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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

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

OMB No. 1545-0052

**2009**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 change

Name of foundation

HEFFLON FBO VARIOUS CHARITIES 429153018

A Employer identification number

03-6089629

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

Room/suite

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

B Telephone number (see page 10 of the instructions)

(802) 860-5553

City or town, state, and ZIP code

WILLISTON, VT 05495

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) ▶ \$ 529,410.J Accounting method: ☐ Cash ☐ Accrual  
☒ Other (specify) MODIFIED CASH  
(Part I, column (d) must be on cash basis.)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 . . . . . ☐**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)

1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch. B. . . . .				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities . . . . .	14,137.	14,137.		STMT 1
5a	Gross rents . . . . .				
b	Net rental income or (loss) . . . . .				
6a	Net gain or (loss) from sale of assets not on line 10	-15,451.			
b	Gross sales price for all assets on line 6a 185,155.				
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) . . . . .	161.			STMT 2
12	Total. Add lines 1 through 11 . . . . .	-1,153.	14,137.		
13	Compensation of officers, directors, trustees, etc. . . . .	5,997.	3,998.		1,999.
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) STMT 4 . . . . .	66.	66.		
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 . . . . .	6,638.	4,447.	NONE	2,191.
25	Contributions, gifts, grants paid . . . . .	19,166.			19,166.
26	Total expenses and disbursements. Add lines 24 and 25 . . . . .	25,804.	4,447.	NONE	21,357.
27	Subtract line 26 from line 12. . . . .				
a	Excess of revenue over expenses and disbursements . . . . .	-26,957.			
b	Net investment income (if negative, enter -0-) . . . . .		9,690.		
c	Adjusted net income (if negative, enter -0-) . . . . .				

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

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**Part II Balance Sheets**

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing . . . . .			
	2 Savings and temporary cash investments . . . . .	16,802.	16,266.	16,266.
	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) . STMT 5 .	208,543.	218,628.	267,488.
	c Investments - corporate bonds (attach schedule) . STMT 6 .	277,160.	240,987.	245,656.
	11 Investments - land, buildings, and equipment, basis Less: accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans . . . . .			
	13 Investments - other (attach schedule) . . . . .			
	14 Land, buildings, and equipment, basis Less: accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶ )				
16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . .	502,505.	475,881.	529,410.	
<b>Liabilities</b>	17 Accounts payable and accrued expenses . . . . .			
	18 Grants payable . . . . .			
	19 Deferred revenue . . . . .			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule) . . . . .			
	22 Other liabilities (describe ▶ )			
	23 <b>Total liabilities</b> (add lines 17 through 22) . . . . .			
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.</b>			
	24 Unrestricted . . . . .	502,505.	475,881.	
	25 Temporarily restricted . . . . .			
	26 Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input type="checkbox"/></b>			
	27 Capital stock, trust principal, or current funds . . . . .			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund . . . . .			
	29 Retained earnings, accumulated income, endowment, or other funds . . . . .			
30 <b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	502,505.	475,881.		
31 <b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	502,505.	475,881.		

**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	502,505.
2 Enter amount from Part I, line 27a . . . . .	2	-26,957.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	333.
4 Add lines 1, 2, and 3 . . . . .	4	475,881.
5 Decreases not included in line 2 (itemize) ▶	5	
6 <b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	475,881.

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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.)
<b>1a SEE PART IV DETAIL</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69</b>			<b>(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))</b>		
(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			
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2 Capital gain net income or (net capital loss) . . . . .</b> { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			<b>2</b>	<b>-15,451.</b>	
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):</b> 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. . . . .			<b>3</b>		

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? . . . . ☐ Yes ☒ No  
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.**1 Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries.**

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	32,588.	481,814.	0.06763605873
2007	50,983.	549,379.	0.09280114457
2006	26,065.	542,739.	0.04802492542
2005	13,622.	527,219.	0.02583746033
2004	12,513.	496,117.	0.02522187307
<b>2 Total of line 1, column (d) . . . . .</b>			<b>2</b> 0.25952146212
<b>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 . . . . .</b>			<b>3</b> 0.05190429242
<b>4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 . . . . .</b>			<b>4</b> 472,176.
<b>5 Multiply line 4 by line 3 . . . . .</b>			<b>5</b> 24,508.
<b>6 Enter 1% of net investment income (1% of Part I, line 27b) . . . . .</b>			<b>6</b> 97.
<b>7 Add lines 5 and 6 . . . . .</b>			<b>7</b> 24,605.
<b>8 Enter qualifying distributions from Part XII, line 4 . . . . .</b> 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.			<b>8</b> 21,357.

**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 <input type="checkbox"/> and enter "N/A" on line 1. . . . . Date of ruling or determination letter: _____ (attach copy of ruling letter if necessary - see instructions)		1	194.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b. . . . .			
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	194.
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	194.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009 . . . . .	6a		
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		NONE
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached . . . . .	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .	9		194.
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 <input type="checkbox"/> Refunded <input type="checkbox"/> . . . . .	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? . . . . .		X
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 8		
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 <input type="text"/> N/A				
14	The books are in care of <input type="text"/> TD Wealth Management Telephone no. <input type="text"/> (802) 860-5553			
	Located at <input type="text"/> 111MAIN STREET, BURLINGTON, VT ZIP + 4 <input type="text"/> 05401			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <input type="text"/> 15			

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

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

	Yes	No
<b>1a</b> During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b> If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? <input type="checkbox"/> <b>1b</b>		
<b>c</b> Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009? <input type="checkbox"/> <b>1c</b>		X
<b>2</b> Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
<b>a</b> At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <input type="text"/> 2005		
<b>b</b> Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 20 of the instructions.) <input type="checkbox"/> <b>2b</b>		X
<b>c</b> If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <input type="text"/>		
<b>3a</b> Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b> If "Yes," did it have excess business holdings in 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.) <input type="checkbox"/> <b>3b</b>		
<b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/> <b>4a</b>		X
<b>b</b> Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009? <input type="checkbox"/> <b>4b</b>		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 9		5,997.	-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 TRUST SHALL DISTRIBUTE THE NET INCOME AS FOLLOWS: (1) 50 % TO SHRINER'S HOSPITAL FOR CHILDREN, (2) 30% TO ST PAUL'S UNITED METHODIST CHURCH IN ST ALBANS,	19,166.
2 VERMONT, AND (3) 20% TO FRANKLIN COUNTY HOME HEALTH AGENCY IN ST ALBANS, VERMONT.	
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.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities . . . . .	<b>1a</b>	464,016.
<b>b</b>	Average of monthly cash balances . . . . .	<b>1b</b>	15,351.
<b>c</b>	Fair market value of all other assets (see page 24 of the instructions) . . . . .	<b>1c</b>	NONE
<b>d</b>	<b>Total</b> (add lines 1a, b, and c) . . . . .	<b>1d</b>	479,367.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . . <b>1e</b>		
<b>2</b>	Acquisition indebtedness applicable to line 1 assets . . . . .	<b>2</b>	NONE
<b>3</b>	Subtract line 2 from line 1d . . . . .	<b>3</b>	479,367.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions) . . . . .	<b>4</b>	7,191.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4 . . . . .	<b>5</b>	472,176.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	<b>6</b>	23,609.

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

<b>1</b>	Minimum investment return from Part X, line 6 . . . . .	<b>1</b>	23,609.
<b>2a</b>	Tax on investment income for 2009 from Part VI, line 5 . . . . . <b>2a</b>	194.	
<b>b</b>	Income tax for 2009. (This does not include the tax from Part VI.) . . . . . <b>2b</b>		
<b>c</b>	Add lines 2a and 2b . . . . .	<b>2c</b>	194.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1 . . . . .	<b>3</b>	23,415.
<b>4</b>	Recoveries of amounts treated as qualifying distributions . . . . .	<b>4</b>	NONE
<b>5</b>	Add lines 3 and 4 . . . . .	<b>5</b>	23,415.
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions) . . . . .	<b>6</b>	NONE
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 . . . . .	<b>7</b>	23,415.

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26 . . . . .	<b>1a</b>	21,357.
<b>b</b>	Program-related investments - total from Part IX-B . . . . .	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes . . . . .	<b>2</b>	NONE
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required) . . . . .	<b>3a</b>	NONE
<b>b</b>	Cash distribution test (attach the required schedule) . . . . .	<b>3b</b>	NONE
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 . . . . .	<b>4</b>	21,357.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions) . . . . .	<b>5</b>	N/A
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .	<b>6</b>	21,357.

**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
<b>1</b> Distributable amount for 2009 from Part XI, line 7 . . . . .				23,415.
<b>2</b> Undistributed income, if any, as of the end of 2009:				
<b>a</b> Enter amount for 2008 only . . . . .			NONE	
<b>b</b> Total for prior years. 20 <u>07</u> , 20 <u>  </u> , 20 <u>  </u>		NONE		
<b>3</b> Excess distributions carryover, if any, to 2009:				
<b>a</b> From 2004 . . . . .	NONE			
<b>b</b> From 2005 . . . . .	NONE			
<b>c</b> From 2006 . . . . .	NONE			
<b>d</b> From 2007 . . . . .	NONE			
<b>e</b> From 2008 . . . . .	6,705.			
<b>f</b> Total of lines 3a through e . . . . .	6,705.			
<b>4</b> Qualifying distributions for 2009 from Part XII, line 4: ► \$ <u>21,357.</u>				
<b>a</b> Applied to 2008, but not more than line 2a . . . . .			NONE	
<b>b</b> Applied to undistributed income of prior years (Election required - see page 26 of the instructions) . . . . .		NONE		
<b>c</b> Treated as distributions out of corpus (Election required - see page 26 of the instructions) . . . . .	NONE			
<b>d</b> Applied to 2009 distributable amount . . . . .				21,357.
<b>e</b> Remaining amount distributed out of corpus . . . . .	NONE			
<b>5</b> Excess distributions carryover applied to 2009 . . . . . (If an amount appears in column (d), the same amount must be shown in column (a).)	2,058.			2,058.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 . . . . .	4,647.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b . . . . .		NONE		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .		NONE		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions . . . . .		NONE		
<b>e</b> Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions . . . . .			NONE	
<b>f</b> Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010. . . . .				
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions) . . . . .	NONE			
<b>8</b> Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions) . . . . .	NONE			
<b>9</b> Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a . . . . .	4,647.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2005 . . . . .	NONE			
<b>b</b> Excess from 2006 . . . . .	NONE			
<b>c</b> Excess from 2007 . . . . .	NONE			
<b>d</b> Excess from 2008 . . . . .	4,647.			
<b>e</b> Excess from 2009 . . . . .				

**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	
<b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .				
<b>b</b> 85% of line 2a . . . . .				
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .				
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .				
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .				
<b>3</b> Complete 3a, b, or c for the alternative test relied upon				
<b>a</b> "Assets" alternative test - enter				
<b>(1)</b> Value of all assets . . . . .				
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .				
<b>b</b> "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . . . .				
<b>c</b> "Support" alternative test - enter				
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .				
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) . . . . .				
<b>(3)</b> Largest amount of support from an exempt organization . . . . .				
<b>(4)</b> 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)				
<b>a Paid during the year</b>				
SEE STATEMENT 10				
<b>Total . . . . .</b>			<b>▶ 3a</b>	19,166.
<b>b Approved for future payment</b>				
<b>Total . . . . .</b>			<b>▶ 3b</b>	







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

		Yes	No
<b>1</b>	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?		
<b>a</b>	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	<b>1a(1)</b>	X
	(2) Other assets	<b>1a(2)</b>	X
<b>b</b>	Other transactions.		
	(1) Sales of assets to a noncharitable exempt organization	<b>1b(1)</b>	X
	(2) Purchases of assets from a noncharitable exempt organization	<b>1b(2)</b>	X
	(3) Rental of facilities, equipment, or other assets	<b>1b(3)</b>	X
	(4) Reimbursement arrangements	<b>1b(4)</b>	X
	(5) Loans or loan guarantees	<b>1b(5)</b>	X
	(6) Performance of services or membership or fundraising solicitations	<b>1b(6)</b>	X
<b>c</b>	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	<b>1c</b>	X
<b>d</b>	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

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.				
	 Signature of officer or trustee      CATHERINE FERREE		Date      05/10/2010	Title      Trustee	
Paid Preparer's Use Only	Preparer's signature 		Date	Check if self-employed <input type="checkbox"/>	Preparer's identifying number (See Signature on page 30 of the instructions)
	Firm's name (or yours if self-employed), address, and ZIP code 			EIN  Phone no.	

**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					383.	
6.00		.481 ARTIO TOTAL RETURN BOND FD-I #1524 PROPERTY TYPE: SECURITIES 6.00					04/16/2008	07/16/2009
416.00		13.328 BARON ASSET FD GROWTH & INC PROPERTY TYPE: SECURITIES 622.00					01/16/2008	04/16/2009
1,552.00		45.028 BARON ASSET FD GROWTH & INC PROPERTY TYPE: SECURITIES 2,094.00					01/16/2008	07/01/2009
1,674.00		41.487 BARON ASSET FD GROWTH & INC PROPERTY TYPE: SECURITIES 1,820.00					07/16/2008	10/16/2009
988.00		33.08 COLUMBIA VALUE & RESTRUCTURING FUN PROPERTY TYPE: SECURITIES 1,698.00					01/16/2008	04/16/2009
2,826.00		84.98 COLUMBIA VALUE & RESTRUCTURING FUN PROPERTY TYPE: SECURITIES 4,208.00					01/16/2008	07/01/2009
38.00		1.116 COLUMBIA VALUE & RESTRUCTURING FUN PROPERTY TYPE: SECURITIES 53.00					08/07/2006	07/16/2009
7,879.00		187.059 COLUMBIA VALUE & RESTRUCTURING F PROPERTY TYPE: SECURITIES 8,929.00					07/16/2008	10/16/2009
613.00		26.112 DAVIS NY VENTURE FD INC CL Y FUND PROPERTY TYPE: SECURITIES 1,111.00					10/16/2007	04/16/2009
797.00		31.274 DAVIS NY VENTURE FD INC CL Y FUND PROPERTY TYPE: SECURITIES 1,331.00					10/16/2007	07/01/2009

**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)	
347.00		13.238 DAVIS NY VENTURE FD INC CL Y FUND PROPERTY TYPE: SECURITIES 563.00					10/16/2007 -216.00	07/16/2009
2,055.00		67.16 DAVIS NY VENTURE FD INC CL Y FUND PROPERTY TYPE: SECURITIES 2,858.00					10/16/2007 -803.00	10/16/2009
3,478.00		1011.096 FEDERATED KAUFMANN FD CL A #66 PROPERTY TYPE: SECURITIES 5,241.00					01/16/2007 -1,763.00	01/16/2009
3,036.00		778.44 FEDERATED KAUFMANN FD CL A #66 PROPERTY TYPE: SECURITIES 3,014.00					04/16/2009 22.00	07/01/2009
9,554.00		2449.834 FEDERATED KAUFMANN FD CL A #66 PROPERTY TYPE: SECURITIES 12,573.00					03/17/2008 -3,019.00	07/01/2009
81,702.00		6741.08 FEDERATED US GOVT SEC 2-5 YRS PROPERTY TYPE: SECURITIES 74,890.00					07/16/2007 6,812.00	01/16/2009
301.00		25.461 FEDERATED US GOVT SEC 2-5 YRS PROPERTY TYPE: SECURITIES 307.00					04/16/2009 -6.00	07/01/2009
3,791.00		320.747 FEDERATED US GOVT SEC 2-5 YRS PROPERTY TYPE: SECURITIES 3,618.00					04/16/2008 173.00	07/01/2009
14,762.00		1440.186 FEDERATED TOTAL RETURN BOND FUN PROPERTY TYPE: SECURITIES 15,612.00					10/18/2004 -850.00	01/16/2009
1,556.00		117.851 FIDELITY ADVISOR EMERGING MARKET PROPERTY TYPE: SECURITIES 3,607.00					10/16/2007 -2,051.00	04/16/2009
1,759.00		108.375 FIDELITY ADVISOR EMERGING MARKET PROPERTY TYPE: SECURITIES 3,317.00					10/16/2007 -1,558.00	07/01/2009



**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)	
113.00		6.988 FIDELITY ADVISOR EMERGING MARKET C PROPERTY TYPE: SECURITIES 214.00					10/16/2007 -101.00	07/16/2009
2,278.00		109.957 FIDELITY ADVISOR EMERGING MARKET PROPERTY TYPE: SECURITIES 3,217.00					03/17/2008 -939.00	10/16/2009
7,075.00		561.988 ARTIO TOTAL RETURN BOND FUND FUN PROPERTY TYPE: SECURITIES 7,306.00					08/07/2006 -231.00	01/16/2009
2,077.00		172.205 MFS RESEARCH INTERNATIONAL FUND PROPERTY TYPE: SECURITIES 3,012.00					03/17/2008 -935.00	07/01/2009
198.00		16.388 MFS RESEARCH INTERNATIONAL FUND I PROPERTY TYPE: SECURITIES 287.00					03/17/2008 -89.00	07/16/2009
2,953.00		202.94 MFS RESEARCH INTERNATIONAL FUND I PROPERTY TYPE: SECURITIES 3,549.00					03/17/2008 -596.00	10/16/2009
286.00		27.817 PIMCO TOTAL RETURN FUND #35 PROPERTY TYPE: SECURITIES 299.00					04/16/2004 -13.00	01/16/2009
3,308.00		160.675 T ROWE PRICE GROWTH STOCK FUND PROPERTY TYPE: SECURITIES 4,956.00					03/17/2008 -1,648.00	04/16/2009
1,821.00		82.197 T ROWE PRICE GROWTH STOCK FUND PROPERTY TYPE: SECURITIES 2,332.00					03/17/2008 -511.00	07/01/2009
646.00		28.409 T ROWE PRICE GROWTH STOCK FUND PROPERTY TYPE: SECURITIES 756.00					03/17/2008 -110.00	07/16/2009
3,705.00		141.969 T ROWE PRICE GROWTH STOCK FUND PROPERTY TYPE: SECURITIES 3,771.00					07/16/2008 -66.00	10/16/2009

**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)	
1,475.00		31.789 T ROWE PRICE MID-CAP GROWTH FD #6 PROPERTY TYPE: SECURITIES 1,214.00				07/16/2009 261.00	10/16/2009
925.00		72.635 VANGUARD SELECTED VALUE FUND #934 PROPERTY TYPE: SECURITIES 852.00				04/16/2009 73.00	07/01/2009
438.00		33.746 VANGUARD SELECTED VALUE FUND #934 PROPERTY TYPE: SECURITIES 392.00				01/16/2009 46.00	07/16/2009
3,852.00		250.226 VANGUARD SELECTED VALUE FUND #93 PROPERTY TYPE: SECURITIES 2,905.00				01/16/2009 947.00	10/16/2009
4,565.00		400.063 VANGUARD MID-CAP INDEX FUND A PROPERTY TYPE: SECURITIES 5,945.00				10/16/2008 -1,380.00	01/16/2009
9,927.00		870.059 VANGUARD MID-CAP INDEX FUND A PROPERTY TYPE: SECURITIES 12,127.00				10/16/2007 -2,200.00	01/16/2009
TOTAL GAIN (LOSS) .....		.....				----- -15,451. =====	

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
ARTIO TOTAL RETURN BOND FD-I #1524	817.	817.
COLUMBIA VALUE & RESTRUCTURING FUND #205	802.	802.
DAVIS NY VENTURE FD INC CL Y FUND 909	247.	247.
FEDERATED US GOVT SEC 2-5 YRS	151.	151.
FEDERATED TOTAL RETURN BOND FUND INSTITU	2,212.	2,212.
FIDELITY ADVISOR EMERGING MARKET CLASS I	167.	167.
ARTIO TOTAL RETURN BOND FUND 1524 C	121.	121.
MFS RESEARCH INTERNATIONAL FUND I FUND #	456.	456.
PIMCO TOTAL RETURN FUND #35	5,758.	5,758.
T ROWE PRICE GROWTH STOCK FUND	125.	125.
T ROWE PRICE MID-CAP GROWTH FD #64	7.	7.
TD ASSET MGMT US GOVT INSTL SVS #6	1.	1.
TD ASSET MGMT US GOVT PORT INSTL #2	18.	18.
TD ASSET MGMT SHORT TERM BOND #4	268.	268.
VANGUARD SELECTED VALUE FUND #934	605.	605.
VANGUARD GNMA FIXED INCOME	2,382.	2,382.
	-----	-----
	14,137.	14,137.
	=====	=====
TOTAL		

FORM 990PF, PART I - OTHER INCOME  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
FEDERAL TAX REFUND	161.
	-----
TOTALS	161.
	=====

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 I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
FOREIGN TAXES	66.	66.
	-----	-----
TOTALS	66.	66.
	=====	=====

HEFFLON FBO VARIOUS CHARITIES 429153018

03-6089629

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	----
647.396 BARON GROWTH FUND #587	22,054.	26,744.
1242.383 COLUMBIA VALUE & REST	43,721.	53,162.
851.484 DAVIS NY VENTURE FD IN	26,790.	26,643.
626.646 FIDELITY ADVISOR EMERG	7,852.	13,229.
1781.777 MFS RESEARCH INTERNAT	23,533.	25,515.
2501.999 T ROWE PRICE GROWTH S	54,827.	68,830.
281.072 T ROWE PRICE MID-CAP G	10,723.	13,348.
2508.918 VANGUARD SELECTEC VAL	29,128.	40,017.
	-----	-----
TOTALS	218,628.	267,488.
	=====	=====

HEFFLON FBO VARIOUS CHARITIES 429153018

03-6089629

FORM 990PF, PART II - CORPORATE BONDS  
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
1832.779 ARTIO TOTAL RETURN BO	23,859.	24,541.
4556.377 FEDERATED TOTAL RETUR	48,150.	49,528.
9079.344 PIMCO TOTAL RETURN IN	95,733.	98,057.
1211.680 TD ASSET MGMT SHORT T	12,270.	12,311.
5753.626 VANGUARD GNMA FUND #3	60,975.	61,219.
	-----	-----
TOTALS	240,987.	245,656.
	=====	=====



## FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
-----	-----
PY CASH/ACCRUAL ADJUSTMENT	332.
ROUNDING ADJUSTMENT	1.
	-----
TOTAL	333.
	=====

-----  
STATE(S) WHERE THE FOUNDATION IS REGISTERED  
=====

VT

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

=====

## OFFICER NAME:

TD Wealth Management

## ADDRESS:

111 Main Street

Burlington, VT 05401

## TITLE:

TRUSTEE

COMPENSATION ..... 5,997.

TOTAL COMPENSATION: 5,997.

=====

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

## RECIPIENT NAME:

ST. PAUL'S UNITED METHODIST CHURCH

## ADDRESS:

ATTN: DAVID BAKER

ST. ALBANS, VT 05478

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

DISTRIBUTION

AMOUNT OF GRANT PAID ..... 5,750.

## RECIPIENT NAME:

SHRINERS HOSPITAL FOR CHILDREN

## ADDRESS:

ATTN: TRUST &amp; INVESTMENT ACCTING MG

TAMPA, FL 33631-3356

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

DISTRIBUTION

AMOUNT OF GRANT PAID ..... 9,583.

## RECIPIENT NAME:

FRANKLIN COUNTY HOME HEALTH AGY

## ADDRESS:

ATTN:KRISTINA SENNA

ST ALBANS, VT 05478

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

DISTRIBUTION

AMOUNT OF GRANT PAID ..... 3,833.

TOTAL GRANTS PAID:

19,166.

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HEFFLON FBO VARIOUS CHARITIES 429153018  
Schedule D Detail of Long-term Capital Gains and Losses

03-6089629

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT	PURPOSES				
.481 ARTIO TOTAL RETURN	04/16/2008	07/16/2009	6.00	6.00	
13.328 BARON ASSET FD	01/16/2008	04/16/2009	416.00	622.00	-206.00
45.028 BARON ASSET FD	01/16/2008	07/01/2009	1,552.00	2,094.00	-542.00
41.487 BARON ASSET FD	07/16/2008	10/16/2009	1,674.00	1,820.00	-146.00
33.08 COLUMBIA VALUE & RESTRUCTURING FUND #2051	01/16/2008	04/16/2009	988.00	1,698.00	-710.00
84.98 COLUMBIA VALUE & RESTRUCTURING FUND #2051	01/16/2008	07/01/2009	2,826.00	4,208.00	-1,382.00
1.116 COLUMBIA VALUE & RESTRUCTURING FUND #2051	08/07/2006	07/16/2009	38.00	53.00	-15.00
187.059 COLUMBIA VALUE & RESTRUCTURING FUND #2051	07/16/2008	10/16/2009	7,879.00	8,929.00	-1,050.00
26.112 DAVIS NY VENTURE FD INC CL Y FUND 909	10/16/2007	04/16/2009	613.00	1,111.00	-498.00
31.274 DAVIS NY VENTURE FD INC CL Y FUND 909	10/16/2007	07/01/2009	797.00	1,331.00	-534.00
13.238 DAVIS NY VENTURE FD INC CL Y FUND 909	10/16/2007	07/16/2009	347.00	563.00	-216.00
67.16 DAVIS NY VENTURE FD INC CL Y FUND 909	10/16/2007	10/16/2009	2,055.00	2,858.00	-803.00
1011.096 FEDERATED	01/16/2007	01/16/2009	3,478.00	5,241.00	-1,763.00
2449.834 FEDERATED	03/17/2008	07/01/2009	9,554.00	12,573.00	-3,019.00
6741.08 FEDERATED US GOVT	07/16/2007	01/16/2009	81,702.00	74,890.00	6,812.00
320.747 FEDERATED US GOVT	04/16/2008	07/01/2009	3,791.00	3,618.00	173.00
1440.186 FEDERATED TOTAL RETURN BOND FUND INSTITUTIONAL SHARE	01/16/2004	01/16/2009	14,762.00	15,612.00	-850.00
117.851 FIDELITY ADVISOR EMERGING MARKET CLASS I FUND #1290	10/16/2007	04/16/2009	1,556.00	3,607.00	-2,051.00
108.375 FIDELITY ADVISOR EMERGING MARKET CLASS I FUND #1290	10/16/2007	07/01/2009	1,759.00	3,317.00	-1,558.00
6.988 FIDELITY ADVISOR EMERGING MARKET CLASS I FUND #1290	10/16/2007	07/16/2009	113.00	214.00	-101.00
<b>Totals</b>					

**JSA  
9F0970 2.000**

## FEDERAL CAPITAL GAIN DIVIDENDS

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## LONG-TERM CAPITAL GAIN DIVIDENDS

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## 15% RATE CAPITAL GAIN DIVIDENDS

BARON ASSET FD GROWTH & INC	29.00
PIMCO TOTAL RETURN FUND #35	219.00
TD ASSET MGMT SHORT TERM BOND #4	19.00
VANGUARD GNMA FIXED INCOME	115.00

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TOTAL 15% RATE CAPITAL GAIN DIVIDENDS

383.00

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TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS

383.00

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