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

OMB No. 1545-0052

2009

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

For calendar year **2009**, or tax year beginning , **2009**, and ending , **20**G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name changeUse the IRS
label.
Otherwise,
print
or type.
See Specific
Instructions.

Name of foundation

LAURENCE CAMPBELL MEMORIAL TRUST, 430045013

Number and street (or P.O. box number if mail is not delivered to street address)

C/O TD BANK, TAX DEPT, PO BOX 595

City or town, state, and ZIP code

WILLISTON, VT 05495

A Employer identification number

03-6064489

B Telephone number (see page 10 of the instructions)

(802) 860-5553

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 foundationI Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 1,170,491.
J Accounting method: ☐ Cash ☐ Accrual
☒ Other (specify) MODIFIED CASH
(Part I, column (d) must be on cash basis.)**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ☒ if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	25,830.	25,830.		STMT 1
5a Gross rents	23,956.	23,956.		
b Net rental income or (loss)	23,956.			
6a Net gain or (loss) from sale of assets not on line 10	-54,940.			
b Gross sales price for all assets on line 6a	376,825.			
7 Capital gain net income (from Part IV, line 2)				
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) (attach schedule)				
11 Other income (attach schedule)	164.			
12 Total. Add lines 1 through 11	-4,990.	49,786.		STMT 2
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	11,191.	7,461.		3,730.
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) STMT 3	575.	383.	NONE	192.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)				
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule)				
24 Total operating and administrative expenses. Add lines 13 through 23	11,766.	7,844.	NONE	3,922.
25 Contributions, gifts, grants paid	65,280.			65,280.
26 Total expenses and disbursements. Add lines 24 and 25	77,046.	7,844.	NONE	69,202.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-82,036.			
b Net investment income (if negative, enter -0-)		41,942.		
c Adjusted net income (if negative, enter -0-)				

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

JSA

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Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	19,235.	28,550.	28,550.
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			NONE
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U.S. and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule)			
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment: basis Less: accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) STMT 4	1,083,427.	992,634.	1,141,941.
	14 Land, buildings, and equipment: basis Less: accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	1,102,662.	1,021,184.	1,170,491.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)				
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	1,102,662.	1,021,184.	
	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			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances (see page 17 of the instructions)	1,102,662.	1,021,184.		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,102,662.	1,021,184.		

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	1,102,662.
2 Enter amount from Part I, line 27a	2	-82,036.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 5	3	558.
4 Add lines 1, 2, and 3	4	1,021,184.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,021,184.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV DETAIL					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(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			
a					
b					
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	-54,940.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8.			3		

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	79,956.	1,211,423.	0.06600171864
2007	75,706.	1,461,637.	0.05179535001
2006	49,199.	1,412,675.	0.03482683561
2005	47,021.	1,341,948.	0.03503936069
2004	47,525.	1,326,416.	0.03582963414
2 Total of line 1, column (d)			2 0.22349289909
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.04469857982
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 1,084,054.
5 Multiply line 4 by line 3			5 48,456.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 419.
7 Add lines 5 and 6			7 48,875.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.			8 69,202.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter. (attach copy of ruling letter if necessary - see instructions)		1	419.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
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	
3 Add lines 1 and 2		3	419.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	419.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	269.	
b Exempt foreign organizations-tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	269.	
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	150.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be. Credited to 2010 estimated tax ☐ Refunded ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ (2) On foundation managers. ► \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► STMT 6		
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 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? 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

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Part VII-A Statements Regarding Activities (continued)

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

Website address **N/A**

14 The books are in care of **TD Wealth Management** Telephone no. **(802) 860-5553**
 Located at **111 MAIN STREET, BURLINGTON, VT** ZIP + 4 **05401**

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

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes	☒ No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes	☒ No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes	☒ No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes	☒ No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?		
Organizations relying on a current notice regarding disaster assistance check here ☐		
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 2009?		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 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ 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 page 20 of the instructions.)		X
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 2009 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 2009.)		
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 2009?		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)? (see page 22 of the instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b**Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** ☐ Yes ☒ No
If "Yes" to 6b, file Form 8870.**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** ☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 7		11,191.	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

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

Total number of other employees paid over \$50,000 ☐ NONE

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

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

Total number of others receiving over \$50,000 for professional services **NONE****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 THE NET INCOME OF THE TRUST IS PAID TO THE CENTRAL VERMONT MEDICAL CENTER IN BARRE, VERMONT	65,280.
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,072,491.
b	Average of monthly cash balances	1b	28,071.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	1,100,562.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	1,100,562.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	16,508.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,084,054.
6	Minimum investment return. Enter 5% of line 5	6	54,203.

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

1	Minimum investment return from Part X, line 6	1	54,203.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	419.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	419.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	53,784.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	53,784.
6	Deduction from distributable amount (see page 25 of the instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	53,784.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	69,202.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	69,202.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	419.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	68,783.

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

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

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				53,784.
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			NONE	
b Total for prior years: 20 <u>07</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2009:				
a From 2004	NONE			
b From 2005	NONE			
c From 2006	NONE			
d From 2007	NONE			
e From 2008	4,849.			
f Total of lines 3a through e	4,849.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ <u>69,202.</u>				
a Applied to 2008, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2009 distributable amount				53,784.
e Remaining amount distributed out of corpus	15,418.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	20,267.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions			NONE	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	20,267.			
10 Analysis of line 9:				
a Excess from 2005	NONE			
b Excess from 2006	NONE			
c Excess from 2007	NONE			
d Excess from 2008	4,849.			
e Excess from 2009	15,418.			

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) **NOT APPLICABLE**

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, 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			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
2a 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 page 28 of the instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c Any submission deadlines:

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year SEE STATEMENT 8				
Total			▶ 3a	65,280.
b Approved for future payment				
Total			▶ 3b	

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

- | | | | | |
|----------|--|--------------|------------|-----------|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | Yes | No |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | | |
| | (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

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		05/11/2010 Date		Trustee Title	
	CATHERINE FERREE					
Paid Preparer's Use Only	Preparer's signature 		Date		Check if self-employed ☐	
	Firm's name (or yours if self-employed), address, and ZIP code		EIN		Preparer's identifying number (See Signature on page 30 of the instructions)	
					Phone no.	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					76.	
2,720.00		50. ABBOTT LABS CO PROPERTY TYPE: SECURITIES 2,216.00					05/22/2009 504.00	11/25/2009
10,879.00		200. ABBOTT LABS CO PROPERTY TYPE: SECURITIES 11,032.00					11/07/2008 -153.00	11/25/2009
1,051.00		180. ALCOA INC PROPERTY TYPE: SECURITIES 6,356.00					03/24/2008 -5,305.00	02/23/2009
3,405.00		100. AUTO DATA PROCESSING INC PROPERTY TYPE: SECURITIES 3,707.00					11/07/2008 -302.00	02/26/2009
3,272.00		93. AUTO DATA PROCESSING INC PROPERTY TYPE: SECURITIES 3,228.00					11/07/2008 44.00	06/24/2009
1,689.00		300. BANK AMER CORP COM PROPERTY TYPE: SECURITIES 6,009.00					11/07/2008 -4,320.00	02/13/2009
1,970.00		350. BANK AMER CORP COM PROPERTY TYPE: SECURITIES 17,015.00					07/21/2006 -15,045.00	02/13/2009
3,055.00		70. CONOCOPHILLIPS PROPERTY TYPE: SECURITIES 3,544.00					11/07/2008 -489.00	05/07/2009
4,801.00		110. CONOCOPHILLIPS PROPERTY TYPE: SECURITIES 8,423.00					03/24/2008 -3,622.00	05/07/2009
3,069.00		140. EQUITY RES PPTYS TR SH BEN INT PROPERTY TYPE: SECURITIES 4,430.00					11/07/2008 -1,361.00	04/22/2009

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
2,630.00		120. EQUITY RES PPTYS TR SH BEN INT PROPERTY TYPE: SECURITIES 5,185.00					03/24/2008 -2,555.00	04/22/2009
1,010.00		20. FPL GROUP, INC PROPERTY TYPE: SECURITIES 1,239.00					03/24/2008 -229.00	03/27/2009
9,085.00		470. INTEL CORP COM PROPERTY TYPE: SECURITIES 7,463.00					06/08/2009 1,622.00	11/25/2009
4,639.00		240. INTEL CORP COM PROPERTY TYPE: SECURITIES 3,254.00					11/24/2008 1,385.00	11/25/2009
5,090.00		40. INTL BUSINESS MACHINES CORP PROPERTY TYPE: SECURITIES 3,572.00					02/26/2009 1,518.00	11/25/2009
5,090.00		40. INTL BUSINESS MACHINES CORP PROPERTY TYPE: SECURITIES 3,196.00					11/24/2008 1,894.00	11/25/2009
3,189.00		90. J P MORGAN CHASE & CO PROPERTY TYPE: SECURITIES 3,689.00					07/17/2006 -500.00	06/08/2009
1,590.00		30. JOHNSON & JOHNSON CO PROPERTY TYPE: SECURITIES 1,854.00					07/21/2006 -264.00	03/27/2009
30,627.00		1790. KEELEY SMALL CAP VALUE FUND - A FU PROPERTY TYPE: SECURITIES 24,577.00					11/19/2008 6,050.00	07/29/2009
73,964.00		4970.731 MFS RESEARCH INTERNATIONAL FUND PROPERTY TYPE: SECURITIES 80,926.00					11/19/2008 -6,962.00	11/25/2009
2,675.00		80. MARATHON OIL PROPERTY TYPE: SECURITIES 2,191.00					03/27/2009 484.00	11/25/2009

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
7,357.00		220. MARATHON OIL PROPERTY TYPE: SECURITIES 9,730.00					08/26/2008 -2,373.00	11/25/2009
5,327.00		100. MCDONALDS CORP PROPERTY TYPE: SECURITIES 3,482.00					07/17/2006 1,845.00	05/07/2009
3,046.00		70. PNC BANK CORP PROPERTY TYPE: SECURITIES 4,636.00					11/07/2008 -1,590.00	06/08/2009
4,351.00		100. PNC BANK CORP PROPERTY TYPE: SECURITIES 6,921.00					03/24/2008 -2,570.00	06/08/2009
13,346.00		161. PRAXAIR INCORPORATED COMMON PROPERTY TYPE: SECURITIES 8,966.00					02/26/2009 4,380.00	11/25/2009
10,463.00		230. QUALCOMM INCORPORATED PROPERTY TYPE: SECURITIES 9,861.00					06/08/2009 602.00	11/25/2009
9,956.00		10000. SBC COMMUNICATIONS 4.125% 09/15/2 PROPERTY TYPE: SECURITIES 9,956.00					11/13/2008	09/15/2009
12,818.00		660. SPDR KBW REGIONAL BANKING ETF PROPERTY TYPE: SECURITIES 21,454.00					11/07/2008 -8,636.00	05/22/2009
13,641.00		210. SCHLUMBERGER LTD PROPERTY TYPE: SECURITIES 11,135.00					05/22/2009 2,506.00	11/25/2009
5,226.00		650. SECTOR SPDR TR - AMEX FINANCIAL SHS PROPERTY TYPE: SECURITIES 14,268.00					07/29/2008 -9,042.00	02/26/2009
4,676.00		140. SIMON PPTY GROUP INC NEW PROPERTY TYPE: SECURITIES 11,416.00					11/07/2008 -6,740.00	02/26/2009

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
11.00		.312 SIMON PPTY GROUP INC NEW PROPERTY TYPE: SECURITIES 11.00				03/18/2009	03/18/2009
145.00		3. SIMON PPTY GROUP INC NEW PROPERTY TYPE: SECURITIES 102.00				03/18/2009	04/22/2009
3,072.00		100. SOUTHERN CO PROPERTY TYPE: SECURITIES 3,578.00				11/03/2006	02/26/2009
10,032.00		210. TARGET CORP COM PROPERTY TYPE: SECURITIES 8,880.00				05/07/2009	11/25/2009
4,387.00		240. US BANCORP DEL NEW PROPERTY TYPE: SECURITIES 6,389.00				11/07/2008	06/08/2009
3,290.00		180. US BANCORP DEL NEW PROPERTY TYPE: SECURITIES 6,287.00				03/24/2008	06/08/2009
10,108.00		950. VANGUARD GNMA FIXED INCOME PROPERTY TYPE: SECURITIES 9,795.00				11/19/2008	07/29/2009
73,451.00		4640. VANGUARD MID-CAP INDEX FUND A PROPERTY TYPE: SECURITIES 74,798.00				11/19/2008	11/25/2009
6,525.00		130. WAL MART STORES INC PROPERTY TYPE: SECURITIES 6,994.00				03/24/2008	05/07/2009

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
TOTAL GAIN (LOSS)							----- -54,940. =====	

RENT AND ROYALTY INCOME

Taxpayer's Name

LAURENCE CAMPBELL MEMORIAL TRUST, 430045013

Identifying Number

03-6064489

DESCRIPTION OF PROPERTY

WARRANTY DEED AND LEASE OF LAND LOCATED

	Yes		No	Did you actively participate in the operation of the activity during the tax year?
--	-----	--	----	--

RENTAL INCOME

23,956.

OTHER INCOME

TOTAL GROSS INCOME

23,956.

OTHER EXPENSES:

DEPRECIATION (SHOWN BELOW)

LESS: Beneficiary's Portion

AMORTIZATION

LESS: Beneficiary's Portion

DEPLETION

LESS: Beneficiary's Portion

TOTAL EXPENSES**TOTAL RENT OR ROYALTY INCOME (LOSS)**

23,956.

Less Amount to

Rent or Royalty

Depreciation

Depletion

Investment Interest Expense

Other Expenses

Net Income (Loss) to Others**Net Rent or Royalty Income (Loss)**

23,956.

Deductible Rental Loss (if Applicable)**SCHEDULE FOR DEPRECIATION CLAIMED**[illegible]

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
FOREIGN DIVIDENDS	88.	88.
DIVIDENDS	14,967.	14,967.
CORPORATE INTEREST	8,140.	8,140.
U S GOV'T INTEREST	2,635.	2,635.
	-----	-----
TOTAL	25,830.	25,830.
	=====	=====

FORM 990PF, PART I - OTHER INCOME

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
FEDERAL TAX REFUND	164.

TOTALS	164.
	=====

FORM 990PF, PART I - ACCOUNTING FEES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	575.	383.		192.
TOTALS	575.	383.	NONE	192.
	=====	=====	=====	=====

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
		-----	----
SEE ATTACHED INVESTMENT REVIEW	C		
TOTAL FIXED INCOME	C	257,296.	274,349.
TOTAL EQUITIES	C	570,338.	567,592.
TOTAL REAL ESTATE	C	165,000.	300,000.
		-----	-----
TOTALS		992,634.	1,141,941.
		=====	=====

CAMPBELL MEMORIAL IRR TR FBO CVMC

43-0045-01-3

Investment Review Settlement Date Positions

Frozen Date: 12/31/2009

<u>Par / Shares</u>	<u>Description</u> <u>CUSIP Number</u>	<u>Price</u> <u>Price Date</u>	<u>Tax Cost</u> <u>Carrying Value</u>	<u>Market Value</u> <u>Accrual</u>
CASH AND EQUIVALENTS				
Cash				
	INCOME CASH	0.000000	0.00 0.00	0.00 0.00000
	PRINCIPAL CASH	0.000000	0.00 0.00	0.00 0.00000
Total Cash			0.00 0.00	0.00 0.00000
Cash Equivalents				
28,550.150	TD BANKNORTH N.A. MONEY MARKET 711990-33-3	1.000000	28,550.15 28,550.15	28,550.15 7.82000
0.000	TD ASSET MGMT US GOVT INSTL SVS #6 87237U-83-2	1.000000 12/18/2006	0.00 0.00	0.00 0.23000
Total Cash Equivalents			28,550.15 28,550.15	28,550.15 8.05000
Total CASH AND EQUIVALENTS			28,550.15 28,550.15	28,550.15 8.05000

CAMPBELL MEMORIAL IRR TR FBO CVMC

43-0045-01-3

Investment Review Settlement Date Positions

Frozen Date: 12/31/2009

<u>Par / Shares</u>	<u>Description</u> <u>CUSIP Number</u>	<u>Price</u> <u>Price Date</u>	<u>Tax Cost</u> <u>Carrying Value</u>	<u>Market Value</u> <u>Accrual</u>
FIXED INCOME				
Government Bonds				
20,000.000	FED HOME LN MTG 5.00% 01/30/2014 DTD 01/30/2004 3128X2-TM-7	109.140500 12/31/2009	20,972.40 20,972.40	21,828.10 419.44000
15,000.000	FED FARM CREDIT BK 3.875% 08/25/2011 DTD 06/25/08 31331Y-Z8-6	104.578000 12/31/2009	15,364.80 15,364.80	15,686.70 203.43000
15,000.000	FED HOME LN MTG 4.75% 11/17/2015 DTD 10/21/2005 3134A4-VG-6	108.328500 12/31/2009	15,298.20 15,298.20	16,249.28 87.08000
10,000.000	FED NATL MTG ASSN 4.75% 03/12/2010 DTD 03/08/2007 31359M-SZ-2	100.906000 12/31/2009	10,280.00 10,280.00	10,090.60 143.81000
5,000.000	FNMA 5.375% 06/12/2017 DTD 06/08/07 31398A-DM-1	111.047000 12/31/2009	5,206.80 5,206.80	5,552.35 14.18000
20,000.000	U S TREAS. BONDS 5.000% 08/15/2011 DTD 08/15/01 912827-7B-2	106.656500 12/31/2009	21,983.59 21,983.59	21,331.30 377.71000
15,000.000	U S TREAS. BONDS 4.25% 11/15/2014 DTD 11/15/2004 912828-DC-1	107.750000 12/31/2009	16,316.01 16,316.01	16,162.50 82.76000
10,000.000	U S TREASURY NOTE 4.125% 08/31/2012 DTD 08/31/2007 912828-HC-7	106.937500 12/31/2009	10,841.41 10,841.41	10,693.75 140.15000
Total Government Bonds			116,263.21 116,263.21	117,594.58 1,468.56000
Corporate Bonds				
10,000.000	BANK OF AMERICA 5.75% 12/01/2017 DTD 12/04/07 060505-DP-6	102.402000 12/31/2009	9,129.10 9,129.10	10,240.20 47.91000
10,000.000	BANK OF NY MELLON 4.950% 11/01/2012 DTD 11/01/07 06406H-BE-8	107.698000 12/31/2009	9,974.90 9,974.90	10,769.80 82.50000
10,000.000	CATERPILLAR FIN 5.125% 10/12/2011 DTD 10/12/2006 14912L-3G-4	106.139000 12/31/2009	9,940.50 9,940.50	10,613.90 112.46000
10,000.000	CISCO SYSTEMS INC 5.25% 02/22/2011 DTD 02/22/06 17275R-AB-8	104.933000 12/31/2009	10,176.00 10,176.00	10,493.30 188.12000
10,000.000	GE COMPANY 5.00% 02/01/2013 DTD 1/28/2003	105.796000 12/31/2009	9,840.00 9,840.00	10,579.60 208.33000

CAMPBELL MEMORIAL IRR TR FBO CVMC

43-0045-01-3

Investment Review Settlement Date Positions

Frozen Date: 12/31/2009

<u>Par / Shares</u>	<u>Description</u> <u>CUSIP Number</u>	<u>Price</u> <u>Price Date</u>	<u>Tax Cost</u> <u>Carrying Value</u>	<u>Market Value</u> <u>Accrual</u>
	369604-AY-9			
10,000.000	HSBC FINANCE 6.75% 5/15/2011 DTD 5/9/2001 40429C-AA-0	105.688000 12/31/2009	9,904.49 9,904.49	10,568.80 86.25000
10,000.000	ONTARIO PROV CDA 4.5% 2/03/2015 DTD 2/03/2005 683234-WQ-7	105.596000 12/31/2009	10,096.50 10,096.50	10,559.60 185.00000
10,000.000	PEPSICO INC 5.15% 05/15/2012 DTD 05/21/2007 713448-BF-4	107.650000 12/31/2009	10,378.00 10,378.00	10,765.00 65.80000
10,000.000	WAL-MART STORES 4.125% 02/15/2011 DTD 2/18/2004 931142-BV-4	103.585000 12/31/2009	10,207.10 10,207.10	10,358.50 155.83000
10,000.000	WELLS FARGO & CO 5.125% 09/15/2016 DTD 09/07/2004 949746-JE-2	99.775000 12/31/2009	9,143.08 9,143.08	9,977.50 150.90000
Total Corporate Bonds			98,789.67 98,789.67	104,926.20 1,283.10000
Mutual Funds - Fixed				
3,955.000	PIMCO HIGH YLD FUND INSTL #108 693390-84-1	8.800000 12/31/2009	25,747.05 25,747.05	34,804.00 239.42000
1,600.000	VANGUARD GNMA FUND #36 922031-30-7	10.640000 12/31/2009	16,496.00 16,496.00	17,024.00 41.10000
Total Mutual Funds - Fixed			42,243.05 42,243.05	51,828.00 280.52000
Total FIXED INCOME			257,295.93 257,295.93	274,348.78 3,032.18000

CAMPBELL MEMORIAL IRR TR FBO CVMC

43-0045-01-3

Investment Review Settlement Date Positions

Frozen Date: 12/31/2009

<u>Par / Shares</u>	<u>Description</u> <u>CUSIP Number</u>	<u>Price</u> <u>Price Date</u>	<u>Tax Cost</u> <u>Carrying Value</u>	<u>Market Value</u> <u>Accrual</u>
EQUITIES				
Common Stocks				
Consumer Discretionary				
100.000	MCDONALDS CORP 580135-10-1	62.440000 12/31/2009	5,083.59 5,083.59	6,244.00 0.00000
150.000	NIKE INC. CLASS B 654106-10-3	66.070000 12/31/2009	7,144.40 7,144.40	9,910.50 40.50000
390.000	YUM BRANDS INC 988498-10-1	34.970000 12/31/2009	13,961.69 13,961.69	13,638.30 0.00000
Total Consumer Discretionary			26,189.68 26,189.68	29,792.80 40.50000
Consumer Staples				
270.000	CLOROX CO 189054-10-9	61.000000 12/31/2009	16,338.94 16,338.94	16,470.00 0.00000
150.000	COCA COLA CO 191216-10-0	57.000000 12/31/2009	8,255.40 8,255.40	8,550.00 0.00000
80.000	COLGATE PALMOLIVE CO 194162-10-3	82.150000 12/31/2009	5,206.64 5,206.64	6,572.00 0.00000
140.000	PEPSICO INCORPORATED 713448-10-8	60.800000 12/31/2009	8,712.20 8,712.20	8,512.00 63.00000
180.000	PROCTER & GAMBLE CO 742718-10-9	60.630000 12/31/2009	10,548.39 10,548.39	10,913.40 0.00000
150.000	WAL MART STORES INC 931142-10-3	53.450000 12/31/2009	8,084.30 8,084.30	8,017.50 40.87000
Total Consumer Staples			57,145.87 57,145.87	59,034.90 103.87000
Energy				
150.000	APACHE CORPORATION 037411-10-5	103.170000 12/31/2009	14,696.96 14,696.96	15,475.50 0.00000
190.000	CHEVRON CORPORATION 166764-10-0	76.990000 12/31/2009	12,466.64 12,466.64	14,628.10 0.00000
190.000	EXXON MOBIL CORP 30231G-10-2	68.190000 12/31/2009	14,532.93 14,532.93	12,956.10 0.00000
Total Energy			41,696.53 41,696.53	43,059.70 0.00000
Financials				
400.000	AMERICAN EXPRESS CO 025816-10-9	40.520000 12/31/2009	16,691.68 16,691.68	16,208.00 0.00000
310.000	BANK OF NEW YORK MELLON CORP	27.970000	11,635.00	8,670.70

CAMPBELL MEMORIAL IRR TR FBO CVMC

43-0045-01-3

Investment Review Settlement Date Positions

Frozen Date: 12/31/2009

Par / Shares	Description CUSIP Number	Price Price Date	Tax Cost Carrying Value	Market Value Accrual
	COM 064058-10-0	12/31/2009	11,635.00	0.00000
380.000	J P MORGAN CHASE & CO 46625H-10-0	41.670000 12/31/2009	15,044.36 15,044.36	15,834.60 0.00000
600.000	US BANCORP DEL NEW 902973-30-4	22.510000 12/31/2009	14,165.52 14,165.52	13,506.00 30.00000
442.000	WELLS FARGO & CO NEW 949746-10-1	26.990000 12/31/2009	16,084.38 16,084.38	11,929.58 0.00000
Total Financials			73,620.94 73,620.94	66,148.88 30.00000
Health Care				
164.000	BAXTER INTERNATIONAL INC 071813-10-9	58.680000 12/31/2009	8,433.85 8,433.85	9,623.52 47.56000
270.000	JOHNSON & JOHNSON CO 478160-10-4	64.410000 12/31/2009	17,697.66 17,697.66	17,390.70 0.00000
270.000	NOVARTIS A G SPONSORED ADR 66987V-10-9	54.430000 12/31/2009	15,091.60 15,091.60	14,696.10 0.00000
270.000	STRYKER CORP 863667-10-1	50.370000 12/31/2009	13,580.60 13,580.60	13,599.90 40.50000
Total Health Care			54,803.71 54,803.71	55,310.22 88.06000
Industrials				
230.000	EMERSON ELECTRIC CO 291011-10-4	42.600000 12/31/2009	9,368.90 9,368.90	9,798.00 0.00000
132.000	GENERAL DYNAMICS CORP 369550-10-8	68.170000 12/31/2009	6,851.86 6,851.86	8,998.44 0.00000
465.000	GENERAL ELECTRIC CO 369604-10-3	15.130000 12/31/2009	13,194.52 13,194.52	7,035.45 46.50000
190.000	HONEYWELL INTL INC 438516-10-6	39.200000 12/31/2009	8,392.90 8,392.90	7,448.00 0.00000
270.000	ILLINOIS TOOL WKS INC 452308-10-9	47.990000 12/31/2009	13,318.24 13,318.24	12,957.30 83.70000
191.000	NORFOLK SOUTHERN CORP 655844-10-8	52.420000 12/31/2009	7,480.16 7,480.16	10,012.22 0.00000
190.000	3M CO 88579Y-10-1	82.670000 12/31/2009	14,810.33 14,810.33	15,707.30 0.00000
70.000	UNION PACIFIC CORP 907818-10-8	63.900000 12/31/2009	3,531.00 3,531.00	4,473.00 18.90000
200.000	UNITED TECHNOLOGIES 913017-10-9	69.410000 12/31/2009	11,453.50 11,453.50	13,882.00 0.00000
Total Industrials			88,401.41 88,401.41	90,311.71 149.10000

CAMPBELL MEMORIAL IRR TR FBO CVMC

43-0045-01-3

Investment Review Settlement Date Positions

Frozen Date: 12/31/2009

<u>Par / Shares</u>	<u>Description</u> <u>CUSIP Number</u>	<u>Price</u> <u>Price Date</u>	<u>Tax Cost</u> <u>Carrying Value</u>	<u>Market Value</u> <u>Accrual</u>
Information Technology				
500.000	AUTODESK INC 052769-10-6	25.410000 12/31/2009	12,025.40 12,025.40	12,705.00 0.00000
700.000	CISCO SYSTEMS INC 17275R-10-2	23.940000 12/31/2009	16,634.10 16,634.10	16,758.00 0.00000
390.000	COGNIZANT TECHNOLOGY SOLUTIONS CORP 192446-10-2	45.330000 12/31/2009	17,514.59 17,514.59	17,678.70 0.00000
920.000	EMC CORPORATION/MASS 268648-10-2	17.470000 12/31/2009	15,572.29 15,572.29	16,072.40 0.00000
622.000	MICROSOFT CORPORATION 594918-10-4	30.480000 12/31/2009	12,810.20 12,810.20	18,958.56 0.00000
480.000	TEXAS INSTRUMENTS 882508-10-4	26.060000 12/31/2009	12,211.15 12,211.15	12,508.80 0.00000
Total Information Technology			86,767.73 86,767.73	94,681.46 0.00000
Materials				
120.000	MONSANTO CO NEW 61166W-10-1	81.750000 12/31/2009	9,000.83 9,000.83	9,810.00 0.00000
Total Materials			9,000.83 9,000.83	9,810.00 0.00000
Telecommunication Services				
580.000	AT&T INC 00206R-10-2	28.030000 12/31/2009	18,744.13 18,744.13	16,257.40 0.00000
Total Telecommunication Services			18,744.13 18,744.13	16,257.40 0.00000
Utilities				
100.000	ENTERGY CORP COMMON NEW 29364G-10-3	81.840000 12/31/2009	9,182.00 9,182.00	8,184.00 0.00000
160.000	FPL GROUP INC 302571-10-4	52.820000 12/31/2009	8,273.60 8,273.60	8,451.20 0.00000
330.000	SOUTHERN CO 842587-10-7	33.320000 12/31/2009	10,790.87 10,790.87	10,995.60 0.00000
Total Utilities			28,246.47 28,246.47	27,630.80 0.00000
Total Common Stocks			484,617.30 484,617.30	492,037.87 411.53000

CAMPBELL MEMORIAL IRR TR FBO CVMC

43-0045-01-3

Investment Review Settlement Date Positions

Frozen Date: 12/31/2009

<u>Par / Shares</u>	<u>Description</u> <u>CUSIP Number</u>	<u>Price</u> <u>Price Date</u>	<u>Tax Cost</u> <u>Carrying Value</u>	<u>Market Value</u> <u>Accrual</u>
Mutual Funds - Equities				
850.000	BARON GROWTH FUND #587 068278-20-9	41.310000 12/31/2009	30,787.00 30,787.00	35,113.50 0.00000
770.000	ISHARES COHEN & STEERS RLTY 464287-56-4	52.520000 12/31/2009	54,934.03 54,934.03	40,440.40 0.00000
Total Mutual Funds - Equities			85,721.03 85,721.03	75,553.90 0.00000
Total EQUITIES			570,338.33 570,338.33	567,591.77 411.53000

CAMPBELL MEMORIAL IRR TR FBO CVMC

43-0045-01-3

Investment Review Settlement Date Positions

Frozen Date: 12/31/2009

<u>Par / Shares</u>	<u>Description</u> <u>CUSIP Number</u>	<u>Price</u> <u>Price Date</u>	<u>Tax Cost</u> <u>Carrying Value</u>	<u>Market Value</u> <u>Accrual</u>
REAL ESTATE				
1 000	WARRANTY DEED AND LEASE OF LAND LOCATED AT 283 NORTH MAIN STREET, BARRE, VT DTD 11/1/68 PER BOOK 39 PG 551 OF BARRE CITY LAND RECORDS RE1011-27-0	300,000.000000 05/04/2006	165,000.00 165,000.00	300,000.00 0.000000
Total REAL ESTATE			165,000.00 165,000.00	300,000.00 0.000000
Total Settlement Date Position			1,021,184.41 1,021,184.41	1,170,490.70 3,451.760000

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES
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DESCRIPTION -----	AMOUNT -----
CASH/ACCRUAL ADJUSTMENT	558.

TOTAL	558.
	=====

STATE(S) WHERE THE FOUNDATION IS REGISTERED
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VT

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

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OFFICER NAME:

TD Wealth Management

ADDRESS:

111 Main Street

Burlington, VT 05401

TITLE:

TRUSTEE

COMPENSATION 11,191.

TOTAL COMPENSATION: 11,191.

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RECIPIENT NAME:
CENTRAL VERMONT MEDICAL CENTER
ADDRESS:
ATTN.: CHEYENNE FOLLAND, COMPTROLLE
BARRE, VT 05641
AMOUNT OF GRANT PAID 65,280.

TOTAL GRANTS PAID: 65,280.
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RENT AND ROYALTY SUMMARY

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PROPERTY -----	TOTAL INCOME -----	DEPLETION/ DEPRECIATION -----	OTHER EXPENSES -----	ALLOWABLE NET INCOME -----
WARRANTY DEED AND LE	23,956.			23,956.
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TOTALS	23,956.			23,956.
	=====	=====	=====	=====

LAURENCE CAMPBELL MEMORIAL TRUST, 430045013
Schedule D Detail of Short-term Capital Gains and Losses

03-6064489

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT	PURPOSES				
50. ABBOTT LABS CO	05/22/2009	11/25/2009	2,720.00	2,216.00	504.00
180. ALCOA INC	03/24/2008	02/23/2009	1,051.00	6,356.00	-5,305.00
100. AUTO DATA PROCESSING	11/07/2008	02/26/2009	3,405.00	3,707.00	-302.00
93. AUTO DATA PROCESSING	11/07/2008	06/24/2009	3,272.00	3,228.00	44.00
300. BANK AMER CORP COM	11/07/2008	02/13/2009	1,689.00	6,009.00	-4,320.00
70. CONOCOPHILLIPS	11/07/2008	05/07/2009	3,055.00	3,544.00	-489.00
140. EQUITY RES PPTYS TR	11/07/2008	04/22/2009	3,069.00	4,430.00	-1,361.00
470. INTEL CORP COM	06/08/2009	11/25/2009	9,085.00	7,463.00	1,622.00
40. INTL BUSINESS MACHINES	02/26/2009	11/25/2009	5,090.00	3,572.00	1,518.00
1790. KEELEY SMALL CAP					
VALUE FUND - A FUND #245	11/19/2008	07/29/2009	30,627.00	24,577.00	6,050.00
80. MARATHON OIL	03/27/2009	11/25/2009	2,675.00	2,191.00	484.00
70. PNC BANK CORP	11/07/2008	06/08/2009	3,046.00	4,636.00	-1,590.00
161. PRAXAIR INCORPORATED	02/26/2009	11/25/2009	13,346.00	8,966.00	4,380.00
230. QUALCOMM INCORPORATED	06/08/2009	11/25/2009	10,463.00	9,861.00	602.00
10000. SBC COMMUNICATIONS					
4.125% 09/15/2009 DTD 11/03/2004	11/13/2008	09/15/2009	9,956.00	9,956.00	
660. SPDR KBW REGIONAL	11/07/2008	05/22/2009	12,818.00	21,454.00	-8,636.00
210. SCHLUMBERGER LTD	05/22/2009	11/25/2009	13,641.00	11,135.00	2,506.00
650. SECTOR SPDR TR - AMEX					
FINANCIAL SHS BEN INT-FIN	07/29/2008	02/26/2009	5,226.00	14,268.00	-9,042.00
140. SIMON PPTY GROUP INC	11/07/2008	02/26/2009	4,676.00	11,416.00	-6,740.00
.312 SIMON PPTY GROUP INC	03/18/2009	03/18/2009	11.00	11.00	
3. SIMON PPTY GROUP INC	03/18/2009	04/22/2009	145.00	102.00	43.00
210. TARGET CORP COM	05/07/2009	11/25/2009	10,032.00	8,880.00	1,152.00
240. US BANCORP DEL NEW	11/07/2008	06/08/2009	4,387.00	6,389.00	-2,002.00
950. VANGUARD GNMA FIXED	11/19/2008	07/29/2009	10,108.00	9,795.00	313.00
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			163,593.00	184,162.00	-20,569.00
Totals			163,593.00	184,162.00	-20,569.00

FEDERAL CAPITAL GAIN DIVIDENDS

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LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

EQUITY RES PPTYS TR SH BEN INT	43.00
SIMON PPTY GROUP INC NEW	1.00
VANGUARD GNMA FIXED INCOME	32.00

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS

76.00

TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS

76.00

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