02		
Acquired 08/07/08 L		10,000	1.00	10,000.01		10,000.00	- 0.01		
Acquired 08/14/08 L		5,000	1.00	5,000.01		5,000.00	- 0.01		
Reinvestments L		117 .39000	1.00	117.39		117.39	0.00		
Reinvestments S		81 .44000	1.00	81.44		81.44	0.00		
Total	**0.57**	**30,198 .83000**		**$30,198.87**	**1.0000**	**$30,198.83**	**- $0.04**	**N/A**	**N/A**

Client Investment (Excluding Reinvestments) $30,000.04
Gain/Loss on Client Investment (Including Reinvestments) $198.79

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Open End Mutual Funds continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD
EUROPACIFIC GROWTH FD CLASS A AEPGX On Reinvestment									
Acquired 08/16/07 L		6,290 .62700	47.69	300,000.00		242,251.98	- 57,748.02		
Acquired 08/24/07 L		3,921 .56900	51.00	200,000.00		151,019.62	- 48,980.38		
Acquired 09/04/07 L		3,858 .76900	51.83	200,000.00		148,601.19	- 51,398.81		
Acquired 09/18/07 L		3,800 .83600	52.62	200,000.00		146,370.19	- 53,629.81		
Acquired 10/02/07 L		903 .83200	55.32	50,000.00		34,806.57	- 15,193.43		
Acquired 08/11/09 S		15,993 .02100	34.39	550,005.00		615,891.32	65,886.32		
Reinvestments L		1,305 .13100	52.25	68,193.10		50,260.59	- 17,932.51		
Reinvestments S		1,031 .17400	27.01	27,852.02		39,710.51	11,858.49		
Total	**27.08**	**37,104 .95900**		**$1,596,050.12**	**38.5100**	**$1,428,911.97**	**- $167,138.15**	**$28,830.55**	**2.02**
	Client Investment (Excluding Reinvestments)				$1,500,005.00				
	Gain/Loss on Client Investment (Including Reinvestments)				-$71,093.03				
SMALLCAP WORLD FD A SMCWX On Reinvestment									
Acquired 08/16/07 L		1,801 .15300	41.64	75,000.00		54,773.04	- 20,226.96		
Acquired 10/02/07 L		519 .42700	48.13	25,000.00		15,795.78	- 9,204.22		
Acquired 10/15/07 L		511 .77100	48.85	25,000.00		15,562.96	- 9,437.04		
Acquired 11/02/07 L		2,046 .24500	48.87	100,000.00		62,226.31	- 37,773.69		
Reinvestments L		497 .28700	40.88	20,329.11		15,122.51	- 5,206.60		
Total	**3.10**	**5,375 .88300**		**$245,329.11**	**30.4100**	**$163,480.60**	**- $81,848.51**	**N/A**	**N/A**
	Client Investment (Excluding Reinvestments)				$225,000.00				
	Gain/Loss on Client Investment (Including Reinvestments)				-$61,519.40				
Total Open End Mutual Funds	**30.75**			**$1,871,578.10**		**$1,622,591.40**	**- $248,986.70**	**$28,830.55**	**1.78**
Total Mutual Funds	**30.75**			**$1,871,578.10**		**$1,622,591.40**	**- $248,986.70**	**$28,830.55**	**1.78**