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Return of Private Foundation

OMB No 1545-0052

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

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 changeUse the IRS
label.Otherwise, print
or typeSee Specific
Instructions.

Name of foundation

THOMAS A. RODGERS JR. FAMILY FOUNDATION

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

P.O. BOX 2509

Room/suite

City or town, state, and ZIP code

FALL RIVER, MA 02722

A Employer identification number

04-3442439

B Telephone number

(508) 679-6452

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test,
check here and attach computation ☐E If private foundation status was terminated
under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here ☐

H Check type of organization.

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at end of year

(from Part II, col (c), line 16)

\$ 22,488,444.

J Accounting method:

☐ Cash☒ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not
necessarily equal the amounts in column (a))(a) Revenue and
expenses per books(b) Net investment
income(c) Adjusted net
income(d) Disbursements
for charitable purposes
(cash basis only)

Revenue

1 Contributions, gifts, grants, etc., received

2 Check ☒ if the foundation is not required to attach Sch B3 Interest on savings and temporary
cash investments

4 Dividends and interest from securities

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

b Gross sales price for all
assets on line 6a 6,469,621.

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)

11 Other income

12 Total Add lines 1 through 11

13 Compensation of officers, directors, trustees, etc

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees

b Accounting fees

c Other professional fees

17 Interest

18 Taxes

19 Depreciation and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses

24 Total operating and administrative
expenses Add lines 13 through 23

25 Contributions, gifts, grants paid

26 Total expenses and disbursements.

Add lines 24 and 25

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

b Net investment income (if negative enter -0-)

c Adjusted net income (if negative, enter -0-)

N/A

SCANNED MAY 06 2010
Administrative Expenses
RECEIVED
MAY 11 2010
OGDEN, UT
STMT 3
STMT 4
STMT 6

15P

Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing		-7.	-7.
	2 Savings and temporary cash investments	918,917.	87,783.	87,783.
	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	3,100.	1,277.	1,277.
	10a Investments - U.S. and state government obligations STMT 7	2,890,440.	3,152,397.	3,152,397.
	b Investments - corporate stock STMT 8	12,005,035.	16,446,349.	16,446,349.
	c Investments - corporate bonds STMT 9	1,732,394.	1,833,525.	1,833,525.
11 Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 10	367,880.	967,120.	967,120.	
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	17,917,766.	22,488,444.	22,488,444.	
Liabilities	17 Accounts payable and accrued expenses	7,575.	7,541.	
	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)	7,575.	7,541.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐			
	and complete lines 24 through 26 and lines 30 and 31			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	17,910,191.	22,480,903.		
30 Total net assets or fund balances	17,910,191.	22,480,903.		
31 Total liabilities and net assets/fund balances	17,917,766.	22,488,444.		

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	17,910,191.
2 Enter amount from Part I, line 27a	2	391,025.
3 Other increases not included in line 2 (itemize) ▶ <u>UNREALIZED GAIN ON INVESTMENTS</u>	3	4,179,687.
4 Add lines 1, 2, and 3	4	22,480,903.
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	22,480,903.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a OPPEHNEIMER ATTACHED	P		
b OPPEHNEIMER ATTACHED	P		
c COASTLINE	P	05/25/06	10/01/09
d CAPITAL GAINS DIVIDENDS			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 3,898,807.		3,532,520.	366,287.
b 2,519,551.		2,601,686.	-82,135.
c 51,000.		51,000.	0.
d 263.			263.
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(j) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			366,287.
b			-82,135.
c			0.
d			263.
e			

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	284,415.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	1,130,516.	23,729,425.	.047642
2007	603,429.	26,471,946.	.022795
2006	1,069,850.	19,596,086.	.054595
2005	913,777.	18,748,654.	.048738
2004	869,475.	17,878,420.	.048633

2 Total of line 1, column (d)	2	.222403
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.044481
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	19,156,249.
5 Multiply line 4 by line 3	5	852,089.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	11,394.
7 Add lines 5 and 6	7	863,483.
8 Enter qualifying distributions from Part XII, line 4	8	942,466.

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1.

Date of ruling 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 ☒ 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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2009 estimated tax payments and 2008 overpayment credited to 2009

b Exempt foreign organizations - tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments. Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be: Credited to 2010 estimated tax ☒8,606. Refunded ☒**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?

b 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

c Did the foundation file Form 1120-POL for this year?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

(1) On the foundation. ☒ \$ 0. (2) On foundation managers. ☒ \$ 0.e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☒ \$ 0.

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

If "Yes," attach a detailed description of the activities

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

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If "Yes," attach the statement required by General Instruction T

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?

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.

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ RI

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

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

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a	X	
4b	X	
5		X
6	X	
7	X	
8b	X	
9		X
10		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>NONE</u>	13	X	
14	The books are in care of ► <u>MYRON WILNER</u> Telephone no. ► <u>508-679-6451</u> Located at ► <u>P.O. BOX 831, 111 DURFEE STREET, FALL RIVER, MA</u> ZIP+4 ► <u>02722-0831</u>			
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?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here		X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ Yes ☒ No	
If "Yes," list the years ► _____, _____, _____, _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		X

Form 990-PF (2009)

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**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?**6b****X**

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?

N/A

7b**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
THOMAS A. RODGERS III	PRESIDENT			
1027 SEAPOWET AVENUE				
TIVERTON, RI 02878	10.00	0.	0.	0.
MYRON WILNER	TREASURER			
786 MADISON STREET				
FALL RIVER, MA 02720	20.00	49,000.	0.	0.
ROBERT STOICO	DIRECTOR			
907 RAYMOND CT				
MARCO ISLAND, FL 34145	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 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	19,441,889.
b	Average of monthly cash balances	1b	6,080.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	19,447,969.
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	19,447,969.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	291,720.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	19,156,249.
6	Minimum investment return. Enter 5% of line 5	6	957,812.

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	957,812.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	11,394.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	11,394.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	946,418.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	946,418.
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	946,418.

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	942,466.
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	942,466.
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	11,394.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	931,072.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				946,418.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			625,058.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 942,466.				
a Applied to 2008, but not more than line 2a			625,058.	
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				317,408.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 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				629,010.
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	0.			
9 Excess distributions carryover to 2010 Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

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)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year

Prior 3 years

(a) 2009

(b) 2008

(c) 2007

(d) 2006

(e) Total

b 85% of line 2a

c Qualifying distributions from Part XII, line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities.

Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon:

a "Assets" alternative test - enter:

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see the instructions.)**1 Information Regarding Foundation Managers:**

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

THOMAS A. RODGERS III

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:

THE RODGERS FAMILY FOUNDATION, 508-679-6452

111 DURFEE STREET, FALL RIVER, MA 02722

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

WRITTEN REQUEST STATING NATURE OF ORGANIZATION AND INTENDED USE OF FUNDS

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

Part XV **Supplementary Information** (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE STATEMENT 11				
Total			▶ 3a	843,000.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
ACCRUED INTEREST ADJUSTMENT	-20,179.	0.	-20,179.
BOND PREMIUM AMORTIZATION	-10,438.	0.	-10,438.
COASTLINE - DIVIDENDS	38,778.	10.	38,768.
COASTLINE - MUNI BOND INTEREST	58,960.	0.	58,960.
OPPENHEIMER - DIVIDENDS	584,465.	253.	584,212.
OPPENHEIMER - INTEREST	158,121.	0.	158,121.
OPPENHEIMER - MUNI BOND INTEREST	90,483.	0.	90,483.
OPPENHEIMER - NON DIVIDENDS	68,395.	0.	68,395.
OPPENHEIMER - OID	53,245.	0.	53,245.
OPPENHEIMER - OID TAXABLE NON QUALIFIED	9,256.	0.	9,256.
OPPENHEIMER - OTHER PERIODIC INTEREST	20,067.	0.	20,067.
TOTAL TO FM 990-PF, PART I, LN 4	1,051,153.	263.	1,050,890.

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PARTNERSHIP INCOME - UBTI	-27,148.	0.	
ROYALTY INCOME	17,722.	17,722.	
OTHER INCOME	3,078.	3,078.	
FEDERAL TAX REFUND	26,438.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	20,090.	20,800.	

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	261.	0.		261.
TO FM 990-PF, PG 1, LN 16A	261.	0.		261.

FORM 990-PF	ACCOUNTING FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING & ADMINISTRATIVE	19,699.	0.		27,275.	
TO FORM 990-PF, PG 1, LN 16B	19,699.	0.		27,275.	

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAX ON DIVIDENDS	3,050.	3,050.		0.	
TO FORM 990-PF, PG 1, LN 18	3,050.	3,050.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
SUPPLIES, POSTAGE, ETC.	8,430.	0.		8,430.	
TELEPHONE	2,005.	0.		2,005.	
DUES	495.	0.		495.	
INVESTMENT FEES	26,032.	26,032.		0.	
TO FORM 990-PF, PG 1, LN 23	36,962.	26,032.		10,930.	

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 7

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
FEDERAL HOME LN MTG CORP	X		38,585.	38,585.
FEDERAL NATL MTG ASSN FANNIE	X		95,438.	95,438.
FEDERAL NATL MTG ASSN FANNIE	X		24,485.	24,485.
FEDERAL NATL MTG ASSN MTN	X		154,661.	154,661.
CONNECTICUT ST RES RECOVERY AU		X	18,865.	18,865.
MASSACHUSETTS ST SCH BLDG AUTH		X	98,280.	98,280.
RHODE ISLAND DEPOSITORS ECONOM RI		X	10,940.	10,940.
RHODE ISLAND HSG & MTG FIN CORP		X	100,206.	100,206.
RHODE ISLAND ST HEALTH & EDL B		X	50,478.	50,478.
RHODE ISLAND ST HEALTH & EDL B		X	9,613.	9,613.
RHODE ISLAND ST HEALTH & EDL B		X	29,290.	29,290.
RHODE ISLAND ST HEALTH & EDL B		X	45,334.	45,334.
RHODE ISLAND ST HEALTH & EDL B		X	50,449.	50,449.
RHODE ISLAND ST TPK & BRDG AUTH		X	10,317.	10,317.
RHODE ISLAND ST TPK & BRDG AUTH		X	10,622.	10,622.
RHODE ISLAND ST TPK & BRDG AUTH		X	16,790.	16,790.
RHODE ISLAND ST TPK & BRDG AUTH		X	11,473.	11,473.
RHODE ISLAND ST TPK & BRDG AUTH		X	38,796.	38,796.
RHODE ISLAND ST TPK & BRDG AUTH		X	57,996.	57,996.
RHODE ISLAND ST TPK & BRDG AUTH		X	5,808.	5,808.
RHODE ISLAND ST TPK & BRDG AUTH		X	40,717.	40,717.
RHODE ISLAND STATE CONS CAP DEV		X	212,570.	212,570.
RHODE ISLAND STATE PROVIDENCE PLANTATIONS		X	213,970.	213,970.
RHODE ISLAND STATE PROVIDENCE PLANTATIONS		X	212,728.	212,728.
RHODE ISLAND STATE STUDENT LN		X	144,651.	144,651.
TOBACCO SETTLEMENT AUTH WASH		X	90,509.	90,509.
TOBACCO SETTLEMENT AUTH WASH		X	157,856.	157,856.
TOBACCO SETTLEMENT FING CORP RI		X	313,701.	313,701.
TOBACCO SETTLEMENT FING CORP RI		X	240,872.	240,872.
TOBACCO SETTLEMENT REV MGMT AU SC		X	252,230.	252,230.
VERMONT HSG FIN AGY SINGLE FAM		X	65,186.	65,186.
WARWICK RHODE ISLAND		X	227,724.	227,724.
WOONSOCKET RHODE ISLAND		X	101,257.	101,257.
TOTAL U.S. GOVERNMENT OBLIGATIONS			313,169.	313,169.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			2,839,228.	2,839,228.
TOTAL TO FORM 990-PF, PART II, LINE 10A			3,152,397.	3,152,397.

FORM 990-PF

CORPORATE STOCK

STATEMENT

8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ADDUS HOMECARE CORP	27,600.	27,600.
ALCOA INC	282,100.	282,100.
ALPINE GLOBAL PREMIER PPTYS FD COM	124,640.	124,640.
ALPINE TOTAL DYNAMIC DIVID FD COM	200,700.	200,700.
ALTRIA GROUP INC	274,820.	274,820.
AMERICAN BILTRITE INC	29,700.	29,700.
ANADARKO PETE CORP	62,420.	62,420.
ANTHRACITE CAP INC	3,120.	3,120.
ARCHER DANIELS MIDLAND CO	43,610.	43,610.
ARTESIAN RESOURCES CORP	43,230.	43,230.
BANCORP RHODE ISLAND INC	344,754.	344,754.
BERKSHIRE HATHAWAY INC DEL CL B	13,144.	13,144.
BLACKROCK CORPOR HIGH YLD FD	86,137.	86,137.
BLACKROCK CREDIT ALL INC TR II	211,050.	211,050.
BLACKROCK GBL EQUITY INCOME TR	132,230.	132,230.
BP PRUDHOE BAY TRY TR UNIT	165,600.	165,600.
CAMBRIDGE BANCORP	1,055,032.	1,055,032.
CAMPBELL SOUP CO	101,400.	101,400.
CARPENTER TECHNOLOGY CORP	134,750.	134,750.
CEMEX SAB DE CV SPON ADR	200,940.	200,940.
CHEMUNG FINANCIAL CORP	122,700.	122,700.
CHICAGO BRIDGE & IRON CO	303,300.	303,300.
CIT GROUP INC	4,169.	4,169.
CNB FINANCIAL CORP PENNSYLVANIA	63,960.	63,960.
DANVERS BANCORP INC	500,271.	500,271.
DOMINION RESOURCES INC 8.375% PFD	109,600.	109,600.
DOUBLE EAGLE PETE CO	64,800.	64,800.
DOW 3OSM ENHANCED PREM & INC	136,750.	136,750.
DOW CHEM CO	193,410.	193,410.
DR PEPPER SNAPPLE GROUP	212,250.	212,250.
EATON VANCE LTD DURATION INCOME FD	372,500.	372,500.
EATON VANCE TAX MNG GLB DV EQT	154,125.	154,125.
EUROSEAS LTD COM NEW	39,100.	39,100.
FINANCIAL INSTITUTIONS INC	347,510.	347,510.
FIRST LITCHFIELD FINL CORP	237,936.	237,936.
FREESEAS INC	34,000.	34,000.
FRONTIER COMMUNICATIONS CORP	39,050.	39,050.
GENERAL ELECTRIC CO	226,950.	226,950.
GLADSTONE CAPITAL CORP	57,675.	57,675.
HERSHEY CO	178,950.	178,950.
HOSPITALITY PROPERTIES REIT TRUST	142,260.	142,260.
HUNTSMAN CORP	169,350.	169,350.
ISHARES BARCLYS TIPS BD	727,300.	727,300.
ISHARES COHEN & STEERS REALTY MAJORS	115,544.	115,544.
ISHARES MSCI EAFE INDEX FUND	364,848.	364,848.
ISHARES MSCI EMERGING MARKETS INDEX	103,750.	103,750.
ISHARES RUSSELL 1000 VALUE	367,360.	367,360.

ISHARES RUSSELL 2000 INDEX FUND	193,564.	193,564.
ISHARES RUSSELL MIDCAP INDEX FUND	346,542.	346,542.
ISHARES TR RUSSELL 1000 GROWTH INDEX	368,890.	368,890.
JOHNSON & JOHNSON	64,410.	64,410.
KOHL'S CORP	215,720.	215,720.
KRAFT FOODS INC	339,750.	339,750.
LEAR CORP COM NEW	169,100.	169,100.
LSB CORP	254,480.	254,480.
MARKEL CORP 7.5% SR DB 46	128,750.	128,750.
MAYFLOWER COOPERATIVE BANK	196,385.	196,385.
MCDONALDS CORP	62,440.	62,440.
MID-AMERICA APARTMENT COMMUNITIES INC	29,916.	29,916.
MIDDLESEX WATER COMPANY	352,400.	352,400.
MOSAIC CO	59,730.	59,730.
MUELLER WTR PRODS INC COM	65,000.	65,000.
MV OIL TR	161,600.	161,600.
NAUGATUCK VY FINL CORP	57,400.	57,400.
NAVIOS MARITIME HOLDINGS	60,500.	60,500.
NGAS RESOURCES INC	34,000.	34,000.
NISOURCE INC	184,560.	184,560.
NUVEEN MULTI STRAT INC GR FD 2	192,275.	192,275.
PENN WEST ENERGY TR	44,000.	44,000.
PEOPLES UNITED FINANCIAL INC	200,400.	200,400.
PFIZER INC	381,990.	381,990.
PMA CAP CORP	186,400.	186,400.
PREMIER FINANCIAL BANCORP	231,987.	231,987.
PRESIDENTIAL LIFE CORP	102,937.	102,937.
PROSPECT CAPITAL CORPORATION	236,200.	236,200.
PROVIDENT ENERGY TR	100,800.	100,800.
RIVUS BOND FUND	57,193.	57,193.
SANDERS MORRIS HARRIS GROUP	55,000.	55,000.
SEARS ROEBUCK ACCEP CORP NT 7%	15,750.	15,750.
SI FINL GROUP INC	36,750.	36,750.
SOUTHERN UN CO	283,750.	283,750.
SUSQUEHANNA BANCSHARES INC	47,120.	47,120.
SYNGENTA AG SPONSORED ADR	56,270.	56,270.
UNILEVER PLC	159,500.	159,500.
UNITED STATES STL CORP NEW	110,240.	110,240.
UNITIL CORP	114,900.	114,900.
USA TECHNOLOGIES INC COM	24,300.	24,300.
VAN KAMPEN DYNAMIC CR OPPORTUN	260,480.	260,480.
VANGUARD INFLAT PROTECTED	52,291.	52,291.
VANGUARD S/T BOND INDEX	102,314.	102,314.
WAL MART STORES INC	53,450.	53,450.
WALGREEN CO	514,080.	514,080.
WEYERHAEUSER CO	172,560.	172,560.
WHITING USA TR	173,560.	173,560.
ZENITH NATL INS CORP	208,320.	208,320.
TOTAL TO FORM 990-PF, PART II, LINE 10B	16,446,349.	16,446,349.

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
ALCOA INC	105,343.	105,343.	
BNP PAIBAS SA NOTES MTN	144,000.	144,000.	
CHESAPEAKE ENERGY CORP B/E	102,000.	102,000.	
CIT GROUP INC	1,645.	1,645.	
CIT GROUP INC	2,457.	2,457.	
CIT GROUP INC	2,368.	2,368.	
CIT GROUP INC	3,881.	3,881.	
CIT GROUP INC	5,356.	5,356.	
FORD MTR CR CO	24,808.	24,808.	
FORD MTR CR CO	29,759.	29,759.	
FORD MTR CR CO	100,989.	100,989.	
FORD MTR CR CO	100,846.	100,846.	
FORD MTR CR CO	44,597.	44,597.	
GENERAL MTRS ACCEP CPS	70,121.	70,121.	
KERR MCGEE CORP B/E	107,513.	107,513.	
KRAFT FOODS INC	105,435.	105,435.	
LEHMAN BROS HLDGS INC MTN BE	45,920.	45,920.	
MARSHALL & ISLEY CORP MTNS BE	99,274.	99,274.	
MORGAN STANLEY BE	26,487.	26,487.	
NRG ENERGY INC B/E	101,250.	101,250.	
SLM CORP MTN BOOK	400,788.	400,788.	
TESORO CORP B/E	99,500.	99,500.	
VALERO ENERGY CORP B/E	109,188.	109,188.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,833,525.	1,833,525.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
NAVIOS MARITIME PARTNERS	FMV	73,950.	73,950.
NUSTAR ENERGLY LP	FMV	112,180.	112,180.
PENN VIRGINIA RESOURCE PARTNERS	FMV	539,000.	539,000.
POWERSHARES ETF TR II BUILD AMER	FMV	97,160.	97,160.
QUEST ENERGY PARTNERS LP	FMV	30,375.	30,375.
UNITES STATES NATL GAS FUND LP	FMV	105,840.	105,840.
VALLEY NATL BANCORP WARRANT	FMV	8,615.	8,615.
TOTAL TO FORM 990-PF, PART II, LINE 13		967,120.	967,120.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 11

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
A WISH COME TRUE, INC. 1010 WARWICK AVENUE WARWICK, RI 02888	NONE OPERATING SUPPORT	PUBLIC CHARITY	10,000.
AMERICAN RED CROSS 315 PLEASANT STREET FALL RIVER, MA 02723	NONE OPERATING SUPPORT	PUBLIC CHARITY	10,000.
BATTLESHIP COVE BOATING PROGRAM BATTLESHIP COVE FALL RIVER, MA 02721	NONE OPERATING SUPPORT	PUBLIC CHARITY	5,000.
BISHOP CONNOLLY HIGH SCHOOL 373 ELSBREE STREET FALL RIVER, MA 02720	NONE OPERATING SUPPORT	PUBLIC CHARITY	5,000.
CARE 151 ELLIS NE ATLANTA, GA 30303	NONE OPERATING SUPPORT	PUBLIC CHARITY	1,000.
CATHOLIC CHARITIES APPEAL PO BOX 1470 FALL RIVER, MA 02722	NONE OPERATING SUPPORT	PUBLIC CHARITY	10,000.
CATHOLIC RELIEF SERVICES 209 WEST FAYETE STREET BALTIMORE, MD 21201	NONE OPERATING SUPPORT	PUBLIC CHARITY	50,000.
CHRISTIAN APPALACHIAN PROJECT PO BOX 511 LANCASTER, KY 40444	NONE OPERATING SUPPORT	PUBLIC CHARITY	1,000.

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CITIZENS SCHOLARSHIP FUND AMERICAN DREAM CHALLENGE 624 FLORENCE STREET FALL RIVER, MA 02720	NONE OPERATING SUPPORT	PUBLIC CHARITY	1,000.
DIOCESE OF FALL RIVER PO BOX 2577 FALL RIVER, MA 02722	NONE ST. MARYS EDUCATION FUND	PUBLIC CHARITY	35,000.
FAMILY SERVICE ASSOC. OF GR. F. R. 151 ROCK STREET FALL RIVER, MA 02720	NONE OPERATING SUPPORT	PUBLIC CHARITY	50,000.
GREATER F.R. ART ASSOCIATION 80 BELMONT STREET FALL RIVER, MA 02720	NONE OPERATING SUPPORT	PUBLIC CHARITY	5,000.
GREATER F.R. SYMPHONY SOCIETY PO BOX 9034 FALL RIVER, MA 02720	NONE OPERATING SUPPORT	PUBLIC CHARITY	2,500.
HEALTHFIRST FAMILY CARE CENTER 102 COUNTY STREET FALL RIVER, MA 02723	NONE OPERATING SUPPORT	PUBLIC CHARITY	10,000.
HERALD NEWS CHRISTMAS FUND 207 POCASSET ST FALL RIVER, MA 02720	NONE OPERATING SUPPORT	PUBLIC CHARITY	5,000.
HOSPICE OUTREACH 502 BEDFORD STREET FALL RIVER, MA 02720	NONE OPERATING SUPPORT	PUBLIC CHARITY	10,000.
JIMMY FUND 375 LONGWOOD AVENUE BOSTON, MA 02215	NONE OPERATING SUPPORT	PUBLIC CHARITY	1,500.
JUNIOR ACHIEVEMENT OF SOUTHERN MA, INC. 106 SPRING STREET NEW BEDFORD, MA 02740	NONE OPERATING SUPPORT	PUBLIC CHARITY	10,000.

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KATIE BROWN EDUCATIONAL PROGRAM 139 S. MAIN STREET 1ST FLOOR FALL RIVER, MA 02721	NONE RESEARCH FOUNDATION	PUBLIC CHARITY	1,000.
LITTLE FLOWER HOME, INC. 304 HOOPER STREET TIVERTON, RI 02878	NONE OPERATING SUPPORT	PUBLIC CHARITY	15,000.
LLOYD CENTER FOR THE ENVIRONMENT 430 POTOMSKA ROAD DARTMOUTH, MA 02748	NONE PILOT PROGRAM	PUBLIC CHARITY	2,500.
LOWN CARDIOVASCULAR RESEARCH FOUNDATION 21 LONGWOOD AVENUE BROOKLINE, MA 02446	NONE OPERATING SUPPORT	PUBLIC CHARITY	10,000.
MARINE MUSEUM OF F.R. 70 WATER STREET FALL RIVER, MA 02721	NONE OPERATING SUPPORT	PUBLIC CHARITY	2,500.
MEETING STREET SCHOOL 667 WATERMAN AVENUE EAST PROVIDENCE, RI 02914	NONE OPERATING SUPPORT	PUBLIC CHARITY	10,000.
NARRAGANSETT COUNCIL BOY SCOUTS OF AMERICA PO BOX 14777 EAST PROVIDENCE, RI 02914	NONE SCOUT REACH PROGRAM	PUBLIC CHARITY	1,500.
NARROWS CENTER FOR THE ARTS 16 ANAWAN STREET FALL RIVER, MA 02721	NONE OPERATING SUPPORT	PUBLIC CHARITY	5,000.
NATIVITY PREPARATORY SCHOOL OF NEW BEDFORD 66 SPRING STREET NEW BEDFORD, MA 02740	NONE OPERATING SUPPORT	PUBLIC CHARITY	26,000.
NAVAL WAR COLLEGE FOUNDATION 686 CUSHING ROAD NEWPORT, RI 02841	NONE OPERATING SUPPORT	PUBLIC CHARITY	2,500.

THOMAS A. RODGERS JR. FAMILY FOUNDATION

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NEWPORT HOSPITAL 11 FRIENDSHIP STREET NEWPORT, RI 02840	NONE OPERATING SUPPORT	PUBLIC CHARITY	5,000.
NORMAN BIRD SANCTUARY 583 THIRD BEACH ROAD MIDDLETOWN, RI 02842	NONE OPERATING SUPPORT	PUBLIC CHARITY	2,500.
PATRONATO BENEFICO ORIENTAL OF THE US 276 EAST SHORE ROAD JAMESTOWN, RI 02835	NONE OPERATING SUPPORT	PUBLIC CHARITY	2,500.
POLICE ATHLETIC LEAGUE 31 FRANKLIN STREET FALL RIVER, MA 02720	NONE OPERATING SUPPORT	PUBLIC CHARITY	5,000.
POTTER LEAGUE FOR ANIMALS PO BOX 412 NEWPORT, RI 02840	NONE OPERATING SUPPORT	PUBLIC CHARITY	1,000.
PRIESTS RETIREMENT FUND 1697 E. MAIN ROAD PORTSMOUTH, RI 02871	NONE OPERATING SUPPORT	PUBLIC CHARITY	1,000.
PROJECT HOPE 255 CARTER HALL LANE MILLWOOD, VA 22646	NONE OPERATING SUPPORT	PUBLIC CHARITY	5,000.
R I COMMUNITY FOOD BANK 200 NIAN TIC AVENUE PROVIDENCE, RI 02907	NONE END HUNGER CHALLENGE FUND	PUBLIC CHARITY	15,000.
RESIDENTIAL CARE CONSORTIUM 177 ROCK STREET FALL RIVER, MA 02720	NONE OPERATING SUPPORT	PUBLIC CHARITY	20,000.
SALVATION ARMY-FALL RIVER 290 BEDFORD STREET FALL RIVER, MA 02722	NONE OPERATING SUPPORT	PUBLIC CHARITY	1,000.

THOMAS A. RODGERS JR. FAMILY FOUNDATION

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SALVE REGINA UNIVERSITY 100 OCHRE POINT AVENUE NEWPORT, RI 02840	NONE OPERATING SUPPORT	PUBLIC CHARITY	200,000.
SAN MIGUEL SCHOOL OF PROVIDENCE 12 CARTER STREET PROVIDENCE, RI 02907	NONE OPERATING SUPPORT	PUBLIC CHARITY	10,000.
SAVE THE BAY 100 BAY VIEW AVENUE PROVIDENCE, RI 02905	NONE OPERATING SUPPORT	PUBLIC CHARITY	1,000.
SEAMENS CHURCH INSTITUTE OF NEWPORT 18 MARKET STREET NEWPORT, RI 02840	NONE OPERATING SUPPORT	PUBLIC CHARITY	1,000.
ST. ANNES HOSPITAL 795 MIDDLE STREET FALL RIVER, MA 02724	NONE OPERATING SUPPORT	PUBLIC CHARITY	50,000.
ST. PHILOMENA SCHOOL 324 CORY'S LANE PORTSMOUTH, RI 02871	NONE OPERATING SUPPORT	PUBLIC CHARITY	10,000.
ST. VINCENT'S HOME 2425 HIGHLAND AVENUE FALL RIVER, MA 02720	NONE OPERATING SUPPORT	PUBLIC CHARITY	5,000.
STEPPINGSTONE, INC 466 NORTH MAIN STREET FALL RIVER, MA 02720	NONE OPERATING SUPPORT	PUBLIC CHARITY	50,000.
TASHIRAT FOUNDATION PO BOX 920 FORKED RIVER, NJ 08731	NONE OPERATING SUPPORT	PUBLIC CHARITY	25,000.
THOMAS CHEW MEMORIAL BOYS AND GIRLS CLUB 803 BEDFORD STREET FALL RIVER, MA 02723	NONE OPERATING SUPPORT	PUBLIC CHARITY	50,000.

THOMAS A. RODGERS JR. FAMILY FOUNDATION

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TIVERTON LAND TRUST	NONE	PUBLIC	10,000.
PO BOX 167 TIVERTON, RI 02878	OPERATING SUPPORT	CHARITY	
UNITED WAY OF GREATER F.R.	NONE	PUBLIC	75,000.
101 ROCK STREET FALL RIVER, MA	OPERATING SUPPORT	CHARITY	
02720			

TOTAL TO FORM 990-PF, PART XV, LINE 3A

843,000.



Oppenheimer & Co. Inc.
125 Broad Street
New York, NY 10004
(212) 668-8000
Member of All Principal Exchanges

YEAR END SUMMARY

THOMAS A RODGERS JR FAMILY FOUNDATION
THOMAS A RODGERS III TRUSTEE
PO BOX 2509

Page 1 of 12 Account Number A39-0012928 Period Ending 12/31/09

Realized Gain/(Loss) Transactions

Description	Lot Quantity	Purchase Date	Purchase Price	Purchase Cost	Sale Date	Sale Price	Sale Proceeds	Realized Gain/(Loss)
SHORT TERM								
CALL RJT JAN @ \$100 EXP 01/16/10	10	01/14/2009	0.25	305.00	12/18/2008	6.44	6,359.96	6,054.96 ST
CALL UOB MAY @ \$20 EXP 05/22/10	120	05/18/2009	0.00	0.00	01/07/2009	0.75	8,919.94	8,919.94 ST
MORGAN J P & CO INC MTN BE B/E 6% DUE 01/15/09	65,000	03/27/2008	101.25	65,817.50	01/15/2009	100.00	65,000.00	(817.50) ST
HSBC FIN CORP HSBC FIN B/E 6% DUE 04/15/13	100,000	03/25/2008	100.00	100,000.00	01/21/2009	96.50	96,495.00	(3,505.00) ST
CALL KSS ¹ APR @ \$45 EXP 04/17/10	40	04/13/2009	0.75	3,080.00	01/22/2009	1.80	7,119.95	4,039.95 ST
PROSHARES TR PSHS ULTSH 20YRS	2,500	01/05/2009	40.00	100,255.00	01/30/2009	47.7744	119,180.33	18,925.33 ST
PROSHARES TR PSHS ULTSH 20YRS	1,500	01/21/2009	42.75	64,280.00	02/02/2009	45.7993	68,543.61	4,263.61 ST
CALL RJT FEB @ \$110 EXP 02/21/09	2	02/23/2009	0.00	0.00	02/03/2009	2.58	495.99	495.99 ST
CALL RJT FEB @ \$110 EXP 02/21/09	8	02/23/2009	0.00	0.00	02/03/2009	2.53	1,938.98	1,938.98 ST
CALL DPS MAR @ \$17.5 EXP 03/21/09	50	03/23/2009	0.00	0.00	02/06/2009	0.55	2,669.98	2,669.98 ST
CALL FAS FEB @ \$12.5 EXP 02/21/09	15	02/10/2009	0.85	1,302.50	02/09/2009	1.35	2,000.99	698.49 ST
CALL FAS FEB @ \$12.5 EXP 02/21/09	35	02/10/2009	1.00	3,552.50	02/09/2009	1.35	4,668.97	1,116.47 ST



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Account Number A39-0012928
Period Ending 12/31/09

Description	Lot Quantity	Purchase Date	Purchase Price	Purchase Cost	Sale Date	Sale Price	Sale Proceeds	Realized Gain/(Loss)
CALL FAS APR @ \$10 EXP 04/18/09	25	04/14/2009	0.25	630.00	02/10/2009	2.30	5,669.96	5,039.96 ST
CALL WYE APR @ \$45 EXP 04/17/10	2	04/20/2009	0.00	0.00	02/10/2009	0.90	174.89	174.89 ST
CALL FAS MAR @ \$7.5 EXP 03/21/09	5	02/12/2009	2.20	1,101.25	02/12/2009	2.20	1,097.49	(3.76) ST
CALL FAS MAR @ \$7.5 EXP 03/21/09	5	02/12/2009	2.20	1,105.00	02/12/2009	2.20	1,097.49	(7.51) ST
CALL FAS MAR @ \$7.5 EXP 03/21/09	15	02/12/2009	2.20	3,303.76	02/12/2009	2.20	3,294.97	(8.79) ST
CALL FSQ JUL @ \$10 EXP 07/18/09	25	07/13/2009	0.10	265.00	02/18/2009	1.65	4,044.97	3,779.97 ST
CALL WYE JUL @ \$45 EXP 07/18/09	48	06/08/2009	0.85	4,160.00	02/19/2009	1.50	7,119.95	2,959.95 ST
CALL FAS APR @ \$47 EXP 04/17/10	25	04/17/2009	1.80	4,552.50	02/24/2009	1.10	2,669.98	(1,882.52) ST
CALL RJT MAR @ \$110 EXP 03/21/09	10	03/02/2009	2.20	2,280.00	02/24/2009	6.00	5,919.96	3,639.96 ST
CALL FAS APR @ \$47 EXP 04/17/10	25	04/17/2009	1.80	4,552.50	02/25/2009	1.35	3,294.98	(1,257.52) ST
FEDERAL HOME LN BKS B/E 5.6% DUE 11/28/17	25,000	09/26/2008	99.625	24,911.25	03/02/2009	100.00	25,000.00	88.75 ST
CALL UAB APR @ \$28 EXP 04/17/10	11	03/17/2009	2.50	2,785.20	03/02/2009	1.00	1,061.99	(1,723.21) ST
CALL UAB APR @ \$28 EXP 04/17/10	14	03/17/2009	2.50	3,544.80	03/02/2009	1.00	1,357.99	(2,186.81) ST
CALL TBT APR @ \$48 EXP 04/18/09	10	04/20/2009	0.00	0.00	03/18/2009	1.30	1,274.99	1,274.99 ST



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Description	Lot Quantity	Purchase Date	Purchase Price	Purchase Cost	Sale Date	Sale Price	Sale Proceeds	Realized Gain/(Loss)
CALL TBT APR @ \$48 EXP 04/18/09	20	04/20/2009	0.00	0.00	03/18/2009	1.20	2,344.98	2,344.98 ST
CALL DP5 MAY @ \$17.5 EXP 05/16/09	50	05/06/2009	3.08	15,480.00	03/26/2009	0.70	3,394.98	(12,085.02) ST
VANGUARD SHORT-TERM GR-ADM OPEN END	15,306.122	01/22/2009	9.80	150,000.00	03/26/2009	9.74	149,081.63	(918.37) ST
UNION CARBIDE CORP B/E 6.7% DUE 04/01/09	25,000	11/24/2008	99.50	24,880.00	04/01/2009	100.00	25,000.00	120.00 ST
CALL FAS MAY @ \$10 EXP 05/16/09	25	05/15/2009	0.05	131.00	04/17/2009	1.70	4,169.89	4,038.89 ST
CALL FAS JUL @ \$27 EXP 07/18/09	25	04/20/2009	1.55	3,980.00	04/17/2009	2.70	6,644.82	2,664.82 ST
CALL FAS JUL @ \$48 EXP 07/18/09	25	07/07/2009	0.05	180.00	04/17/2009	2.00	4,919.87	4,739.87 ST
RIO TINTO PLC SPONSORED ADR	750	11/26/2008	99.00	74,330.00	04/20/2009	110.00	88,359.09	14,029.09 ST
RIO TINTO PLC SPONSORED ADR	250	12/18/2008	91.798	23,029.50	04/20/2009	110.00	29,453.03	6,423.53 ST
CALL FAS JUN @ \$11 EXP 06/20/09	25	06/22/2009	0.00	0.00	04/21/2009	1.10	2,644.92	2,644.92 ST
FEDERAL NATL MTG ASSN FANNIE B/E 6.5% DUE 07/25/31	40,000	03/11/2009	100.00	40,005.00	04/27/2009	100.00	40,000.00	(5.00) ST
CALL FAS JUL @ \$28 EXP 07/18/09	25	07/07/2009	0.05	180.00	05/06/2009	1.50	3,669.90	3,489.90 ST
CALL DPS AUG @ \$20 EXP 08/22/09	33	06/25/2009	1.85	6,185.00	05/06/2009	2.28	7,471.00	1,286.00 ST
CALL DPS AUG @ \$20 EXP 08/22/09	17	07/16/2009	3.50	6,030.00	05/06/2009	2.28	3,848.70	(2,181.30) ST



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Description	Lot Quantity	Purchase Date	Purchase Price	Purchase Cost	Sale Date	Sale Price	Sale Proceeds	Realized Gain/(Loss)
WELLS FARGO & CO NEW	1,000	05/08/2009	22.00	22,000.00	05/08/2009	24.70	24,594.36	2,594.36 ST
CALL AZW JUN @ \$50 EXP 06/20/09	10	06/22/2009	0.00	0.00	05/12/2009	1.10	1,019.97	1,019.97 ST
PROSHARES TR PSHS ULTSH 20YRS	3,000	03/18/2009	45.50	136,805.00	05/12/2009	50.15	150,141.13	13,336.13 ST
CALL FAS JUN @ \$10 EXP 06/20/09	25	06/22/2009	0.00	0.00	05/18/2009	1.35	3,294.91	3,294.91 ST
CALL ASH JUN @ \$30 EXP 06/20/09	25	06/05/2009	1.20	3,080.00	05/19/2009	1.15	2,794.92	(285.08) ST
CALL FCX JUL @ \$60 EXP 07/18/09	10	07/08/2009	0.05	60.00	05/19/2009	1.50	1,419.96	1,359.96 ST
SCHERING PLOUGH CORP PFD CONV MANOT 6%	200	07/22/2008	189.50	37,980.00	05/20/2009	212.70	42,514.14	4,534.14 ST
SCHERING PLOUGH CORP PFD CONV MANOT 6%	300	07/23/2008	189.50	56,930.00	05/20/2009	212.70	63,771.22	6,841.22 ST
FREEMPORT-MCMORAN COPPER & GOLD PFD CONV 6.75%	500	05/26/2009	75.50	37,855.00	05/26/2009	78.00	38,893.99	1,038.99 ST
UNITED STS 12 MONTH OIL FD LP UNIT BEN INT	1,000	01/30/2009	29.57	29,672.00	06/01/2009	31.00	35,530.17	5,858.17 ST
CALL KSS JAN @ \$55 EXP 01/16/10	40	09/16/2009	4.43	17,825.00	06/02/2009	3.10	12,294.68	(5,530.32) ST
CALL ASH OCT @ \$35 EXP 10/17/09	25	07/06/2009	0.60	1,580.00	06/05/2009	2.60	6,394.83	4,814.83 ST
AT&T CORP B/E 7.3% DUE 11/15/11	100,000	10/17/2008	100.00	100,005.00	06/11/2009	107.75	107,745.00	7,740.00 ST
CANADIAN PAC RY 5.75% DUE 5/15/13 T/S UNCLY 13645RAG9	100,000	02/13/2009	96.50	96,505.00	06/12/2009	104.00	104,000.00	7,495.00 ST



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Description	Lot Quantity	Purchase Date	Purchase Price	Purchase Cost	Sale Date	Sale Price	Sale Proceeds	Realized Gain/(Loss)
CALL FBJ JUL @ \$40 EXP 07/18/09	10	07/02/2009	0.25	290.00	06/18/2009	2.00	1,919.94	1,629.94 ST
FREEMPORT-MCMORAN COPPER & GOLD	1,000	04/20/2009	39.90	40,005.00	06/22/2009	45.00	47,453.77	7,448.77 ST
UNITED STS 12 MONTH OIL FD LP UNIT BEN INT	500	01/30/2009	29.57	14,836.00	06/23/2009	31.00	16,578.59	1,742.59 ST
FREEMPORT-MCMORAN COPPER & GOLD PFD CONV 6.75%	500	06/22/2009	73.75	36,955.00	06/24/2009	78.75	39,293.98	2,338.98 ST
CALL WKY OCT @ \$47.5 EXP 10/17/09	15	07/13/2009	0.65	1,055.00	06/25/2009	1.10	1,569.95	514.95 ST
FEDERAL FARM CR BKS CONS B/E 3.5% DUE 01/18/12	60,000	06/12/2009	103.625	62,180.00	07/01/2009	103.75	62,245.00	65.00 ST
DIREXION SHS ETF TR DLY FINL BULL 3X	2,500	02/24/2009	5.62	14,255.00	07/07/2009	7.9001	19,622.24	5,367.24 ST
DIREXION SHS ETF TR DLY FINL BULL 3X	2,500	02/25/2009	6.17	15,630.00	07/07/2009	7.9001	19,622.24	3,992.24 ST
PATRIOT CAPITAL FUNDING INC	800	08/29/2008	7.60	6,082.00	07/08/2009	1.75	1,319.96	(4,762.04) ST
PATRIOT CAPITAL FUNDING INC	700	08/29/2008	7.60	5,321.75	07/10/2009	1.75	1,219.96	(4,101.79) ST
FREEMPORT-MCMORAN COPPER & GOLD PFD CONV 6.75%	500	07/06/2009	75.00	37,605.00	07/15/2009	80.50	40,168.96	2,563.96 ST
PATRIOT CAPITAL FUNDING INC	400	08/29/2008	7.60	3,041.00	07/16/2009	1.80	714.98	(2,326.02) ST
APACHE CORP	1,000	07/02/2009	69.2715	69,376.59	07/20/2009	70.00	71,613.15	2,236.56 ST
MOSAIC CO.	1,000	07/15/2009	43.94	44,045.00	07/20/2009	45.00	45,538.82	1,493.82 ST
UNITED STS 12 MONTH OIL FD LP UNIT BEN INT	1,000	01/30/2009	29.57	29,672.00	07/20/2009	31.00	33,212.18	3,540.18 ST
CALL BPT SEP @ \$70 EXP 09/19/09	10	09/01/2009	1.30	1,380.00	07/23/2009	1.60	1,519.95	139.95 ST



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Description	Lot Quantity	Purchase Date	Purchase Price	Purchase Cost	Sale Date	Sale Price	Sale Proceeds	Realized Gain/(Loss)
PATRIOT CAPITAL FUNDING INC	100	08/29/2008	7.60	760.25	07/24/2009	1.80	174.99	(585.26) ST
CALL MOS AUG @ \$55 EXP 08/22/09	5	08/21/2009	0.30	175.00	07/27/2009	2.90	1,369.96	1,194.96 ST
AMERADA HESS CORP B/E 6.65% DUE 08/15/11	100,000	10/22/2008	96.65	96,655.00	07/30/2009	105.50	105,495.00	8,840.00 ST
CALL MOS AUG @ \$55 EXP 08/22/09	5	08/21/2009	0.30	175.00	07/30/2009	1.50	669.98	494.98 ST
BLACKROCK GLOBAL OPP EQTY TR CLOSED END	0	08/04/2009	0.00	0.00	08/04/2009	0.00	10.02	10.02 ST
VANGUARD SHORT-TERM GR-ADM OPEN END	9,624.639	05/29/2009	10.16	97,786.33	08/11/2009	10.39	100,000.00	2,213.67 ST
STEC INC	1,000	08/06/2009	31.00	31,000.00	08/13/2009	34.50	34,394.11	3,394.11 ST
ANADARKO PETE CORP	1,000	05/12/2009	45.50	45,500.00	08/24/2009	50.00	51,313.67	5,813.67 ST
DIREXION SHS ETF TR DLY FIN BULL NEW	1,000	02/09/2009	56.90	57,305.00	08/24/2009	45.00	51,538.66	(5,766.34) ST
FREEMPORT-MCMORAN COPPER & GOLD	1,000	04/23/2009	39.558	39,663.00	08/24/2009	55.00	55,913.55	16,250.55 ST
CALL MOS SEP @ \$60 EXP 09/19/09	3	08/25/2009	0.40	123.00	08/24/2009	1.40	392.48	269.48 ST
CALL MOS SEP @ \$60 EXP 09/19/09	7	08/25/2009	0.40	287.00	08/24/2009	1.40	927.47	640.47 ST
UNITED STATES STL CORP NEW	1,000	06/18/2009	36.94	37,020.00	08/24/2009	40.00	41,213.93	4,193.93 ST
ASHLAND INC NEW	1,000	09/12/2008	38.25	38,354.17	08/27/2009	37.00	36,894.04	(1,460.13) ST
RIVUS BOND FUND RIGHTS	1	07/22/2009	0.00	0.00	08/28/2009	0.00	0.00	0.00 ST
ASHLAND INC NEW	200	09/12/2008	38.25	7,670.83	08/31/2009	36.60	7,298.81	(372.02) ST



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ASHLAND INC NEW	800	09/15/2008	37.34	29,955.08	08/31/2009	36.60	29,195.24	(759.84) ST
CALL WY OCT @ \$40 EXP 10/17/09	25	10/16/2009	0.10	265.00	08/31/2009	1.20	2,919.92	2,654.92 ST
ASHLAND INC NEW	500	09/15/2008	37.34	18,721.92	09/08/2009	37.50	18,697.01	(24.91) ST
ASHLAND INC NEW	500	11/07/2008	20.07	10,086.00	09/08/2009	37.50	18,697.02	8,611.02 ST
ASHLAND INC NEW	1,000	11/07/2008	20.07	20,172.00	09/10/2009	39.25	39,143.99	18,971.99 ST
CALL MOS OCT @ \$55 EXP 10/17/09	10	10/19/2009	0.00	0.00	09/11/2009	2.75	2,669.92	2,669.92 ST
ASHLAND INC NEW	1,000	11/07/2008	20.07	20,172.00	09/15/2009	41.00	40,893.94	20,721.94 ST
CALL CMP SEP @ \$50 EXP 09/19/09	10	09/21/2009	0.00	0.00	09/16/2009	0.30	294.99	294.99 ST
UNITED STATES STL CORP NEW	1,000	08/27/2009	43.449	43,554.00	09/21/2009	46.00	47,113.77	3,559.77 ST
CALL CMP NOV @ \$65 EXP 11/21/09	20	10/29/2009	2.10	4,280.00	09/23/2009	1.95	3,794.89	(485.11) ST
CALL X NOV @ \$50 EXP 11/21/09	10	10/12/2009	1.15	1,230.00	09/25/2009	2.80	2,719.92	1,489.92 ST
DIREXION SHS ETF TR DLY FIN BULL NEW	200	05/06/2009	53.00	10,702.00	09/30/2009	49.00	10,907.71	205.71 ST
PREMIER FINL BANCORP INC	0	10/05/2009	0.00	0.00	10/05/2009	0.00	4.05	4.05 ST
CALL FBJ JAN @ \$45 EXP 01/16/10	10	10/27/2009	1.00	1,080.00	10/12/2009	3.74	3,659.90	2,579.90 ST
ASHLAND INC NEW	1,000	03/23/2009	8.21	8,315.00	10/14/2009	42.75	42,643.90	34,328.90 ST
CALL CRS NOV @ \$25 EXP 11/21/09	10	11/23/2009	0.00	0.00	10/14/2009	1.25	1,169.96	1,169.96 ST
DIREXION SHS ETF TR DLY FIN BULL NEW	300	05/06/2009	53.00	16,053.00	10/19/2009	49.00	16,376.57	323.57 ST



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Description	Lot Quantity	Purchase Date	Purchase Price	Purchase Cost	Sale Date	Sale Price	Sale Proceeds	Realized Gain/Loss
CALL MMF NOV @ \$55 EXP 11/21/09	10	11/20/2009	1.48	1,560.00	10/19/2009	1.60	1,519.95	(40.05) ST
USA TECHNOLOGIES INC RIGHTS	15,000	07/15/2009	0.00	0.00	10/23/2009	0.00	0.00	0.00 ST
VANGUARD SHORT-TERM GR-ADM OPEN END	19,902.920	05/29/2009	10.16	202,213.67	10/28/2009	10.59	210,771.92	8,558.25 ST
COMPASS MINERALS INTL INC	1,000	08/04/2009	53.6163	53,721.36	10/29/2009	65.04	64,935.82	11,214.46 ST
COMPASS MINERALS INTL INC	1,000	09/23/2009	59.00	59,105.00	10/29/2009	65.04	64,935.82	5,830.82 ST
VANGUARD FIXED INCOME SECS FUND INC INTER TERM CORP FUND	25,987.526	09/25/2009	9.62	250,000.00	10/29/2009	9.62	250,000.00	0.00 ST
VANGUARD FIXED INCOME SECS FUND INC INTER TERM CORP FUND	10,373.444	10/21/2009	9.64	100,000.00	10/29/2009	9.62	99,792.53	(207.47) ST
CALL AZW NOV @ \$70 EXP 11/21/09	10	11/23/2009	0.00	0.00	11/04/2009	1.05	969.97	969.97 ST
CHINA INTEGRATED ENERGY INC	2,500	10/30/2009	5.75	14,375.00	11/10/2009	6.25	15,369.59	994.59 ST
DUKE ENERGY CORP NEW	2,500	11/11/2008	16.10	40,505.00	11/11/2009	16.13	40,071.46	(433.54) ST
DUKE ENERGY CORP NEW	2,500	03/13/2009	12.90	32,505.00	11/11/2009	16.13	40,071.46	7,566.46 ST
CSX CORP B/E 6.3% DUE 03/15/12	100,000	12/08/2008	98.25	98,255.00	11/13/2009	107.75	107,745.00	9,490.00 ST
VANGUARD BD INDEX FD INC SHORT TRM BOND	1,000	11/02/2009	79.88	79,985.00	11/24/2009	80.40	80,292.93	307.93 ST
CALL AZW JAN @ \$65 EXP 01/16/10	10	12/15/2009	1.00	1,080.00	12/01/2009	2.05	1,969.94	889.94 ST
JOHNSON CTLS INC B/E 5.25% DUE 01/15/11	100,000	04/03/2009	98.25	98,255.00	12/17/2009	103.50	103,495.00	5,240.00 ST
YONGYE INTL INC	4,000	12/17/2009	7.50	30,000.00	12/17/2009	7.80	31,044.19	1,044.19 ST

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Description	Lot Quantity	Purchase Date	Purchase Price	Purchase Cost	Sale Date	Sale Price	Sale Proceeds	Realized Gain/(Loss)
ALCOA INC B/E 6% DUE 07/15/13	100,000	04/16/2009	89.00	89,005.00	12/21/2009	105.375	105,370.00	16,365.00 ST
CVS CAREMARK CORPORATION	3,000	11/05/2009	28.7896	86,674.00	12/23/2009	32.25	96,442.51	9,768.51 ST
SUB-TOTAL SHORT TERM				3,532,520.21			3,898,806.53	366,286.32
LONG TERM								
ARTESIAN RESOURCES CORP CL A	1,000	04/16/1999	10.1111	10,111.10	01/02/2009	16.1009	15,995.84	5,884.74 LT
MORGAN J P & CO INC MTN BE B/E 6% DUE 01/15/09	40,000	10/17/2006	101.60	40,645.00	01/15/2009	100.00	40,000.00	(645.00) LT
DEUTSCHE BK AG B/E 10.6% DUE 05/09/22	250,000	04/17/2007	100.00	250,000.00	02/09/2009	100.00	250,000.00	0.00 LT
ASTORIA FINL CORP	2,500	08/30/2004	24.20	60,500.00	02/12/2009	7.55	18,622.39	(41,877.61) LT
ASTORIA FINL CORP	2,500	05/21/2007	26.44	66,355.00	02/12/2009	7.55	18,622.39	(47,732.61) LT
SCHERING PLOUGH CORP PFD CONV MANOT 6%	750	10/30/2007	266.9266	200,275.00	03/31/2009	210.00	157,420.36	(42,854.64) LT
SCHERING PLOUGH CORP PFD CONV MANOT 6%	250	12/24/2007	242.00	60,526.67	03/31/2009	210.00	52,473.46	(8,053.21) LT
FEDERAL NATL MTG ASSN MTN B/E 5.5% DUE 02/28/17	50,000	08/23/2006	96.00	48,005.00	04/02/2009	100.00	50,000.00	1,995.00 LT
SCHERING PLOUGH CORP PFD CONV MANOT 6%	500	12/24/2007	242.00	121,053.33	04/15/2009	214.50	107,194.74	(13,858.59) LT
SCHERING PLOUGH CORP PFD CONV MANOT 6%	500	01/18/2008	211.00	105,553.33	04/15/2009	214.50	107,194.74	1,641.41 LT
FEDERAL NATL MTG ASSN MTN B/E 6% DUE 11/28/23	25,000	10/30/2003	100.00	25,000.00	04/27/2009	100.00	25,000.00	0.00 LT



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YEAR END SUMMARY

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Description	Lot Quantity	Purchase Date	Purchase Price	Purchase Cost	Sale Date	Sale Price	Sale Proceeds	Realized Gain/(Loss)
PATRIOT CAPITAL FUNDING INC	4,000	09/27/2007	13.25	53,000.00	05/13/2009	1.755	7,014.81	(45,985.19) LT
SCHERING PLOUGH CORP PFD CONV MANOT 6%	250	01/18/2008	211.00	52,776.67	05/13/2009	212.00	52,982.64	205.97 LT
SCHERING PLOUGH CORP PFD CONV MANOT 6%	750	01/23/2008	196.8426	147,712.00	05/13/2009	212.00	158,947.91	11,235.91 LT
SCHERING PLOUGH CORP PFD CONV MANOT 6%	100	03/31/2008	156.00	15,680.00	05/13/2009	212.00	21,193.05	5,513.05 LT
SCHERING PLOUGH CORP PFD CONV MANOT 6%	150	04/03/2008	159.00	23,868.46	05/13/2009	212.00	31,789.58	7,921.12 LT
SCHERING PLOUGH CORP PFD CONV MANOT 6%	200	04/03/2008	159.00	31,824.62	05/19/2009	212.00	42,318.91	10,494.29 LT
SCHERING PLOUGH CORP PFD CONV MANOT 6%	300	04/03/2008	159.00	47,736.92	05/20/2009	212.70	63,771.22	16,034.30 LT
SCHERING PLOUGH CORP PFD CONV MANOT 6%	250	05/07/2008	180.00	45,080.00	05/20/2009	212.70	53,142.68	8,062.68 LT
PATRIOT CAPITAL FUNDING INC	2,000	12/06/2007	11.5585	23,322.00	06/01/2009	1.93	3,754.90	(19,567.10) LT
TOBACCO SETTLEMENT AUTH WASH T WA 6.5% DUE 06/01/26	10,000	07/22/2004	93.773	9,377.00	06/01/2009	100.00	10,000.00	623.00 LT
TOBACCO SETTLEMENT FING CORP R RI 6% DUE 06/01/23	40,000	09/22/2004	95.544	38,216.00	06/01/2009	100.00	40,000.00	1,784.00 LT
TOBACCO SETTLEMENT FING CORP R RI 6% DUE 06/01/23	35,000	10/06/2004	95.633	33,470.50	06/01/2009	100.00	35,000.00	1,529.50 LT
TOBACCO SETTLEMENT FING CORP R RI 6% DUE 06/01/23	5,000	10/06/2004	95.633	4,781.50	07/17/2009	100.00	5,000.00	218.50 LT
GENERAL FOODS CORP REG 7% DUE 06/15/11	400,000	01/30/2008	100.125	400,505.00	09/03/2009	100.00	400,000.00	(505.00) LT
CNB FINL CORP PA	166	11/23/2004	14.90	2,473.40	09/04/2009	16.00	2,575.90	102.50 LT

THOMAS A RODGERS JR FAMILY FOUNDATION
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Description	Lot Quantity	Purchase Date	Purchase Price	Purchase Cost	Sale Date	Sale Price	Sale Proceeds	Realized Gain/(Loss)
CNB FINL CORP PA	514	11/23/2004	14.90	7,658.60	09/09/2009	16.00	8,174.44	515.84 LT
CNB FINL CORP PA	320	11/26/2004	15.05	4,816.00	09/09/2009	16.00	5,089.15	273.15 LT
CNB FINL CORP PA	1,000	11/26/2004	15.05	15,050.00	09/21/2009	16.70	16,594.57	1,544.57 LT
CNB FINL CORP PA	680	11/26/2004	15.05	10,234.00	09/24/2009	17.00	11,488.30	1,254.30 LT
CNB FINL CORP PA	320	12/17/2004	15.90	5,088.00	09/24/2009	17.00	5,406.26	318.26 LT
CNB FINL CORP PA	680	12/17/2004	15.90	10,812.00	09/25/2009	18.00	12,168.28	1,356.28 LT
CNB FINL CORP PA	320	02/28/2005	15.7026	5,024.83	09/25/2009	18.00	5,726.25	701.42 LT
FEDERAL HOME LN MTG CORP B/E 5.3% DUE 12/15/23	80,000	04/22/2008	100.00	80,005.00	10/14/2009	100.00	80,000.00	(5.00) LT
WYETH	2,500	04/07/2008	43.00	107,755.00	10/16/2009	50.25	125,625.00	17,870.00 LT
WYETH	2,500	06/17/2008	45.00	112,755.00	10/16/2009	50.25	125,625.00	12,870.00 LT
CNB FINL CORP PA	1,180	02/28/2005	15.7026	18,529.07	10/29/2009	16.20	18,994.80	465.73 LT
CNB FINL CORP PA	1,000	05/17/2005	15.092	15,092.00	10/29/2009	16.20	16,097.29	1,005.29 LT
CIT GROUP INC CORP UNITS	1,000	01/04/2008	18.08	18,181.00	11/02/2009	15.60	15,494.59	(2,686.41) LT
VERMONT HSG FIN AGY SINGLE FAM VT FSA 5.25% DUE 11/01/20	5,000	08/28/2001	100.00	5,000.00	11/02/2009	100.00	5,000.00	0.00 LT
CIT GROUP INC CORP UNITS	1,000	01/04/2008	18.08	18,181.00	11/03/2009	16.15	16,044.58	(2,136.42) LT
CIT GROUP INC CORP UNITS	1,000	01/04/2008	18.08	18,181.00	11/04/2009	16.00	15,894.58	(2,286.42) LT
CIT GROUP INC CORP UNITS	1,000	01/04/2008	18.08	18,181.00	11/04/2009	16.12	16,019.58	(2,161.42) LT
CIT GROUP INC CORP UNITS	300	01/04/2008	18.08	5,454.30	11/05/2009	16.20	4,779.87	(674.43) LT

THOMAS A RODGERS JR FAMILY FOUNDATION
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Description	Lot Quantity	Purchase Date	Purchase Price	Purchase Cost	Sale Date	Sale Price	Sale Proceeds	Realized Gain/(Loss)
CIT GROUP INC CORP UNITS	700	01/04/2008	18.08	12,726.70	11/06/2009	16.20	11,259.70	(1,467.00) LT
ARTESIAN RESOURCES CORP CL A	491	04/16/1999	10.1111	4,964.55	11/09/2009	17.20	8,364.98	3,400.43 LT
BOARDWALK PIPELINE PARTNERS LP UT LTD PARTNER	5,000	02/27/2008	25.5262	128,136.00	11/25/2009	28.25	140,741.36	12,605.36 LT
ARTESIAN RESOURCES CORP CL A	231	04/16/1999	10.1111	2,335.66	12/16/2009	17.20	3,893.09	1,557.43 LT
ARTESIAN RESOURCES CORP CL A	414	04/16/1999	10.1111	4,186.00	12/17/2009	17.20	7,040.61	2,854.61 LT
UNITIL CORP	1,000	12/11/2008	20.00	20,000.00	12/17/2009	22.60	22,494.41	2,494.41 LT
ARTESIAN RESOURCES CORP CL A	614	04/16/1999	10.1111	6,208.22	12/18/2009	17.20	10,480.52	4,272.30 LT
ARTESIAN RESOURCES CORP CL A	1,000	04/16/1999	10.1111	10,111.10	12/21/2009	17.87	17,764.54	7,653.44 LT
ARTESIAN RESOURCES CORP CL A	639	04/16/1999	10.1111	6,460.99	12/23/2009	17.75	11,261.94	4,800.95 LT
CIT GROUP INC COM NEW	151	02/20/2008	34.2049	5,164.94	12/30/2009	27.6301	4,092.04	(1,072.90) LT
CNB FINL CORP PA	500	05/17/2005	15.092	7,546.00	12/31/2009	16.00	7,919.79	373.79 LT
SUB-TOTAL LONG TERM				2,601,686.46			2,519,551.04	(82,135.42)
TOTAL REALIZED GAIN/(LOSS)				6,134,206.67			6,418,357.57	284,150.90