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

OMB No 1545-0052

2009

Department of the Treasury  
Internal Revenue Service

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 , and ending

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return  
☐ Amended return ☐ Address change ☐ Name change

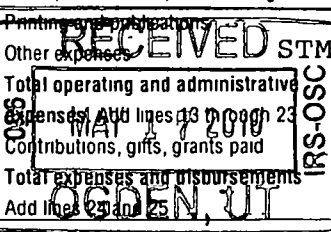
Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation <b>THE BARRON FAMILY CHARITABLE FOUNDATION</b>		A Employer identification number <b>04-2981078</b>
	C/O DELOITTE TAX LLP		B Telephone number <b>617-672-8320</b>
	Number and street (or P.O. box number if mail is not delivered to street address)	Room/suite	C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
	<b>200 BERKELEY STREET</b>		
City or town, state, and ZIP code <b>BOSTON, MA 02116</b>		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ <b>1,928,145.</b> (Part I, column (d) must be on cash basis.)		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received	200,000.		N/A	
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	56,753.	56,709.		STATEMENT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-85,850.			
b	Gross sales price for all assets on line 6a	570,115.			
7	Capital gain net income (from Part IV, line 2)		0.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss)				
11	Other income	959.	959.		STATEMENT 2
12	Total. Add lines 1 through 11	171,862.	57,668.		
13	Compensation of officers, directors, trustees, etc.	0.	0.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees STMT 3	4,600.	0.		4,600.
c	Other professional fees STMT 4	8,652.	8,652.		0.
17	Interest				
18	Taxes STMT 5	867.	867.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses STMT 6	70.	0.		70.
24	Total operating and administrative expenses. Add lines 13 through 23	14,189.	9,519.		4,670.
25	Contributions, gifts, grants paid	80,018.			80,018.
26	Total expenses and disbursements. Add lines 24 and 25	94,207.	9,519.		84,688.
27	Subtract line 26 from line 12	77,655.			
a	Excess of revenue over expenses and disbursements		48,149.		
b	Net investment income (if negative, enter -0-)				
c	Adjusted net income (if negative, enter -0-)			N/A	

SCANNED MAY 20 2010

Revenue

Operating and Administrative Expenses



252

**THE BARRON FAMILY CHARITABLE FOUNDATION**  
**C/O DELOITTE TAX LLP**

Form 990-PF (2009)

04-2981078

Page 2

Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	177,637.	108,376.	108,335.	
	2 Savings and temporary cash investments				
	3 Accounts receivable ▶				
	Less allowance for doubtful accounts ▶				
	4 Pledges receivable ▶				
	Less allowance for doubtful accounts ▶				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ▶				
	Less allowance for doubtful accounts ▶				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U S and state government obligations STMT 7	719,812.	644,950.	662,545.	
	b Investments - corporate stock STMT 8	723,209.	849,375.	1,054,291.	
	c Investments - corporate bonds STMT 9	0.	95,612.	102,974.	
11 Investments - land, buildings, and equipment basis ▶					
Less accumulated depreciation ▶					
12 Investments - mortgage loans					
13 Investments - other					
14 Land, buildings, and equipment basis ▶					
Less accumulated depreciation ▶					
15 Other assets (describe ▶ )					
16 Total assets (to be completed by all filers)	1,620,658.	1,698,313.	1,928,145.		
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ▶ )				
23 Total liabilities (add lines 17 through 22)	0.	0.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	27 Capital stock, trust principal, or current funds	0.	0.		
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.		
	29 Retained earnings, accumulated income, endowment, or other funds	1,620,658.	1,698,313.		
30 Total net assets or fund balances	1,620,658.	1,698,313.			
31 Total liabilities and net assets/fund balances	1,620,658.	1,698,313.			

**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	1,620,658.
2 Enter amount from Part I, line 27a	2	77,655.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,698,313.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,698,313.

Form 990-PF (2009)

**THE BARRON FAMILY CHARITABLE FOUNDATION**  
**C/O DELOITTE TAX LLP**

Form 990-PF (2009)

04-2981078 Page 3

**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 STATE STREET BANK &amp; TRUST CO.- STMT A</b>	<b>P</b>	<b>VARIOUS</b>	<b>VARIOUS</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 570,115.</b>		<b>655,965.</b>	<b>-85,850.</b>
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
<b>a</b>			<b>-85,850.</b>
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2 Capital gain net income or (net capital loss)</b> <div style="float: right; border-left: 1px solid black; padding-left: 5px;">                 If gain, also enter in Part I, line 7                  If (loss), enter -0- in Part I, line 7             </div>	<b>2</b>	<b>-85,850.</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) If (loss), enter -0- in Part I, line 8	<b>3</b>	<b>N/A</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 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	412,816.	1,719,043.	.240143
2007	337,076.	1,805,793.	.186664
2006	336,498.	1,635,085.	.205798
2005	374,249.	1,956,867.	.191249
2004	105,803.	1,931,605.	.054775

<b>2 Total of line 1, column (d)</b>	<b>2</b>	<b>.878629</b>
<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>	<b>.175726</b>
<b>4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5</b>	<b>4</b>	<b>1,613,334.</b>
<b>5 Multiply line 4 by line 3</b>	<b>5</b>	<b>283,505.</b>
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>	<b>6</b>	<b>481.</b>
<b>7 Add lines 5 and 6</b>	<b>7</b>	<b>283,986.</b>
<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	<b>8</b>	<b>84,688.</b>

**THE BARRON FAMILY CHARITABLE FOUNDATION**  
**C/O DELOITTE TAX LLP**

Form 990-PF (2009)

04-2981078

Page 4

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)			
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		1	963.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3 Add lines 1 and 2		3	963.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	963.
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	579.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	579.	
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	384.	
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**

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?		Yes	No
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			X
1c Did the foundation file Form 1120-POL for this year?			X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV.	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> MA			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

N/A

Form 990-PF (2009)

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

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

Website address **▶ N/A**

14 The books are in care of **▶ F.W. SHAW, EATON VANCE** Telephone no **▶ 617-672-8320**  
Located at **▶ TWO INTERNATIONAL PL., 14TH FL., BOSTON, MA** ZIP+4 **▶ 02110**

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

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input 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 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	N/A	1b
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?		1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 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 <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 instructions)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <b>▶</b>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 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)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b X

Form 990-PF (2009)

THE BARRON FAMILY CHARITABLE FOUNDATION  
C/O DELOITTE TAX LLP

Form 990-PF (2009)

04-2981078

Page 6

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

5a During the year did the foundation pay or incur any amount to:

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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

7b

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ADELE L. BARRON C/O DELOITTE TAX 200 BERKELEY STREET BOSTON, MA 02116	TRUSTEE 1.00	0.	0.	0.
SCOTT V. BARRON C/O DELOITTE TAX 200 BERKELEY STREET BOSTON, MA 02116	TRUSTEE 1.00	0.	0.	0.
DOUGLAS S. BARRON C/O DELOITTE TAX 200 BERKELEY STREET BOSTON, MA 02116	TRUSTEE 1.00	0.	0.	0.
FREDERICK W. SHAW C/O EATON VANCE TWO INTERNATIONAL PL., 14TH FL. BOSTON, MA 02110	TRUSTEE 1.00	0.	0.	0.

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

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

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

☐

0

Form 990-PF (2009)

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

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

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

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

	Expenses
1 NOT APPLICABLE	
	0.
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 NOT APPLICABLE	
	0.
2	
All other program-related investments. See instructions	
3	
<b>Total.</b> Add lines 1 through 3	0.

Form 990-PF (2009)



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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	1,542,326.
b	Average of monthly cash balances	1b	95,577.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,637,903.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,637,903.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	24,569.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,613,334.
6	Minimum investment return. Enter 5% of line 5	6	80,667.

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

1	Minimum investment return from Part X, line 6	1	80,667.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	963.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	963.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	79,704.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	79,704.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	79,704.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	84,688.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	84,688.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	84,688.

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.

Form 990-PF (2009)

**THE BARRON FAMILY CHARITABLE FOUNDATION**  
**C/O DELOITTE TAX LLP**

Form 990-PF (2009)

04-2981078

Page 9

**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				79,704.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004				10,589.
b From 2005				277,496.
c From 2006				257,072.
d From 2007				248,134.
e From 2008				327,932.
f Total of lines 3a through e	1,121,223.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$	84,688.			
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount	4,984.			79,704.
e Remaining amount distributed out of corpus	0.			0.
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:	1,126,207.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	10,589.			
9 Excess distributions carryover to 2010 Subtract lines 7 and 8 from line 6a	1,115,618.			
10 Analysis of line 9				
a Excess from 2005				277,496.
b Excess from 2006				257,072.
c Excess from 2007				248,134.
d Excess from 2008				327,932.
e Excess from 2009				4,984.

**THE BARRON FAMILY CHARITABLE FOUNDATION  
C/O DELOITTE TAX LLP**

Form 990-PF (2009)

04-2981078 Page 10

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

**1** a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 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				(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
<b>2</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 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					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

ADELE BARRON, TRUSTEE C/O DELOITTE TAX, LLP, 617-437-2000  
200 BERKELEY STREET, BOSTON, MA 02116

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

LETTER

c Any submission deadlines

NONE

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

NONE

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

923611 02-02-10







## Part XVII

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

☐ Yes ☒ No

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

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.			
 Signature of officer or trustee		4-27-10 Date	 Title
Paid Preparer's Use Only	Preparer's signature 	Date 4/22/10	Check if self-employed <input type="checkbox"/>
	Firm's name (or yours if self-employed), address and ZIP code DELOITTE TAX LLP 200 BERKELEY STREET BOSTON, MA 02116	EIN  Phone no 617-437-2000	

923622  
02-02-10

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

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

**2009****Name of the organization**THE BARRON FAMILY CHARITABLE FOUNDATION  
C/O DELOITTE TAX LLP**Employer identification number**

04-2981078

**Organization type (check one):****Filers of:****Section:**

Form 990 or 990-EZ

☐ 501(c)( ) (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

**Special Rules**

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ \_\_\_\_\_

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions  
for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization  
**THE BARRON FAMILY CHARITABLE FOUNDATION**  
**C/O DELOITTE TAX LLP**

Employer identification number

04-2981078

**Part I Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	ADELE L. BARRON C/O DELOITTE TAX, 200 BERKELEY STREET BOSTON, MA 02116	\$ 200,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)



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FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
STATE STREET BANK & TRUST - MUNI. DIV.	18.	0.	18.
STATE STREET BANK & TRUST - NONTAXABLE DIV.	26.	0.	26.
STATE STREET BANK & TRUST CO.	56,709.	0.	56,709.
TOTAL TO FM 990-PF, PART I, LN 4	56,753.	0.	56,753.

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FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PROCEEDS FROM SETTLEMENT	959.	959.	
TOTAL TO FORM 990-PF, PART I, LINE 11	959.	959.	

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FORM 990-PF	ACCOUNTING FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DELOITTE TAX LLP- TAX PREPARATION FEE	4,600.	0.		4,600.
TO FORM 990-PF, PG 1, LN 16B	4,600.	0.		4,600.

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FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE STREET BANK & TRUST	8,652.	8,652.		0.
TO FORM 990-PF, PG 1, LN 16C	8,652.	8,652.		0.

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FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	867.	867.		0.
TO FORM 990-PF, PG 1, LN 18	867.	867.		0.

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FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MA FORM PC FILING FEE	70.	0.		70.
TO FORM 990-PF, PG 1, LN 23	70.	0.		70.

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FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	7
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
STATE STREET BANK & TRUST COMPANY - SEE ATTACHED	X		644,950.	662,545.
TOTAL U.S. GOVERNMENT OBLIGATIONS			644,950.	662,545.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			644,950.	662,545.

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FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
STATE STREET BANK & TRUST COMPANY - SEE ATTACHED	849,375.	1,054,291.
TOTAL TO FORM 990-PF, PART II, LINE 10B	849,375.	1,054,291.

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FORM 990-PF	CORPORATE BONDS	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
STATE STREET BANK & TRUST COMPANY - SEE ATTACHED	95,612.	102,974.
TOTAL TO FORM 990-PF, PART II, LINE 10C	95,612.	102,974.

FORM 990-PF

GRANTS AND CONTRIBUTIONS  
PAID DURING THE YEAR

STATEMENT 10

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
LIGHTHOUSE CHARTER SCHOOL	NONE EDUCATION	501(C) 3	1,500.
HOUSING ASSISTANCE CORP.	NONE HOUSING	501(C) 3	500.
MAZON-JEWISH RESPONSE TO HUNGER	NONE HUNGER	501(C) 3	500.
ANTI DEFAMATION LEAGUE	NONE EDUCATION	501(C) 3	11,000.
OHIO WESLEYAN ANNUAL FUND	NONE EDUCATION	501(C) 3	500.
FALMOUTH JEWISH CONGREGATION	NONE COMMUNITY	501(C) 3	7,500.
AMERICAN TECHNION SOCIETY	NONE EDUCATION	501(C) 3	1,250.
JEWISH FEDERATION OF NORTH SHORE	NONE COMMUNITY	501(C) 3	10,500.

THE BARRON FAMILY CHARITABLE FOUNDATION			04-2981078
JEWISH FEDERATION OF SOUTH PALM BEACH	NONE COMMUNITY	501(C) 3	50.
JEWISH FEDERATION CRISIS FUND	NONE CRISIS	501(C) 3	10,000.
JEWISH WOMEN'S ENDOWMENT FUND	NONE RELIGIOUS	501(C) 3	1,818.
PIKE SCHOOL	NONE EDUCATION	501(C) 3	25,000.
NORTH SHORE MEDICAL CENTER	NONE MEDICAL	501(C) 3	1,000.
DANA FARBER CANCER INSTITUTE OF FL	NONE MEDICAL	501(C) 3	1,000.
TEMPLE B'NAI	NONE RELIGIOUS	501(C) 3	1,400.
SUSAN G KOMEN'S CANCER CURE	NONE MEDICAL	501(C) 3	500.
SUSAN G KOMEN'S FOUNDATION-FL	NONE MEDICAL	501(C) 3	1,000.
LOWN CARDIOVASCULAR RESEARCH FOUNDATION	NONE MEDICAL	501(C) 3	5,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			80,018.

**THE BARRON FAMILY CHARITABLE FOUNDATION**  
**Account # 2114550**

**Statement of Holdings**  
**December 31, 2009**

	Latest Acquisition Date	Units	Price	% of Class	Market Value	Total Cost	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
<b><u>Cash and Equivalents</u></b>									
Cash									
CASH		(80,492)	1 00		(80,492)	(80,492)	0		
<b>Total Cash</b>							0		
<b><u>Cds And Time Deposits</u></b>									
ALLY BANK CD 1 45% 5/13/11	11/10/09	75,000	1 00	39.7	74,959	75,000	(41)	1,088	1.5
<b>Total Cds And Time Deposits</b>				39.7	74,959	75,000	(41)	1,088	1.5
<b><u>Money Market Funds Tax-Exempt</u></b>									
EATON VANCE TAX FREE RESERVES FD 28	12/24/09	113,868	1 00	60.3	113,868	113,868	0		
<b>Total Money Market Funds Tax-Exempt</b>				60.3	113,868	113,868	0		
<b>Total Cash and Equivalents</b>				100.0	108,335	108,376	(41)	1,088	0.6
<b><u>Bonds - Government and Agency</u></b>									
<b><u>Us Govt Agency -State Taxable</u></b>									
FNMA (FED NAT MTG) 4 125% 4/15/14	05/14/08	50,000	106 34	9.5	53,172	50,075	3,097	2,063	3.9
FNMA (FED NAT MTG) 4 875% 12/15/16	05/14/08	50,000	108 19	9.6	54,094	51,362	2,732	2,438	4.5
<b>Total Us Govt Agency -State Taxable</b>				19.1	107,266	101,437	5,829	4,501	4.2
<b><u>Us Treasury Notes &amp; Bonds</u></b>									
US TSY NTS 4 125% 8/15/10	01/05/07	75,000	102 34	13.6	76,755	73,649	3,106	3,094	4.0
US TREASURY NOTES 4 5% 11/15/10	01/24/07	35,000	103 48	6.4	36,218	34,631	1,587	1,575	4.3
US TREASURY NOTES 4 5% 2/28/11	02/14/08	75,000	104 38	13.9	78,284	80,124	(1,840)	3,375	4.3
US TREASURY NOTES 4 5% 4/30/12	11/18/08	75,000	107 21	14.3	80,408	82,371	(1,963)	3,375	4.2
US TSY NTS 4 25% 11/15/13	05/01/07	50,000	108 03	9.6	54,016	49,080	4,936	2,125	3.9
US TREASURY NOTES 4 125% 5/15/15	10/04/05	75,000	106 63	14.2	79,969	73,386	6,583	3,094	3.9
US TREASURY BONDS 7 25% 5/15/16	09/22/09	40,000	123 79	8.8	49,516	50,272	(756)	2,900	5.9
<b>Total Us Treasury Notes &amp; Bonds</b>				80.9	455,166	443,513	11,653	19,538	4.3
<b>Total Bonds - Government and Agency</b>				100.0	562,432	544,950	17,482	24,039	4.3
<b><u>Bonds - Corporate Bonds</u></b>									

**THE BARRON FAMILY CHARITABLE FOUNDATION**  
**Account # 2114550**

**Statement of Holdings**  
**December 31, 2009**

	Latest Acquisition Date	Units	Price	% of Class	Market Value	Total Cost	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
<b>Corporate Bonds</b>									
MORGAN STANLEY	4 75% 4/01/14	5,000	100.58	4.9	5,029	4,244	785	238	4.7
CITIGROUP INC	5% 9/15/14	5,000	96.40	4.7	4,820	4,405	415	250	5.2
HSBC FIN CORP	5 5% 1/19/16	5,000	104.91	5.1	5,245	4,641	604	275	5.2
MERRILL LYNCH & CO	6 05% 5/16/16	5,000	100.90	4.9	5,045	4,914	131	303	6.0
WACHOVIA CORP	5 625% 10/15/16	5,000	102.25	5.0	5,112	4,103	1,009	281	5.5
GOLDMAN SACHS GRP INC	5 625% 1/15/17	5,000	102.14	5.0	5,107	4,751	356	281	5.5
CVS CAREMARK CORP	5 75% 6/01/17	5,000	105.54	5.1	5,277	5,106	171	288	5.5
GEN ELEC CAP CORP	5 625% 5/01/18	5,000	102.47	5.0	5,124	4,807	317	281	5.5
BERKSHIRE HATHAWAY FIN	5 4% 5/15/18	5,000	104.48	5.1	5,224	5,344	(120)	270	5.2
ALTRIA GROUP INC	9 7% 11/10/18	5,000	123.62	6.0	6,181	5,792	389	485	7.8
DOMINION RES INC	8 875% 1/15/19	5,000	124.62	6.1	6,231	6,033	198	444	7.1
TIME WARNER CABLE	8 75% 2/14/19	5,000	121.88	5.9	6,094	5,498	596	438	7.2
MARATHON OIL CO	7 5% 2/15/19	5,000	115.41	5.6	5,771	5,311	460	375	6.5
BHP BILLITON FIN USA	6 5% 4/01/19	5,000	114.71	5.6	5,735	5,422	313	325	5.7
TJX COS INC	6 95% 4/15/19	5,000	115.59	5.6	5,779	5,265	514	348	6.0
<b>Total Corporate Bonds</b>				<b>79.4</b>	<b>81,774</b>	<b>75,636</b>	<b>6,138</b>	<b>4,882</b>	<b>6.0</b>
<b>Fx Denom Corporate Bonds</b>									
DEUTSCHE TELEKOM	5 75% 3/23/16	5,000	106.19	5.2	5,309	5,142	167	288	5.4
TRANSOCEAN INC	6% 3/15/18	5,000	106.69	5.2	5,335	4,989	346	300	5.6
WESTPAC BKG CORP	4 875% 11/19/19	5,000	98.14	4.8	4,907	4,986	(89)	244	5.0
TYCO INTL FIN SA	7% 12/15/19	5,000	112.98	5.5	5,649	4,849	800	350	6.2
<b>Total Fx Denom Corporate Bonds</b>				<b>20.6</b>	<b>21,200</b>	<b>19,976</b>	<b>1,224</b>	<b>1,182</b>	<b>5.6</b>
<b>Total Bonds - Corporate Bonds</b>				<b>100.0</b>	<b>102,974</b>	<b>95,612</b>	<b>7,362</b>	<b>6,064</b>	<b>5.9</b>
<b>Bonds - Other Fixed Income</b>									
<b>Mutual Funds-Fixed-Taxable</b>									
EATON VANCE FLOATING RATE FUND-A		11,338	8.83	100.0	100,113	100,000	113	4,025	4.0
<b>Total Mutual Funds-Fixed-Taxable</b>				<b>100.0</b>	<b>100,113</b>	<b>100,000</b>	<b>113</b>	<b>4,025</b>	<b>4.0</b>
<b>Total Bonds - Other Fixed Income</b>				<b>100.0</b>	<b>100,113</b>	<b>100,000</b>	<b>113</b>	<b>4,025</b>	<b>4.0</b>

**Equities**

**THE BARRON FAMILY CHARITABLE FOUNDATION**  
**Account # 2114550**

**Statement of Holdings**  
**December 31, 2009**

	Latest Acquisition Date	Units	Price	% of Class	Market Value	Total Cost	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
<b>Consumer Discretionary</b>									
MCDONALDS CORP	09/22/09	400	62.44	2.4	24,976	21,459	3,517	880	3.5
MCGRAW-HILL COMPANIES INC	06/09/09	650	33.51	2.1	21,782	20,560	1,222	585	2.7
COMCAST CORP-A	02/09/09	1,200	16.86	1.9	20,232	16,987	3,245	454	2.2
STAPLES INC	02/06/07	800	24.59	1.9	19,672	21,012	(1,340)	264	1.3
<b>Total Consumer Discretionary</b>				<b>8.2</b>	<b>86,662</b>	<b>80,018</b>	<b>6,644</b>	<b>2,183</b>	<b>2.5</b>
<b>Consumer Staples</b>									
NESTLE SA SPONSORED ADR	11/24/03	875	48.35	4.0	42,306	19,600	22,706	704	1.7
CADBURY PLC-SP ADR	03/19/09	490	51.39	2.4	25,181	22,356	2,825	519	2.1
PEPSICO INC	09/29/04	400	60.80	2.3	24,320	19,133	5,187	720	3.0
KELLOGG CO	12/30/09	375	53.20	1.9	19,950	20,237	(287)	563	2.8
COSTCO WHOLESALE CORP	12/03/09	325	59.17	1.8	19,230	19,281	(51)	234	1.2
<b>Total Consumer Staples</b>				<b>12.4</b>	<b>130,987</b>	<b>100,607</b>	<b>30,380</b>	<b>2,740</b>	<b>2.1</b>
<b>Energy</b>									
TOTAL SA ADR	11/24/03	400	64.04	2.4	25,616	15,609	10,007	1,111	4.3
EXXON MOBIL CORP	11/24/03	300	68.19	1.9	20,457	10,674	9,783	504	2.5
KINDER MORGAN MANAGEMENT LLC	10/26/09	357	54.64	1.9	19,506	17,158	2,348		
CHEVRON CORP	03/19/09	250	76.99	1.8	19,248	17,154	2,094	680	3.5
<b>Total Energy</b>				<b>8.0</b>	<b>84,827</b>	<b>60,595</b>	<b>24,232</b>	<b>2,295</b>	<b>2.7</b>
<b>Financials</b>									
WELLS FARGO & CO	02/09/09	1,000	26.99	2.6	26,990	19,305	7,685	200	0.7
AVALONBAY COMMUNITIES INC	03/19/09	300	82.11	2.3	24,633	15,263	9,370	1,071	4.3
FRANKLIN RESOURCES	05/23/06	225	105.35	2.2	23,704	20,857	2,847	198	0.8
METLIFE INC	12/30/09	600	35.35	2.0	21,210	20,997	213	444	2.1
EQUITY RESIDENTIAL PROPERTIES TR-SBI	11/24/03	600	33.78	1.9	20,268	17,211	3,057	810	4.0
TORONTO DOMINION BANK	10/26/09	300	62.72	1.8	18,816	18,138	678	696	3.7
NORTHERN TRUST CORP	05/11/09	325	52.40	1.6	17,030	17,214	(184)	364	2.1
<b>Total Financials</b>				<b>14.5</b>	<b>152,651</b>	<b>128,985</b>	<b>23,666</b>	<b>3,783</b>	<b>2.5</b>
<b>Health Care</b>									
GILEAD SCIENCES INC	11/07/06	700	43.27	2.9	30,289	23,945	6,344		
TEVA PHARM INDS ADR	09/22/09	400	56.18	2.1	22,472	20,822	1,650	193	0.9
ABBOTT LABORATORIES	10/26/09	375	53.99	1.9	20,246	19,075	1,171	600	3.0



**THE BARRON FAMILY CHARITABLE FOUNDATION**  
**Account # 2114550**

**Statement of Holdings**  
**December 31, 2009**

	Latest Acquisition Date	Units	Price	% of Class	Market Value	Total Cost	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
<b>Health Care (continued)</b>									
JOHNSON & JOHNSON	11/24/03	300	64.41	1.8	19,323	15,245	4,078	588	3.0
BECTON DICKINSON & CO	02/09/09	225	78.86	1.7	17,744	16,416	1,328	333	1.9
PFIZER INC	10/16/09	246	18.19	0.4	4,475	4,309	166	177	4.0
<b>Total Health Care</b>				<b>10.9</b>	<b>114,549</b>	<b>99,812</b>	<b>14,737</b>	<b>1,891</b>	<b>1.7</b>
<b>Industrials</b>									
UNITED TECHNOLOGIES CORP	11/24/03	450	69.41	3.0	31,235	19,061	12,174	693	2.2
GENERAL DYNAMICS CORP	11/24/03	400	68.17	2.6	27,268	16,213	11,055	608	2.2
ILLINOIS TOOL WORKS INC	11/24/03	400	47.99	1.8	19,196	14,963	4,233	496	2.6
CATERPILLAR INC	11/09/04	300	56.99	1.6	17,097	13,273	3,824	504	2.9
FEDEX CORP	11/24/03	150	83.45	1.2	12,518	10,619	1,899	66	0.5
<b>Total Industrials</b>				<b>10.2</b>	<b>107,314</b>	<b>74,129</b>	<b>33,185</b>	<b>2,367</b>	<b>2.2</b>
<b>Information Technology</b>									
IBM CORP	11/24/03	225	130.90	2.8	29,453	20,103	9,350	495	1.7
HEWLETT-PACKARD CO	06/09/09	550	51.51	2.7	28,331	20,298	8,033	176	0.6
MICROSOFT CORP	09/22/09	825	30.48	2.4	25,146	21,058	4,088	429	1.7
INTEL CORP	09/29/04	1,050	20.40	2.0	21,420	26,489	(5,079)	588	2.7
ANALOG DEVICES INC	11/12/09	675	31.58	2.0	21,317	18,526	2,791	540	2.5
MASTERCARD INC-A	12/30/09	75	255.98	1.8	19,199	19,318	(119)	45	0.2
CISCO SYSTEMS INC	04/24/08	775	23.94	1.8	18,554	19,929	(1,375)		
<b>Total Information Technology</b>				<b>15.5</b>	<b>163,420</b>	<b>145,731</b>	<b>17,689</b>	<b>2,273</b>	<b>1.4</b>
<b>Materials</b>									
BHP BILLITON LTD ADR	10/19/05	525	76.58	3.8	40,205	15,679	24,526	861	2.1
AIR PRODUCTS & CHEMICALS INC	01/22/04	400	81.06	3.1	32,424	19,812	12,612	720	2.2
ECOLAB INC	11/24/03	600	44.58	2.5	26,748	15,348	11,400	372	1.4
<b>Total Materials</b>				<b>9.4</b>	<b>99,377</b>	<b>50,839</b>	<b>48,538</b>	<b>1,953</b>	<b>2.0</b>
<b>Telecommunications</b>									
VERIZON COMMUNICATIONS INC	09/22/09	725	33.13	2.3	24,019	21,994	2,025	1,378	5.7
VODAFONE GROUP PLC ADR	12/30/09	900	23.09	2.0	20,781	20,615	166	1,162	5.6
<b>Total Telecommunications</b>				<b>4.2</b>	<b>44,800</b>	<b>42,609</b>	<b>2,191</b>	<b>2,540</b>	<b>5.7</b>
<b>Utilities</b>									

**THE BARRON FAMILY CHARITABLE FOUNDATION**  
**Account # 2114550**

**Statement of Holdings**  
**December 31, 2009**

	Latest Acquisition Date	Units	Price	% of Class	Market Value	Total Cost	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
<b>Utilities (continued)</b>									
FPL GROUP INC	11/24/03	600	52.82	3.0	31,692	19,104	12,588	1,134	3.6
FIRSTENERGY CORP	11/26/08	275	46.45	1.2	12,774	15,632	(2,858)	605	4.7
<b>Total Utilities</b>				<b>4.2</b>	<b>44,466</b>	<b>34,736</b>	<b>9,730</b>	<b>1,739</b>	<b>3.9</b>
<b>Various Other Hldgs</b>									
EATON VANCE T/A GL DVD INC FD	05/02/05	1,000	13.73	1.3	13,730	19,703	(5,973)	1,230	9.0
SOURCE CAPITAL INC \$2.40 PFD	11/24/03	350	32.88	1.1	11,508	11,611	(103)	840	7.3
<b>Total Various Other Hldgs</b>				<b>2.4</b>	<b>25,238</b>	<b>31,314</b>	<b>(6,076)</b>	<b>2,070</b>	<b>8.2</b>
<b>Total Equities</b>				<b>100.0</b>	<b>1,054,291</b>	<b>849,375</b>	<b>204,916</b>	<b>25,834</b>	<b>2.5</b>
<b>TOTAL PORTFOLIO</b>									
				<b>100%</b>	<b>\$1,928,145</b>	<b>\$1,698,313</b>	<b>\$229,832</b>	<b>\$61,050</b>	<b>3.0%</b>

# 2009 Tax Information Statement

Page 8 of 28

Account Number: 2114550  
 Recipient's Tax ID number: 04-2981078  
 Payer's Federal ID number: 20-8007203  
 Questions? (800)392-9244

Recipient's Name and Address  
 THE BARRON FAMILY CHARITABLE FND

Payer's Name and Address  
 STATE STREET BANK & TRUST COMPANY  
 WMS TAX DEPARTMENT  
 PO BOX 5300  
 BOSTON, MA 02206-5300

☐ Corrected ☐ 2nd TIN notice

Number of shares (Box 5)	CUSIP (Box 1b)	Description (Box 7)	Date Acquired	Date of Sale (Box 1a)	Stocks, etc. Bonds, etc. (Box 2)	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld (Box 4)
500.0000	001055102	AFLAC INC	11/24/2003	01/27/2009	11,095.78	17,720.00	-6,624.22	0.00
1800.0000	17306N203	CITIGROUP CAP VII 7.125% PFD	11/24/2003	03/02/2009	16,109.90	47,736.00	-31,626.10	0.00
400.0000	20825C104	CONOCOPHILLIPS	12/16/2004	03/20/2009	15,165.95	17,482.00	-2,316.05	0.00
500.0000	126650100	CVS CORP COM	12/05/2007	12/03/2009	15,482.34	19,507.50	-4,025.16	0.00
778.0000	254687106	DISNEY WALT CO COM	11/24/2003	03/19/2009	14,108.95	17,433.74	-3,324.79	0.00
2018.1630	277911491	EATON VANCE FLOATING RATE-CL I	03/01/2005	06/10/2009	15,560.04	20,000	<4440>	0.00
200.0000	30231G102	EXXON MOBIL CORPORATION	11/24/2003	10/26/2009	14,670.64	7,116.00	7,554.64	0.00
80000.0000	31359MEY5	FNMA 6.625% 9/15/09	11/24/2003	09/15/2009	80,000.00	91,400.00	-11,400.00	0.00
350.0000	585055106	MEDTRONIC INC COM	VARIOUS	10/26/2009	12,678.42	15,592.50	-2,914.08	0.00
600.0000	681919106	OMNICOM GROUP COM	VARIOUS	02/09/2009	16,642.22	23,686.50	-7,044.28	0.00
400.0000	771195104	ROCHE HLDG LTD SPONSORED ADR	08/24/2006	03/19/2009	12,933.92	18,283.78	-5,349.86	0.00
7189	828806109	SIMON PPTY GROUP INC NEW COM	11/24/2003	03/20/2009	22.99	0	23	0.00
283.2811	828806109	SIMON PPTY GROUP INC NEW COM	11/24/2003	05/11/2009	14,952.63	13,074	1879	0.00
65000.0000	9128276T4	US TREAS NTS 5.000% 2/15/11	VARIOUS	04/28/2009	69,875.00	66,481.83	3,393.17	0.00
45819.9000	9128274V5	US TSY NT INFL INDX 3.875% 1/15/09	11/24/2003	01/15/2009	45,819.90	47,252	<1432>	0.00
250.0000	983024100	WYETH COM	06/27/2007	10/19/2009	12,563.07	14,135.50	-1,572.43	0.00
Total Long Term 15% Sales Reported on 1099-B						367,681.75	<69,219>	0.00

This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

STMT A 1/2

# 2009 Tax Information Statement

Page 7 of 28

Account Number: 2114550  
 Recipient's Tax ID number: 04-2981078  
 Payer's Federal ID number: 20-8007203  
 Questions? (800)392-9244

Payer's Name and Address  
 STATE STREET BANK & TRUST COMPANY  
 WMS TAX DEPARTMENT  
 PO BOX 5300  
 BOSTON, MA 02206-5300

☐ Corrected ☐ 2nd TIN notice

## 2009 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS are Gross Proceeds less commissions and option premiums.

Number of shares (Box 5)	CUSIP (Box 1b)	Description (Box 7)	Date Acquired	Date of Sale	Stocks, Bonds, etc. (Box 2)	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld (Box 4)
<b>Short Term Sales Reported on 1099-B</b>								
5000.0000	00440EAM9	ACE INA HOLDINGS 5.9% 6/15/19	06/03/2009	09/24/2009	5,479.00	4,990.55	488.45	0.00
525.0000	054536107	AXA S A SPONSORED ADR	04/24/2008	03/19/2009	6,828.21	19,007.74	-12,179.53	0.00
125.0000	126650100	CVS CORP COM	09/22/2009	12/03/2009	3,870.59	4,523.13	-652.54	0.00
75000.0000	3133XTFF8	FHLB (FED HM LN BK) 0.66% 12/30/09	03/26/2009	11/03/2009	75,065.25	75,000.00	65.25	0.00
50000.0000	3136FHFE0	FNMA (FED NAT MTG) 1.5% 9/16/10	03/26/2009	06/11/2009	50,305.00	50,151.00	154.00	0.00
25000.0000	3136FHFE0	FNMA (FED NAT MTG) 1.5% 9/16/10	03/26/2009	11/13/2009	25,229.50	25,075.50	154.00	0.00
4522	49455U100	KINDER MORGAN MANAGEMENT LLC	10/26/2009	11/16/2009	21.91	21.73	0.18	0.00
200.0000	585055106	MEDTRONIC INC COM	03/19/2009	10/26/2009	7,244.81	5,873.00	1,371.81	0.00
2500	717081103	PFIZER INC COM	10/16/2009	10/20/2009	4.48	4.38	0.10	0.00
5000.0000	786514BQ1	SAFEWAY INC 6.25% 3/15/14	05/01/2009	07/02/2009	5,400.00	5,348.25	51.75	0.00
6,7189	828806109	SIMON PPTY GROUP INC NEW COM	03/18/2009	05/11/2009	354.65	0	355	0.00
300.0000	883556102	THERMO ELECTRON CORP COM	08/15/2008	02/09/2009	11,839.97	18,748.42	-6,908.45	0.00
5000.0000	92857WAT7	VODAFONE GROUP PLC 4.15% 6/10/14	06/03/2009	08/28/2009	5,111.65	4,996.65	115.00	0.00
5000.0000	959802AJ8	WESTERN UNION CO 6.5% 2/26/14	05/14/2009	11/17/2009	5,678.30	5,324.10	354.20	0.00
<b>Total Short Term Sales Reported on 1099-B</b>						<b>2,190.64</b>	<b>&lt;16,631.7</b>	<b>0.00</b>

Long Term 15% Sales Reported on 1099-B

This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.



STMT A 2/2