



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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

OMB No 1545-0052

2009

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

For calendar year 2009, or tax year beginning , 2009, and ending , 20

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation HAROLD BROOKS FOUNDATION		A Employer identification number 04-6043983
	Number and street (or P.O. box number if mail is not delivered to street address)	Room/suite	B Telephone number (see page 10 of the instructions) () -
	P O BOX 1802		
	City or town, state, and ZIP code PROVIDENCE, RI 02901-1802		
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) ▶ \$ 8,956,256.		J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)	
C If exemption application is pending, check here ☐ D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐ E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check ☒ if the foundation is not required to attach Sch. B.				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	259,105.	258,192.		STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-385,671.			
b	Gross sales price for all assets on line 6a	3,842,474.			
7	Capital gain net income (from Part IV, line 2)				
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)		610.		STMT 7
12	Total. Add lines 1 through 11	-126,566.	258,802.		
13	Compensation of officers, directors, trustees, etc.	59,679.	35,807.		23,872.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) STMT 8	1,663.	773.	NONE	890.
c	Other professional fees (attach schedule) STMT 9	20,712.			20,712.
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions) STMT 10	3,697.	1,497.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) STMT 11	125.	9,412.		125.
24	Total operating and administrative expenses. Add lines 13 through 23	85,876.	47,489.	NONE	45,599.
25	Contributions, gifts, grants paid	581,513.			581,513.
26	Total expenses and disbursements. Add lines 24 and 25	667,389.	47,489.	NONE	627,112.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-793,955.			
b	Net investment income (if negative, enter -0-)		211,313.		
c	Adjusted net income (if negative, enter -0-)				

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

JSA

Form 990-PF (2009)

9E1410 1 000

GQ0579 L775 08/17/2010 10:55:15

4

4me

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing	NONE	NONE		
	2	Savings and temporary cash investments	409,060.	267,671.	267,671.	
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)				
	7	Other notes and loans receivable (attach schedule) ▶ * Less: allowance for doubtful accounts ▶	NONE	* NONE NONE	NONE	
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U S and state government obligations (attach schedule)	551,152.	491,363.	521,257.	
	b	Investments - corporate stock (attach schedule)	8,427,342.	7,964,776.	7,954,266.	
	c	Investments - corporate bonds (attach schedule)	227,829.	112,715.	109,263.	
	11	Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶	NONE	NONE		
	12	Investments - mortgage loans	NONE	NONE		
	13	Investments - other (attach schedule)	NONE	NONE	103,799.	
	14	Land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶)	NONE	NONE	NONE		
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	9,615,383.	8,836,525.	8,956,256.		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)					
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	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	9,615,383.	8,836,525.		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds	NONE	NONE		
30	Total net assets or fund balances (see page 17 of the instructions)	9,615,383.	8,836,525.			
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	9,615,383.	8,836,525.			

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	9,615,383.
2	Enter amount from Part I, line 27a	2	-793,955.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 12	3	15,097.
4	Add lines 1, 2, and 3	4	8,836,525.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	8,836,525.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
1a SEE PART IV DETAIL					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	-385,671.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8.			3		

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	320,235.	9,549,585.	0.03353391797
2007	602,128.	10,831,286.	0.05559155210
2006	527,082.	10,260,534.	0.05136984098
2005	560,222.	9,696,182.	0.05777758710
2004	545,279.	9,501,460.	0.05738896970
2 Total of line 1, column (d)			2 0.25566186785
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.05113237357
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 8,229,453.
5 Multiply line 4 by line 3			5 420,791.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,113.
7 Add lines 5 and 6			7 422,904.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.			8 627,112.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter. _____ (attach copy of ruling letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	2,113.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	2,113.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	2,113.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	5,275.	
b Exempt foreign organizations-tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	5,275.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,162.	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax ☒ 2,116. Refunded ☐	11	1,046.	

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.	1b		X
c Did the foundation file Form 1120-POL for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☒ \$ _____ (2) On foundation managers ☒ \$ _____			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☒ \$ _____			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	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 page 19 of the instructions) ☒ STMT 13			
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 on page 27)? 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

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 page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address **▶** N/A

14 The books are in care of **▶** PRIVATE BANK TAX SERVICES Telephone no **▶** (401) 278-6825
 Located at **▶** P.O. BOX 1802, PROVIDENCE, RI ZIP + 4 **▶** 02901-1802

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

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? ☐ ▶	1b	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?	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? ☐ Yes ☒ No If "Yes," list the years ▶ _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 20 of the instructions)	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)	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)

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? ☐ **5b**

Organizations relying on a current notice regarding disaster assistance check here ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

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

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ **7b**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 14		59,679.	-0-	-0-

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

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

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

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** (see page 23 of the instructions). If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services **NONE****Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

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

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

Form 990-PF (2009)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	8,104,861.
b	Average of monthly cash balances	1b	249,914.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	8,354,775.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	8,354,775.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	125,322.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,229,453.
6	Minimum investment return. Enter 5% of line 5	6	411,473.

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

1	Minimum investment return from Part X, line 6	1	411,473.
2a	Tax on investment income for 2009 from Part VI, line 5 2a		2,113.
b	Income tax for 2009. (This does not include the tax from Part VI.) 2b		
c	Add lines 2a and 2b	2c	2,113.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	409,360.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	409,360.
6	Deduction from distributable amount (see page 25 of the instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	409,360.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	627,112.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	627,112.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	2,113.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	624,999.

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

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

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				409,360.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			NONE	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				NONE
b From 2005				NONE
c From 2006				NONE
d From 2007				70,774.
e From 2008				NONE
f Total of lines 3a through e	70,774.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 627,112.				
a Applied to 2008, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2009 distributable amount				409,360.
e Remaining amount distributed out of corpus	217,752.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	288,526.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions			NONE	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010.				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	288,526.			
10 Analysis of line 9:				
a Excess from 2005				NONE
b Excess from 2006				NONE
c Excess from 2007				70,774.
d Excess from 2008				NONE
e Excess from 2009				217,752.

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

2a 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				(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i).					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the instructions.)**1 Information Regarding Foundation Managers:**

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

N/A

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.

N/A

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

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

a The name, address, and telephone number of the person to whom applications should be addressed:
SEE STATEMENT 15

b The form in which applications should be submitted and information and materials they should include:
SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:
SEE ATTACHED STATEMENT FOR LINE 2

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
SEE ATTACHED STATEMENT FOR LINE 2

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 16				
Total			3a	581,513.
b Approved for future payment				
Total			3b	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
AT&T INC	3,391.	3,391.
ABBOTT LABORATORIES	846.	846.
ADVANCED AUTO PTS INC COM	29.	29.
AIR PRODUCTS AND CHEMICALS INC	176.	176.
ALABAMA PWR CO SR NT SER BB	176.	176.
ALTERA CORPORATION	90.	90.
ALTRIA GROUP INC	942.	942.
AMERICAN EAGLE OUTFITTERS INC	110.	110.
AMERICAN EXPRESS CO	67.	67.
AMERISOURCEBERGEN CORP COM	137.	137.
ANALOG DEVICES INC	437.	437.
AON CORP	128.	128.
APACHE CORPORATION	268.	268.
ASTRAZENECA PLC-SPONS ADR (UK/USD) ISIN	330.	330.
AVON PRODUCTS INC	750.	750.
BANK NEW YORK MELLON CORP COM	81.	81.
BANK ONE CORP SUB NT	788.	788.
BAXTER INTERNATIONAL INC	510.	510.
BRISTOL MYERS SQUIBB CO COM	2,027.	2,027.
BURGER KING HLDGS INC COM	61.	61.
CIGNA CORPORATION	19.	19.
CME GROUP INC COM	58.	58.
CSX CORP	122.	122.
CVS CAREMARK CORP COM	103.	103.
CABOT OIL & GAS CORP CL A	52.	52.
CAMPBELL SOUP CO	88.	88.
CATERPILLAR INCORPORATED	107.	107.
CELANESE CORP DEL SER A COM	32.	32.
CHEVRONTXACO CORP COM	3,166.	3,166.
CITIGROUP INC SR NT	1,855.	1,855.
CLIFFS NAT RES INC COM	13.	13.
CLOROX COMPANY	363.	363.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
COLGATE PALMOLIVE CO	462.	462.
COLUMBIA ACORN FUND CLASS Z SHARES	1,168.	1,168.
COLUMBIA MARSICO INT'L OPPORTUNITIES FD	6,825.	6,825.
COLUMBIA MULTI-ADVISOR INT'L EQUITY FUND	8,434.	8,434.
COLUMBIA TREASURY RESERVES CAPITAL CLASS	146.	146.
COLUMBIA CONSERVATIVE HIGH YIELD FUND CL	24,870.	24,870.
COLUMBIA REAL ESTATE EQUITY FUND CLASS Z	4,183.	3,270.
COMCAST CORP	509.	509.
CON-WAY INC COM	20.	20.
CONOCOPHILLIPS COM	363.	363.
CONSOLIDATED EDISON CO NEW YORK INC BD	588.	588.
CORNING INC	225.	225.
CREDIT SUISSE GROUP SPONSORED ADR	30.	30.
CUMMINS ENGINE INC	109.	109.
DARDEN RESTAURANTS INC	200.	200.
DEUTSCHE TELEKOM INTL FIN B V GTD NT NET	438.	438.
DEVON ENERGY CORPORATION	56.	56.
DIAGEO SPONSORED ADR (UK-USD) SEDOL #213	266.	266.
DISNEY WALT CO	110.	110.
DISCOVER FINL SVCS COM	14.	14.
DISH NETWORK CORP COM CL A	1,300.	1,300.
DOVER CORPORATION	286.	286.
DUPONT E I DE NEMOURS & CO COM	248.	248.
DUN & BRADSTREET CORP DEL NEW COM	265.	265.
EOG RESOURCES INC	40.	40.
EMERSON ELEC CO	99.	99.
EXELON CORP COM	554.	554.
EXXON MOBIL CORPORATION	1,820.	1,820.
FPL GROUP INC COM	822.	822.
FEDERAL HOME LN MTG CORP MTN CALL 1/12/0	1,163.	1,163.
FEDERAL HOME LN MTG CORP MTN CALL 11/13/	2,000.	2,000.
FIFTH THIRD BANCORP COM	21.	21.
FIRSTENERGY CORP	201.	201.

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

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
MORTGAGE-BACKED CTF	42,918.	42,918.
GAP INCORPORATED	146.	146.
GENERAL ELEC CO	2,171.	2,171.
GENERAL ELEC CAP CORP MTN	299.	299.
GENUINE PARTS COMPANY	200.	200.
GOLDMAN SACHS GROUP INC	546.	546.
GRAINGER W W INCORPORATED	313.	313.
HALLIBURTON CO	140.	140.
HARTFORD FINANCIAL SVCS GRP	36.	36.
HARTFORD LIFE GLOBAL FDG TRS SECD MTN	226.	226.
HEINZ H J CO	120.	120.
HERSHEY FOODS CORP	67.	67.
HESS CORP COM	150.	150.
HEWLETT PACKARD COMPANY	414.	414.
HONEYWELL INTERNATIONAL INC	1,166.	1,166.
HOUSEHOLD FIN CORP NT	220.	220.
ILLINOIS TOOL WORKS INCORPORATED	171.	171.
INTEL CORPORATION	666.	666.
INTERNATIONAL BUSINESS MACHS	1,031.	1,031.
INTERNATIONAL GAME TECHNOLOGY	78.	78.
ISHARES BARCLAYS AGGREGATE BD FUND	70,825.	70,825.
ISHR MSCI EAFE INDEX FUND	592.	592.
J P MORGAN CHASE & CO COM	1,216.	1,216.
JOHNSON & JOHNSON	997.	997.
KLA INSTRS CORP	98.	98.
KIMBERLY CLARK CORP COM	957.	957.
KRAFT FOODS INC CL A COM	271.	271.
KROGER CO	177.	177.
L-3 COMMUNICATIONS HLDGS INC COM	53.	53.
LINEAR TECHNOLOGY CORP	72.	72.
LOCKHEED MARTIN CORPORATION	450.	450.
LOWES COMPANIES INCORPORATED	334.	334.
MARATHON OIL CORP COM	120.	120.

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
MASTERCARD INC CL A COM	34.	34.
MAXIM INTEGRATED PRODS INC	165.	165.
MCDONALDS CORP	213.	213.
MEAD JOHNSON NUTRITION CO COM	83.	83.
MEDTRONIC INC	418.	418.
MELLON FINL CO 02/12/1998 6.375% 02/15/2	638.	638.
MERCK & CO INC COM	642.	642.
MICROSOFT CORPORATION	1,830.	1,830.
MOLSON COORS BREWING CO CL B	143.	143.
MONSANTO CO NEW COM	305.	305.
MORGAN STANLEY DEAN WITTER DISCOVER & CO	264.	264.
NIKE INC CL B	50.	50.
NORDSTROM INCORPORATED	56.	56.
NORFOLK SOUTHERN CORP	383.	383.
NORTHERN TRUST CORPORATION	50.	50.
NORTHROP CORPORATION	158.	158.
NUCOR CORP	74.	74.
OCCIDENTAL PETROLEUM CORPORATION	696.	696.
OMNICARE INCORPORATED	11.	11.
P G & E CORPORATION	630.	630.
PNC BK CORP	340.	340.
PPG INDUSTRIES INC	135.	135.
PARKER HANNIFIN CORPORATION	406.	406.
PEABODY ENERGY CORP COM	40.	40.
PENNEY J C INC	105.	105.
PEPSICO INCORPORATED	682.	682.
PFIZER INC	2,686.	2,686.
PHILIP MORRIS INTL INC COM	2,533.	2,533.
POLO RALPH LAUREN CORPORATION	55.	55.
POTASH CORP SASK INC	30.	30.
PRAXAIR INCORPORATED	450.	450.
PRECISION CASTPARTS CORPORATION	7.	7.
PRINCIPAL FINL GROUP INC COM	250.	250.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
PROCTER & GAMBLE CO COM	1,369.	1,369.
PRUDENTIAL FINL INC COM	385.	385.
PRUDENTIAL FINL INC MTN SER B	713.	713.
PUBLIC SERVICE ENTERPRISE GROUP INC	798.	798.
QUALCOMM INC	373.	373.
QUESTAR CORP	95.	95.
RAYTHEON CO COM NEW	186.	186.
REINSURANCE GROUP AMER INC COM	68.	68.
REPUBLIC SERVICES INC CL A	100.	100.
RIO TINTO PLC SPONSORED ADR	218.	218.
ROGERS COMMUNICATIONS INC CL B	322.	322.
SBC COMMUNICATIONS INC NT	619.	619.
SHERWIN WILLIAMS COMPANY	213.	213.
SONOCO PRODUCTS CO	81.	81.
STAPLES INCORPORATED	235.	235.
STARWOOD HOTELS & RESORTS WORLDWIDE INC	320.	320.
STATE STREET CORP	165.	165.
STEEL DYNAMICS INC	53.	53.
TJX COMPANIES INCORPORATED NEW	245.	245.
TARGET CORP	238.	238.
TEXAS INSTRS INC	158.	158.
TIME WARNER INC NEW COM	200.	200.
TIME WARNER INC NEW COM	87.	87.
TOTAL S A SPONSORED ADR	672.	672.
US BANCORP DEL COM NEW	432.	432.
UNION PAC CORP COM	306.	306.
UNITED PARCEL SERVICE CL B	439.	439.
UNITED STATES TREAS BD DTD 02/15/01 5.37	7,794.	7,794.
UNITED STATES TREAS NT DTD 02/15/01 5.00	750.	750.
UNITED STATES TREAS NT DTD 11/15/04 4.25	3,188.	3,188.
UNITED STATES TREAS NTS 3.625% 1/15/10	1,631.	1,631.
UNITED STATES TREAS NT DTD 02/15/05 4.00	4,600.	4,600.
UNITED STATES TREAS NT DTD 08/15/05 4.25	2,125.	2,125.

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

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
UNITED STS STL CORP NEW COM	10.	10.
UNITED TECHNOLOGIES CORP	970.	970.
VANGUARD INTL EQUITY INDEX FDS VANGUARD	4,899.	4,899.
VERIZON COMMUNICATIONS	1,345.	1,345.
VERIZON GLOBAL FDG CORP GLOBAL NT	1,106.	1,106.
WACHOVIA CORP NEW SR NT	453.	453.
WAL-MART STORES INCORPORATED	785.	785.
WAL MART STORES INC NT	378.	378.
WASTE MANAGEMENT INC	273.	273.
WELLS FARGO COMPANY	652.	652.
WYETH COM	188.	188.
XTO ENERGY INC COM	94.	94.
XCEL ENERGY INC COM	143.	143.
XILINX INCORPORATED	98.	98.
YUM BRANDS INC COM	76.	76.
AXIS CAPITAL HOLDINGS LTD COM	224.	224.
ACCENTURE PLC CL A COM	413.	413.
NOBLE CORP COM	39.	39.
XL CAPITAL LTD CL A	115.	115.
ACE LTD COM	495.	495.
TYCO INTL LTD NEW F COM	212.	212.
	-----	-----
	259,105.	258,192.
	=====	=====

TOTAL

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
ISHARES S&P GSCI COMMODITY-INDEX ED TR U		36.
PRIVATE EQUITY PORT FD I LLC ***CAP ACCO		574.
	-----	-----
TOTALS	=====	610. =====

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
AUDIT & ACCOUNTING FEES (ALLOC	773.	773.		890.
TAX PREPARATION FEE (NON-ALLOC	890.			
	-----	-----	-----	-----
TOTALS	1,663.	773.	NONE	890.
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
----------------------	--

CHARITABLE
PURPOSES

GRANTMAKING SERVICES

20,712.

20,712.

TOTALS

20,712.

20,712.

=====

=====

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
FOREIGN TAXES	161.	161.
FEDERAL ESTIMATES - PRINCIPAL	2,200.	
FOREIGN TAXES ON QUALIFIED FOR	767.	767.
FOREIGN TAXES ON NONQUALIFIED	569.	569.
	-----	-----
TOTALS	3,697.	1,497.
	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
OTHER ALLOCABLE EXPENSE-INCOME	125.		125.
DIVIDEND INVESTMENT EXPENSE -		9,412.	
TOTALS	125.	9,412.	125.
	=====	=====	=====

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

DESCRIPTION -----	AMOUNT -----
09 TYE INC ADJ	3,819.
PEP ROC	11,278.

TOTAL	15,097.
	=====

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

MA

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

=====

OFFICER NAME:

BANK OF AMERICA

ADDRESS:

100 FEDERAL STREET

BOSTON, MA 02110

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40

COMPENSATION 55,679.

OFFICER NAME:

REV. M. JAMES WORKMAN

ADDRESS:

25 BENNINGTON STREET

NEEDHAM, MA 02194-1932

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 2,000.

OFFICER NAME:

PAUL TAYLOR

ADDRESS:

SOUTH SHORE HOSPITAL FOUNDATION

S WEYMOUTH, MA 02190-2432

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 2,000.

TOTAL COMPENSATION:

59,679.

=====

HAROLD BROOKS FOUNDATION
FORM 990PF, PART XV - LINES 2a - 2d
=====

04-6043983

RECIPIENT NAME:

BANK OF AMERICA, N.A.

ADDRESS:

100 FEDERAL STREET

BOSTON, MA 02110

FORM, INFORMATION AND MATERIALS:

INCLUDE ALL PERTINENT INFORMATION-NO SPECIAL FORMS REQUIRED

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

SOCIAL SERVICE PROGRAMS

HAROLD BROOKS FOUNDATION

04-6043983

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

=====

RECIPIENT NAME:

SEE ATTACHED SCHEDULE

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

AMOUNT OF GRANT PAID 581,513.

TOTAL GRANTS PAID:

581,513.

=====

ACCT L775 099008545848
PREP 209 ADMN 88 INV 586

BANK OF AMERICA, N A
TAX TRANSACTION DETAIL

PAGE 91
RUN 03/04/2010
01.01 45 PM

TAX
CODE/DATE TRANSACTIONS

TAXABLE

INCOME

PRINCIPAL

EDIT
NUMBER

102 CHARITABLE DEDUCTION - CURRENT INCOME

01/08/09	INTERFAITH SOCIAL SERVICES 2008 DISTRIBUTION FOR HOMESAFE FINANCIAL ASSISTANCE PROG TR TRAN#=090080002000 TR CD=305 REG=0 PORT=INC	-7500.00	-7500 00	**CHANGED**	090100046 01/30/10 RWH
01/08/09	BROCKTON AREA ASSOCIATION FOR 2008 DISTRIBUTION TO SUPPORT FAMILY TO FAMILY CENTER TR TRAN#=090080004000 TR CD=305 REG=0 PORT=INC	-7000 00	-7000.00	**CHANGED**	090100048 01/30/10 RWH
01/08/09	MY TURN, INC 2008 DISTRIBUTION FOR RE-ENGAGING OUT-OF-SCHOOL YOUTH TR TRAN#=090080001000 TR CD=305 REG=0 PORT=INC	-5000.00	-5000.00	**CHANGED**	090100045 01/30/10 RWH
01/08/09	ESTHER R SANGER CENTER FOR 2008 DISTRIBUTION TO SUPPORT QUINCY CRISIS CENTER TR TRAN#=090080010000 TR CD=305 REG=0 PORT=INC	-25000.00	-25000.00	**CHANGED**	090100054 01/30/10 RWH
01/08/09	CRADLES TO CRAYONS 2008 DISTRIBUTION TO SUPPORT READY FOR SCHOOL PROGRAM TR TRAN#=090080011000 TR CD=305 REG=0 PORT=INC	-25000.00	-25000.00	**CHANGED**	090100055 01/30/10 RWH
01/08/09	BROCKTON NEIGHBORHOOD HEALTH 2008 DISTRIBUTION TR TRAN#=090080012000 TR CD=305 REG=0 PORT=INC	-10000.00	-10000 00	**CHANGED**	090100056 01/30/10 RWH
01/08/09	PROJECT BREAD-WALK FOR HUNGER 2008 DISTRIBUTION TO SUPPORT FOOD DRIVE ON SOUTH SHORE TR TRAN#=090080005000 TR CD=305 REG=0 PORT=INC	-15000.00	-15000 00	**CHANGED**	090100049 01/30/10 RWH

TAX CODE/DATE TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
102 CHARITABLE DEDUCTION - CURRENT INCOME (CONTINUED)				
01/08/09 MASSACHUSETTS COALITION FOR 2008 DISTRIBUTION TO SUPPORT FIRST STOP INITIATIVE TR TRAN#=090080006000 TR CD=305 REG=0 PORT=INC	-25000 00	-25000 00	**CHANGED**	090100050 01/30/10 RWH
01/08/09 LATINO HEALTH INSTITUTE D/B/A 2008 DISTRIBUTION TO SUPPORT MENTA FOR THE BROCKTON SITE TR TRAN#=090080007000 TR CD=305 REG=0 PORT=INC	-13513 00	-13513 00	**CHANGED**	090100051 01/30/10 RWH
01/08/09 FATHER BILL'S & MAINSPRING 2008 DISTRIBUTION TO SUPPORT PROJECT REACH TR TRAN#=090080009000 TR CD=305 REG=0 PORT=INC	-30000 00	-30000 00	**CHANGED**	090100053 01/30/10 RWH
01/08/09 DOVE, INC 2008 DISTRIBUTION TO SUPPORT OUTREACH & FAMILY SERVICE TR TRAN#=090080013000 TR CD=305 REG=0 PORT=INC	-30000 00	-30000 00	**CHANGED**	090100057 01/30/10 RWH
03/24/09 JUNIOR ACHIEVEMENT OF EASTERN MA GIFT TO REPLACE MISSING CK #14934149 DATED 12/29/2009 TR TRAN#=0900830001000 TR CD=305 REG=0 PORT=INC	-6000.00	-6000 00	**CHANGED**	090300080 01/30/10 RWH
06/25/09 QUINCY ASIAN RESOURCES PAYMENT AS REQUESTED TO SUPPORT INFORMATION & REFERRAL (I&R) PROGRAM TR TRAN#=091760002000 TR CD=305 REG=0 PORT=INC	-15000.00	-15000 00	**CHANGED**	0906000084 01/30/10 RWH
06/25/09 SOUTH SHORE COMMUNITY ACTION PAYMENT AS REQUESTED FOR GREATER PLYMOUTH FOOD WAREHOUSE'S SENIOR ACCESS INITIATIVE - PMT 1 OF 2 TR TRAN#=091760003000 TR CD=305 REG=0 PORT=INC	-15000.00	-15000 00	**CHANGED**	0906000085 01/30/10 RWH
06/25/09 SOUTH SHORE DAY CARE SERVICES PAYMENT AS REQUESTED TO SUPPORT THE FAMILY SUPPORT PROGRAM PAYMENT 1 OF 2 TR TRAN#=091760004000 TR CD=305 REG=0 PORT=INC	-15000 00	-15000 00	**CHANGED**	0906000086 01/30/10 RWH
06/25/09 HORIZONS FOR HOMELESS CHILDREN PAYMENT AS REQUESTED TO SUPPORT 10 PLAYSPACE PROGRAM SITES IN GREATER BOSTON AND SOUTHEAST REGION TR TRAN#=091760001000 TR CD=305 REG=0 PORT=INC	-15000 00	-15000 00	**CHANGED**	0906000083 01/30/10 RWH
06/25/09 WELLSPRING, INC PAYMENT AS REQUESTED SUPPORT TO CONTINUE AND EXPAND COUNSELING SERVICES - PAYMENT 1 OF 2 TR TRAN#=091760006000 TR CD=305 REG=0 PORT=INC	-15000.00	-15000 00	**CHANGED**	0906000088 01/30/10 RWH
06/25/09 CATHOLIC CHARITIES SOUTH PAYMENT AS REQUESTED FOR THE SOAR PROGRAM & ENGLISH TRANSCULTURAL CENTER TR TRAN#=091760007000 TR CD=305 REG=0 PORT=INC	-15000.00	-15000 00	**CHANGED**	0906000089 01/30/10 RWH
06/25/09 QUINCY NEIGHBORHOOD HOUSING PAYMENT AS REQUESTED SUPPORT FOR THE FORECLOSURE PREVENTION PROGRAM TR TRAN#=091760008000 TR CD=305 REG=0 PORT=INC	-10000.00	-10000.00	**CHANGED**	0906000090 01/30/10 RWH
06/25/09 SOUTH SHORE HOSPITAL PAYMENT AS REQUESTED TO SUPPORT NEW COMPREHENSIVE CENTER FOR CANCER CARE PAYMENT 1 OF 4 TR TRAN#=091760009000 TR CD=305 REG=0 PORT=INC	-75000.00	-75000 00	**CHANGED**	0906000091 01/30/10 RWH
06/25/09 SOUTH SHORE YMCA PAYMENT AS REQUESTED TO SUPPORT IT'S FOOD PANTRY PAYMENT 1 OF 2 TR TRAN#=091760005000 TR CD=305 REG=0 PORT=INC	-10000.00	-10000.00	**CHANGED**	0906000087 01/30/10 RWH
06/25/09 QUINCY COMMUNITY ACTION PROGRAMS PAYMENT AS REQUESTED SUPPORT FOR THE EMERGENCY FOOD CENTER (EFC) TR TRAN#=091760010000 TR CD=305 REG=0 PORT=INC	-15000.00	-15000.00	**CHANGED**	0906000092 01/30/10 RWH

TAX CODE/DATE TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
102 CHARITABLE DEDUCTION - CURRENT INCOME (CONTINUED)				
08/21/09 BROCKTON INTERFAITH COMMUNITY PAYMENT AS REQUESTED TO REPLACE MISSING CK#14934146 DATED 1/7/2009 TR TRAN#=092330001000 TR CD=305 REG=0 PORT=INC	-7500 00	-7500.00	**CHANGED** 01/30/10 RWH	0908000062
12/14/09 AMERICAN RED CROSS OF MASS BAY 2009 GRANT HAROLD BROOKS FOUNDATION TR TRAN#=093480001000 TR CD=823 REG=0 PORT=INC	-10000.00	-10000 00		0912000035
12/14/09 FATHER BILL'S & MAINSPRING 2009 GRANT HAROLD BROOKS FOUNDATION HOUSING FIRST FOR FAMILIES PROGRAM TR TRAN#=093480003000 TR CD=823 REG=0 PORT=INC	-30000 00	-30000 00		0912000037
12/14/09 HOMEOWNERS OPTION FOR MASS 2009 GRANT HAROLD BROOKS FOUNDATION ELDER HOMEOWNER DISPLACEMENT PREVENTION TR TRAN#=093480004000 TR CD=823 REG=0 PORT=INC	-25000 00	-25000.00		0912000038
12/14/09 INTERFAITH SOCIAL SERVICES 2009 GRANT HAROLD BROOKS FOUNDATION FOR THE HOMESAFE PROGRAM TR TRAN#=093480005000 TR CD=823 REG=0 PORT=INC	-10000.00	-10000 00		0912000039
12/14/09 JUNIOR ACHIEVEMENT OF EASTERN MA 2009 GRANT HAROLD BROOKS FOUNDATION TR TRAN#=093480006000 TR CD=823 REG=0 PORT=INC	-10000 00	-10000 00		0912000040
12/14/09 QUINCY CRISIS CENTER 2009 GRANT HAROLD BROOKS FOUNDATION FOR THE QUINCY CRISIS CENTER TR TRAN#=093480002000 TR CD=823 REG=0 PORT=INC	-25000 00	-25000 00		0912000036
12/14/09 MASSACHUSETTS COALITION FOR THE 2009 GRANT HAROLD BROOKS FOUNDATION FOR FIRST STOP INITIATIVE OF BROCKTON TR TRAN#=093480008000 TR CD=823 REG=0 PORT=INC	-25000 00	-25000.00		0912000042
12/14/09 PLYMOUTH AREA COALITION FOR THE 2009 GRANT HAROLD BROOKS FOUNDATION FOR CAPITAL IMPROVEMENT CAMPAIGN TR TRAN#=093480009000 TR CD=823 REG=0 PORT=INC	-30000 00	-30000 00		0912000043
12/14/09 LATIN AMERICAN HEALTH INSTITUTE 2009 GRANT HAROLD BROOKS FOUNDATION FOR THE MENTA PROGRAM TR TRAN#=093480007000 TR CD=823 REG=0 PORT=INC	-10000.00	-10000.00		0912000041
TOTAL CODE 102 - CHARITABLE DEDUCTION - CURRENT INCOME	-581513 00	-581513.00	0.00	

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

► Attach to Form 1041, Form 5227, or Form 990-T. See the instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2009

Name of estate or trust

HAROLD BROOKS FOUNDATION

Employer identification number

04-6043983

Note: Form 5227 filers need to complete *only* Parts I and II.

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example: 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					
b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b				1b	-126,072.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824				2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts				3	8,747.
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet				4	(524,970.
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back				5	-642,295.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			2,949.
b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b				6b	-279,569.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824				7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts				8	8,274.
9 Capital gain distributions				9	
10 Gain from Form 4797, Part I				10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet				11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back				12	-268,346.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2009

Part III Summary of Parts I and II		(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		-642,295.
14	Net long-term gain or (loss):			
a	Total for year	14a		-268,346.
b	Unrecaptured section 1250 gain (see line 18 of the wrkst.).	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a ▶	15		-910,641.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation	
16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of:
a	The loss on line 15, column (3) or b \$3,000
16	(3,000)

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** on page 7 of the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the worksheet on page 8 of the instructions if:

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17		
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18		
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19		
20	Add lines 18 and 19	20		
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶	21		
22	Subtract line 21 from line 20. If zero or less, enter -0-	22		
23	Subtract line 22 from line 17. If zero or less, enter -0-	23		
24	Enter the smaller of the amount on line 17 or \$2,300	24		
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. ☐ No. Enter the amount from line 23	25		
26	Subtract line 25 from line 24	26		
27	Are the amounts on lines 22 and 26 the same? ☐ Yes. Skip lines 27 thru 30, go to line 31 ☐ No. Enter the smaller of line 17 or line 22	27		
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28		
29	Subtract line 28 from line 27	29		
30	Multiply line 29 by 15% (.15)	30		
31	Figure the tax on the amount on line 23. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31		
32	Add lines 30 and 31	32		
33	Figure the tax on the amount on line 17. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33		
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34		

Schedule D (Form 1041) 2009

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

▶ See instructions for Schedule D (Form 1041).

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2009

Name of estate or trust

HAROLD BROOKS FOUNDATION

Employer identification number

04-6043983

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example. 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 50. CME GROUP INC COM	09/15/2008	01/06/2009	10,022.00	17,359.00	-7,337.00
35. CME GROUP INC COM	09/22/2008	01/06/2009	7,016.00	14,222.00	-7,206.00
175. ILLINOIS TOOL WORKS INCORPORATED	08/13/2008	01/06/2009	6,465.00	8,522.00	-2,057.00
325. ORACLE SYS CORP	01/11/2008	01/06/2009	5,918.00	6,961.00	-1,043.00
510. YAHOO! INC	11/21/2008	01/06/2009	6,670.00	4,726.00	1,944.00
60. ILLINOIS TOOL WORKS INCORPORATED	08/13/2008	01/07/2009	2,219.00	2,922.00	-703.00
315. ILLINOIS TOOL WORKS INCORPORATED	10/01/2008	01/07/2009	11,652.00	13,429.00	-1,777.00
475. ISHARES BARCLAYS AGGREGATE BD FUND	01/07/2008	01/07/2009	49,491.00	48,548.00	943.00
375. SOUTHERN CO	08/13/2008	01/07/2009	13,461.00	14,025.00	-564.00
210. SOUTHERN CO	09/18/2008	01/07/2009	7,538.00	8,290.00	-752.00
1160. CITIGROUP INC	05/20/2008	01/12/2009	6,925.00	39,382.00	-32,457.00
350. CITIGROUP INC	06/19/2008	01/12/2009	2,089.00	8,467.00	-6,378.00
30. CITIGROUP INC	10/16/2008	01/12/2009	179.00	481.00	-302.00
230. COCA COLA CO COM	05/01/2008	01/12/2009	10,112.00	13,571.00	-3,459.00
575. DELL INC	12/03/2008	01/12/2009	6,233.00	5,991.00	242.00
125. EXXON MOBIL CORPORATION	04/18/2008	01/12/2009	9,652.00	9,652.00	
25. GOOGLE INC CL A	08/05/2008	01/12/2009	7,810.00	11,725.00	-3,915.00
75. INTERNATIONAL BUSINESS MACHS	10/09/2008	01/12/2009	6,355.00	6,900.00	-545.00
260. MERCK & CO INC COM	08/07/2008	01/12/2009	7,380.00	9,185.00	-1,805.00
460. ORACLE SYS CORP	02/20/2008	01/12/2009	7,840.00	8,821.00	-981.00
535. ORACLE SYS CORP	08/07/2008	01/12/2009	9,118.00	12,122.00	-3,004.00
50. PROCTER & GAMBLE CO COM	08/05/2008	01/12/2009	2,991.00	3,388.00	-397.00
225. SMUCKER J M CO COM NEW	11/18/2008	01/12/2009	9,698.00	8,784.00	914.00
255. CATERPILLAR INCORPORATED	12/05/2008	01/26/2009	8,602.00	9,516.00	-914.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2009

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

▶ See instructions for Schedule D (Form 1041).

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2009

Name of estate or trust

HAROLD BROOKS FOUNDATION

Employer identification number

04-6043983

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 80. ENTERGY CORP NEW COM	08/07/2008	01/26/2009	6,254.00	8,243.00	-1,989.00
380. GOODRICH B F CO	12/05/2008	01/26/2009	14,190.00	12,208.00	1,982.00
120. HEINZ H J CO	05/09/2008	01/26/2009	4,378.00	5,727.00	-1,349.00
170. HEINZ H J CO	08/07/2008	01/26/2009	6,202.00	8,705.00	-2,503.00
510. JANUS CAP GROUP INC	08/12/2008	01/26/2009	2,720.00	14,133.00	-11,413.00
195. LANDSTAR SYSTEMS INCORPORATED	12/16/2008	01/26/2009	6,178.00	6,515.00	-337.00
605. MARSHALL & ILSLEY CORP NEW COM	10/31/2008	01/26/2009	3,650.00	10,566.00	-6,916.00
625. MORGAN STANLEY DEAN WITTER DISCOVER & CO	12/16/2008	01/26/2009	11,889.00	8,686.00	3,203.00
160. NUCOR CORP	08/26/2008	01/26/2009	6,349.00	8,116.00	-1,767.00
270. OCCIDENTAL PETROLEUM CORPORATION	10/15/2008	01/26/2009	15,131.00	12,293.00	2,838.00
135. OCCIDENTAL PETROLEUM CORPORATION	10/22/2008	01/26/2009	7,566.00	6,246.00	1,320.00
70. OCCIDENTAL PETROLEUM CORPORATION	10/30/2008	01/26/2009	3,923.00	3,571.00	352.00
175. STATE STREET CORP	12/03/2008	01/26/2009	3,541.00	6,230.00	-2,689.00
100. STATE STREET CORP	07/18/2008	01/26/2009	2,023.00	4,784.00	-2,761.00
25. STATE STREET CORP	07/18/2008	01/26/2009	506.00	506.00	
75. WASTE MANAGEMENT INC	09/17/2008	01/26/2009	2,407.00	2,523.00	-116.00
250. WASTE MANAGEMENT INC	09/17/2008	01/26/2009	8,023.00	8,023.00	
400. AIR PRODUCTS AND CHEMICALS INC	12/03/2008	02/02/2009	19,954.00	18,633.00	1,321.00
100. EXXON MOBIL CORPORATION	04/13/2008	02/02/2009	7,653.00	7,653.00	
185. GENZYME CORPORATION	11/17/2008	02/02/2009	12,821.00	12,954.00	-133.00
85. GENZYME CORPORATION	11/18/2008	02/02/2009	5,891.00	5,985.00	-94.00
65. INTERCONTINENTAL EXCHANGE INC COM	01/06/2009	02/02/2009	3,536.00	4,126.00	-590.00
85. INTERCONTINENTAL EXCHANGE INC COM	11/12/2008	02/02/2009	4,624.00	4,624.00	
260. PEPSICO INCORPORATED	10/15/2008	02/02/2009	12,943.00	12,943.00	

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2009

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2009

Name of estate or trust HAROLD BROOKS FOUNDATION	Employer identification number 04-6043983
--	---

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example: 100 sh. 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 65. PEPSICO INCORPORATED	10/22/2008	02/02/2009	3,236.00	3,236.00	
1020. PFIZER INC	09/22/2008	02/02/2009	15,201.00	15,201.00	
325. PFIZER INC	09/30/2008	02/02/2009	4,844.00	5,791.00	-947.00
55. PFIZER INC	09/30/2008	02/02/2009	820.00	820.00	
125. WAL-MART STORES INCORPORATED	04/09/2008	02/02/2009	5,804.00	5,804.00	
245. CABOT OIL & GAS CORP CL A	11/17/2008	02/09/2009	7,488.00	6,620.00	868.00
315. DISNEY WALT CO	11/18/2008	02/09/2009	6,093.00	6,518.00	-425.00
100. EXXON MOBIL CORPORATION	03/18/2008	02/09/2009	7,893.00	9,908.00	-2,015.00
25. EXXON MOBIL CORPORATION	04/13/2008	02/09/2009	1,973.00	2,405.00	-432.00
150. EXXON MOBIL CORPORATION	04/18/2008	02/09/2009	11,840.00	14,099.00	-2,259.00
520. HOME DEPOT INC	10/08/2008	02/09/2009	11,930.00	11,177.00	753.00
235. HOME DEPOT INC	12/16/2008	02/09/2009	5,392.00	5,622.00	-230.00
275. TARGET CORP	01/12/2009	02/09/2009	9,058.00	9,793.00	-735.00
275. CAMPBELL SOUP CO	10/23/2008	02/18/2009	8,146.00	8,146.00	
350. CUMMINS ENGINE INC	01/06/2009	02/18/2009	7,611.00	10,826.00	-3,215.00
275. CUMMINS ENGINE INC	01/26/2009	02/18/2009	5,980.00	6,880.00	-900.00
115. DEVON ENERGY CORPORATION	08/05/2008	02/18/2009	5,493.00	10,082.00	-4,589.00
85. DEVON ENERGY CORPORATION	10/30/2008	02/18/2009	4,060.00	6,137.00	-2,077.00
390. DUPONT E I DE NEMOURS & CO COM	09/30/2008	02/18/2009	8,203.00	15,679.00	-7,476.00
215. DUPONT E I DE NEMOURS & CO COM	10/22/2008	02/18/2009	4,522.00	6,990.00	-2,468.00
125. EXXON MOBIL CORPORATION	04/18/2008	02/18/2009	8,964.00	11,749.00	-2,785.00
85. INTERCONTINENTAL EXCHANGE INC COM	10/16/2008	02/18/2009	4,898.00	6,869.00	-1,971.00
25. INTERCONTINENTAL EXCHANGE INC COM	01/06/2009	02/18/2009	1,441.00	1,587.00	-146.00
225. KIMBERLY CLARK CORP COM	08/05/2008	02/18/2009	10,875.00	13,502.00	-2,627.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2009

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

▶ See instructions for Schedule D (Form 1041).

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2009

Name of estate or trust

HAROLD BROOKS FOUNDATION

Employer identification number

04-6043983

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example. 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 700. KRAFT FOODS INC CL A COM	12/16/2008	02/18/2009	17,068.00	18,800.00	-1,732.00
55. LINEAR TECHNOLOGY CORP	08/07/2008	02/18/2009	1,265.00	1,788.00	-523.00
270. LINEAR TECHNOLOGY CORP	10/22/2008	02/18/2009	6,208.00	5,806.00	402.00
15. PRICE T ROWE GROUP INC COM	05/28/2008	02/18/2009	378.00	865.00	-487.00
140. PRICE T ROWE GROUP INC COM	06/11/2008	02/18/2009	3,525.00	6,737.00	-3,212.00
140. PRICE T ROWE GROUP INC COM	07/03/2008	02/18/2009	3,525.00	7,534.00	-4,009.00
110. PRICE T ROWE GROUP INC COM	08/05/2008	02/18/2009	2,769.00	6,620.00	-3,851.00
20. PRICE T ROWE GROUP INC COM	10/22/2008	02/18/2009	504.00	709.00	-205.00
215. SOUTHWESTERN ENERGY CO	11/17/2008	02/18/2009	6,065.00	6,884.00	-819.00
375. COOPER INDS LTD CL A NEW COM	01/07/2009	02/18/2009	9,455.00	11,326.00	-1,871.00
135. HUMANA INC	03/13/2008	02/24/2009	4,214.00	6,230.00	-2,016.00
175. HUMANA INC	08/07/2008	02/24/2009	5,463.00	8,576.00	-3,113.00
265. KOHLS CORPORATION	10/17/2008	02/24/2009	9,257.00	8,055.00	1,202.00
235. KRAFT FOODS INC CL A COM	12/16/2008	02/24/2009	5,420.00	6,312.00	-892.00
40. KRAFT FOODS INC CL A COM	01/12/2009	02/24/2009	923.00	1,129.00	-206.00
300. METLIFE INC	11/12/2008	02/24/2009	6,311.00	6,311.00	
75. METLIFE INC	11/26/2008	02/24/2009	1,578.00	1,578.00	
235. WELLS FARGO COMPANY	03/05/2008	02/24/2009	2,696.00	7,778.00	-5,082.00
130. WELLS FARGO COMPANY	03/26/2008	02/24/2009	1,491.00	3,997.00	-2,506.00
555. WELLS FARGO COMPANY	05/05/2008	02/24/2009	6,367.00	17,409.00	-11,042.00
245. WELLS FARGO COMPANY	08/07/2008	02/24/2009	2,811.00	7,347.00	-4,536.00
175. AMERISOURCEBERGEN CORP COM	02/02/2009	03/06/2009	5,480.00	6,478.00	-998.00
240. BJ'S WHOLESALE CLUB INC	04/30/2008	03/06/2009	7,225.00	9,379.00	-2,154.00
170. BJ'S WHOLESALE CLUB INC	08/07/2008	03/06/2009	5,118.00	6,633.00	-1,515.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2009

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2009

Name of estate or trust

HAROLD BROOKS FOUNDATION

Employer identification number

04-6043983

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 170. CSX CORP	05/07/2008	03/06/2009	3,863.00	10,962.00	-7,099.00
180. CSX CORP	11/04/2008	03/06/2009	4,090.00	8,384.00	-4,294.00
275. CAMPBELL SOUP CO	09/30/2008	03/06/2009	7,317.00	10,446.00	-3,129.00
75. CAMPBELL SOUP CO	10/23/2008	03/06/2009	1,996.00	2,795.00	-799.00
100. CAMPBELL SOUP CO	01/26/2009	03/06/2009	2,661.00	3,034.00	-373.00
75. CEPHALON INC CON	02/18/2009	03/06/2009	4,652.00	5,593.00	-941.00
470. CITRIX SYSTEMS INC	05/15/2008	03/06/2009	10,142.00	16,844.00	-6,702.00
200. EATON CORPORATION	02/18/2009	03/06/2009	6,436.00	8,400.00	-1,964.00
260. KRAFT FOODS INC CL A COM	01/12/2009	03/06/2009	5,593.00	7,339.00	-1,746.00
830. NEWS CORP CL A	11/12/2008	03/06/2009	4,493.00	6,281.00	-1,788.00
220. NORTHROP CORPORATION	10/08/2008	03/06/2009	7,752.00	11,774.00	-4,022.00
175. NORTHROP CORPORATION	01/26/2009	03/06/2009	6,166.00	8,316.00	-2,150.00
555. PFIZER INC	10/08/2008	03/06/2009	7,011.00	9,722.00	-2,711.00
625. PFIZER INC	08/27/2008	03/06/2009	7,895.00	7,895.00	
450. PFIZER INC	09/01/2008	03/06/2009	5,685.00	5,685.00	
575. PFIZER INC	09/30/2008	03/06/2009	7,264.00	10,245.00	-2,981.00
125. PFIZER INC	09/30/2008	03/06/2009	1,579.00	1,579.00	
85. PRICE T ROWE GROUP INC COM	10/22/2008	03/06/2009	1,807.00	3,015.00	-1,208.00
240. PRICE T ROWE GROUP INC COM	11/26/2008	03/06/2009	5,102.00	6,981.00	-1,879.00
200. UNITED STS STL CORP NEW COM	02/09/2009	03/06/2009	3,695.00	6,965.00	-3,270.00
275. UNITEDHEALTH GROUP INC	02/02/2009	03/06/2009	4,629.00	8,014.00	-3,385.00
250. VARIAN MEDICAL SYSTEMS INC	02/09/2009	03/06/2009	7,070.00	9,612.00	-2,542.00
220. FIRSTENERGY CORP	10/01/2008	03/11/2009	8,277.00	14,418.00	-6,141.00
145. FIRSTENERGY CORP	11/17/2008	03/11/2009	5,455.00	7,977.00	-2,522.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2009

**SCHEDULE D-1
(Form 1041)**

Department of the Treasury
Internal Revenue Service

**Continuation Sheet for Schedule D
(Form 1041)**

► See instructions for Schedule D (Form 1041).

► Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No. 1545-0092

2009

Name of estate or trust

HAROLD BROOKS FOUNDATION

Employer identification number

04-6043983

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 100. GOLDMAN SACHS GROUP INC	12/19/2008	03/11/2009	9,185.00	7,879.00	1,306.00
650. PRUDENTIAL FINL INC COM	02/18/2009	03/11/2009	8,989.00	14,815.00	-5,826.00
175. UNITED PARCEL SERVICE CL B	02/02/2009	03/11/2009	7,461.00	7,443.00	18.00
375. UNITED PARCEL SERVICE CL B	02/18/2009	03/11/2009	15,987.00	15,917.00	70.00
475. AGILENT TECHNOLOGIES INC	01/12/2009	03/25/2009	7,715.00	9,024.00	-1,309.00
10. APPLE COMPUTER INCORPORATED	10/08/2008	03/25/2009	1,073.00	903.00	170.00
100. CHEVRONTXACO CORP COM	08/05/2008	03/25/2009	6,956.00	8,219.00	-1,263.00
200. WYETH COM	01/26/2009	03/25/2009	8,672.00	8,672.00	
250. WYETH COM	02/02/2009	03/25/2009	10,841.00	10,841.00	
125. GOLDMAN SACHS GROUP INC	12/19/2008	04/02/2009	14,280.00	9,848.00	4,432.00
50. L-3 COMMUNICATIONS HLDGS INC COM	06/12/2008	04/02/2009	3,416.00	4,910.00	-1,494.00
100. L-3 COMMUNICATIONS HLDGS INC COM	07/09/2008	04/02/2009	6,831.00	9,324.00	-2,493.00
220. OCCIDENTAL PETROLEUM CORPORATION	10/30/2008	04/02/2009	13,196.00	11,223.00	1,973.00
150. OCCIDENTAL PETROLEUM CORPORATION	01/07/2009	04/02/2009	8,997.00	9,034.00	-37.00
250. WYETH COM	01/07/2009	04/02/2009	10,823.00	10,308.00	515.00
240. ZIMMER HLDGS INC COM	08/05/2008	04/02/2009	9,022.00	16,959.00	-7,937.00
170. ZIMMER HLDGS INC COM	10/30/2008	04/02/2009	6,390.00	7,243.00	-853.00
220. ASTRAZENECALC-SPONS ADR (UK/USD) ISIN #US046353	12/19/2008	04/15/2009	7,623.00	8,895.00	-1,272.00
225. ASTRAZENECALC-SPONS ADR (UK/USD) ISIN #US046353	02/18/2009	04/15/2009	7,797.00	7,903.00	-106.00
165. DOLLAR TREE INC COM	11/18/2008	04/15/2009	7,092.00	6,248.00	844.00
140. PRECISION CASTPARTS CORPORATION	08/22/2008	04/15/2009	8,385.00	13,976.00	-5,591.00
85. PRECISION CASTPARTS CORPORATION	10/31/2008	04/15/2009	5,091.00	5,407.00	-316.00
80. RIO TINTO PLC SPONSORED ADR	11/26/2008	04/15/2009	11,412.00	7,734.00	3,678.00
800. SCHERING PLOUGH CORP COM	03/11/2009	04/15/2009	18,306.00	16,668.00	1,638.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2009

**SCHEDULE D-1
(Form 1041)**

Department of the Treasury
Internal Revenue Service

**Continuation Sheet for Schedule D
(Form 1041)**

▶ See instructions for Schedule D (Form 1041).

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2009

Name of estate or trust

HAROLD BROOKS FOUNDATION

Employer identification number

04-6043983

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 600. TIME WARNER INC NEW COM	08/12/2008	04/15/2009	13,129.00	21,518.00	-8,389.00
145. ULTRA PETE CORP COM	11/17/2008	04/15/2009	5,848.00	6,460.00	-612.00
195. ULTRA PETE CORP COM	12/03/2008	04/15/2009	7,865.00	7,129.00	736.00
200. UNION PAC CORP COM	05/21/2008	04/15/2009	9,408.00	15,697.00	-6,289.00
200. WYETH COM	01/07/2009	04/15/2009	8,382.00	8,246.00	136.00
175. WYETH COM	02/02/2009	04/15/2009	7,335.00	7,592.00	-257.00
400. WYETH COM	03/06/2009	04/15/2009	16,765.00	16,367.00	398.00
.667 TIME WARNER INC NEW COM	08/12/2008	04/17/2009	15.00	24.00	-9.00
.744 TIME WARNER CABLE INC COM	08/12/2008	04/17/2009	21.00	35.00	-14.00
125. CHEVRONTXACO CORP COM	08/05/2008	04/24/2009	8,395.00	10,274.00	-1,879.00
180. HANSEN NATURAL CORP COM	12/16/2008	04/24/2009	7,185.00	5,209.00	1,976.00
500. MARATHON OIL CORP COM	02/09/2009	04/24/2009	15,359.00	13,997.00	1,362.00
105. PNC BK CORP	06/24/2008	04/24/2009	4,516.00	4,516.00	
325. PEPSICO INCORPORATED	09/24/2008	04/24/2009	15,669.00	18,082.00	-2,413.00
40. PEPSICO INCORPORATED	10/22/2008	04/24/2009	1,928.00	2,183.00	-255.00
135. PEPSICO INCORPORATED	10/30/2008	04/24/2009	6,509.00	7,657.00	-1,148.00
75. PEPSICO INCORPORATED	01/12/2009	04/24/2009	3,616.00	3,875.00	-259.00
400. ROCKWELL INTL CORP	03/11/2009	04/24/2009	12,720.00	8,087.00	4,633.00
25. STATE STREET CORP	06/29/2008	04/24/2009	910.00	2,065.00	-1,155.00
205. STATE STREET CORP	12/03/2008	04/24/2009	7,462.00	7,298.00	164.00
350. STATE STREET CORP	03/06/2009	04/24/2009	12,740.00	7,090.00	5,650.00
150.28 TIME WARNER CABLE INC COM	08/12/2008	04/24/2009	4,044.00	7,075.00	-3,031.00
66.518 TIME WARNER CABLE INC COM	10/08/2008	04/24/2009	1,790.00	2,060.00	-270.00
50.202 TIME WARNER CABLE INC COM	01/07/2009	04/24/2009	1,351.00	1,538.00	-187.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2009

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

▶ See instructions for Schedule D (Form 1041).

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2009

Name of estate or trust

HAROLD BROOKS FOUNDATION

Employer identification number

04-6043983

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 595. US BANCORP DEL COM NEW	12/16/2008	04/24/2009	11,238.00	14,600.00	-3,362.00
80. US BANCORP DEL COM NEW	01/26/2009	04/24/2009	1,511.00	1,151.00	360.00
10. UNION PAC CORP COM	05/21/2008	04/24/2009	489.00	785.00	-296.00
105. UNION PAC CORP COM	07/15/2008	04/24/2009	5,138.00	7,259.00	-2,121.00
85. UNION PAC CORP COM	10/16/2008	04/24/2009	4,159.00	4,628.00	-469.00
215. PARKER HANNIFIN CORPORATION	11/14/2008	04/30/2009	9,929.00	8,034.00	1,895.00
135. PARKER HANNIFIN CORPORATION	11/26/2008	04/30/2009	6,235.00	5,197.00	1,038.00
75. PARKER HANNIFIN CORPORATION	01/07/2009	04/30/2009	3,464.00	3,279.00	185.00
275. PUBLIC SERVICE ENTERPRISE GROUP INC	01/07/2009	04/30/2009	8,180.00	8,667.00	-487.00
1200. SUN MICROSYSTEMS INC NEW COM	04/24/2009	04/30/2009	10,947.00	11,097.00	-150.00
225. AFFILIATED COMPUTER SVCS-A	09/08/2008	05/07/2009	10,379.00	11,963.00	-1,584.00
405. ANALOG DEVICES INC	11/12/2008	05/07/2009	8,756.00	8,014.00	742.00
380. ANALOG DEVICES INC	12/16/2008	05/07/2009	8,215.00	7,433.00	782.00
615. DIRECTV GROUP INC	06/12/2008	05/07/2009	14,744.00	17,089.00	-2,345.00
205. DOLBY LABORATORIES INC CL A	07/09/2008	05/07/2009	7,894.00	8,270.00	-376.00
150. MCDONALDS CORP	01/07/2009	05/07/2009	7,961.00	9,297.00	-1,336.00
275. MORGAN STANLEY DEAN WITTER DISCOVER & CO	02/02/2009	05/07/2009	7,306.00	5,636.00	1,670.00
175. COVANCE INC	02/02/2009	05/14/2009	6,914.00	6,828.00	86.00
560. GAP INCORPORATED	12/16/2008	05/14/2009	8,677.00	7,038.00	1,639.00
15. GAP INCORPORATED	03/06/2009	05/14/2009	232.00	151.00	81.00
125. INTERNATIONAL BUSINESS MACHS	10/09/2008	05/14/2009	12,704.00	11,501.00	1,203.00
330. PEABODY ENERGY CORP COM	12/19/2008	05/14/2009	9,859.00	7,458.00	2,401.00
425. TOTAL S A SPONSORED ADR	02/18/2009	05/14/2009	22,782.00	20,718.00	2,064.00
80. UNION PAC CORP COM	10/16/2008	05/14/2009	3,675.00	4,356.00	-681.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2009

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2009

Name of estate or trust HAROLD BROOKS FOUNDATION	Employer identification number 04-6043983
--	---

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 175. UNION PAC CORP COM	01/07/2009	05/14/2009	8,040.00	9,226.00	-1,186.00
175. UNION PAC CORP COM	03/06/2009	05/14/2009	8,040.00	6,370.00	1,670.00
425. XTO ENERGY INC COM	02/09/2009	05/14/2009	17,558.00	16,735.00	823.00
325. XTO ENERGY INC COM	02/18/2009	05/14/2009	13,427.00	11,079.00	2,348.00
380. NOBLE CORP COM	12/05/2008	05/14/2009	11,051.00	7,602.00	3,449.00
1000. INTEL CORPORATION	07/03/2008	05/21/2009	15,125.00	20,670.00	-5,545.00
300. MCKESSON HBOC INC	03/06/2009	05/21/2009	12,033.00	12,083.00	-50.00
375. METLIFE INC	10/14/2008	05/21/2009	11,332.00	13,120.00	-1,788.00
135. METLIFE INC	11/26/2008	05/21/2009	4,079.00	3,357.00	722.00
180. METLIFE INC	12/19/2008	05/21/2009	5,439.00	6,611.00	-1,172.00
75. METLIFE INC	01/26/2009	05/21/2009	2,266.00	2,019.00	247.00
350. METLIFE INC	05/07/2009	05/21/2009	10,576.00	10,992.00	-416.00
160. PHILIP MORRIS INTL INC COM	08/18/2008	05/21/2009	6,844.00	6,844.00	
140. PHILIP MORRIS INTL INC COM	09/10/2008	05/21/2009	5,988.00	5,988.00	
125. PROCTER & GAMBLE CO COM	08/05/2008	05/21/2009	6,583.00	6,583.00	
600. XCEL ENERGY INC COM	03/11/2009	05/21/2009	10,185.00	10,013.00	172.00
540. ACTIVISION BLIZZARD INC COM	11/12/2008	06/01/2009	6,515.00	6,489.00	26.00
675. ACTIVISION BLIZZARD INC COM	11/17/2008	06/01/2009	8,144.00	7,182.00	962.00
5. INTERNATIONAL BUSINESS MACHS	10/09/2008	06/01/2009	541.00	460.00	81.00
70. INTERNATIONAL BUSINESS MACHS	10/13/2008	06/01/2009	7,580.00	6,151.00	1,429.00
380. NETAPP INC COM	12/16/2008	06/01/2009	7,850.00	5,232.00	2,618.00
250. NORTHERN TRUST CORPORATION	04/30/2009	06/01/2009	14,282.00	13,754.00	528.00
150. POLO RALPH LAUREN CORPORATION	11/12/2008	06/01/2009	8,782.00	5,964.00	2,818.00
600. ABBOTT LABORATORIES	01/12/2009	06/12/2009	26,684.00	30,360.00	-3,676.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2009

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

▶ See instructions for Schedule D (Form 1041).

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2009

Name of estate or trust

HAROLD BROOKS FOUNDATION

Employer identification number

04-6043983

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example. 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 225. AON CORP	09/19/2008	06/12/2009	8,227.00	10,672.00	-2,445.00
585. GAP INCORPORATED	03/06/2009	06/12/2009	9,702.00	5,907.00	3,795.00
725. HARTFORD FINANCIAL SVCS GRP	05/07/2009	06/12/2009	9,385.00	11,538.00	-2,153.00
715. INTEL CORPORATION	07/03/2008	06/12/2009	11,586.00	14,779.00	-3,193.00
665. INTEL CORPORATION	10/01/2008	06/12/2009	10,776.00	12,116.00	-1,340.00
80. KIMBERLY CLARK CORP COM	08/05/2008	06/12/2009	4,180.00	4,801.00	-621.00
170. KIMBERLY CLARK CORP COM	08/12/2008	06/12/2009	8,883.00	10,551.00	-1,668.00
275. NINTENDO LTD ADR	04/15/2009	06/12/2009	8,902.00	9,592.00	-690.00
150. COLGATE PALMOLIVE CO	01/12/2009	06/18/2009	10,571.00	9,846.00	725.00
130. KIMBERLY CLARK CORP COM	08/12/2008	06/18/2009	6,679.00	8,068.00	-1,389.00
125. KIMBERLY CLARK CORP COM	01/07/2009	06/18/2009	6,422.00	6,517.00	-95.00
300. ESTEE LAUDER COMPANIES CL A	02/18/2009	06/18/2009	9,289.00	7,643.00	1,646.00
200. UNITED STS STL CORP NEW COM	06/12/2009	06/18/2009	7,394.00	8,145.00	-751.00
490. BURGER KING HLDGS INC COM	08/05/2008	07/01/2009	8,489.00	13,782.00	-5,293.00
425. LIBERTY MEDIA CORP ENTERTAINMENT NEW COM SER A	03/25/2009	07/01/2009	11,410.00	8,592.00	2,818.00
375. LIBERTY MEDIA CORP ENTERTAINMENT NEW COM SER A	05/07/2009	07/01/2009	10,067.00	9,553.00	514.00
825. MAXIM INTEGRATED PRODS INC	05/07/2009	07/01/2009	13,282.00	11,880.00	1,402.00
400. THERMO ELECTRON CORP	02/18/2009	07/01/2009	16,286.00	14,974.00	1,312.00
1. TIME WARNER INC NEW COM	08/12/2008	07/01/2009	26.00	36.00	-10.00
265. TIME WARNER INC NEW COM	10/08/2008	07/01/2009	6,820.00	6,253.00	567.00
200. TIME WARNER INC NEW COM	01/07/2009	07/01/2009	5,147.00	4,667.00	480.00
975. WEATHERFORD INTL LTD COM	12/05/2008	07/01/2009	19,436.00	8,046.00	11,390.00
120. GRAINGER W W INCORPORATED	11/14/2008	07/08/2009	9,692.00	7,934.00	1,758.00
30. GRAINGER W W INCORPORATED	01/07/2009	07/08/2009	2,423.00	2,341.00	82.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2009

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

► See instructions for Schedule D (Form 1041).
► Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2009

Name of estate or trust

HAROLD BROOKS FOUNDATION

Employer identification number

04-6043983

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 600. MERCK & CO INC COM	05/21/2009	07/08/2009	16,701.00	15,591.00	1,110.00
85. MONSANTO CO NEW COM	10/09/2008	07/08/2009	6,089.00	7,244.00	-1,155.00
40. MONSANTO CO NEW COM	10/13/2008	07/08/2009	2,865.00	3,616.00	-751.00
125. EXELON CORP COM	02/18/2009	07/23/2009	6,556.00	6,223.00	333.00
150. MERCK & CO INC COM	05/21/2009	07/23/2009	4,457.00	3,898.00	559.00
325. MERCK & CO INC COM	06/12/2009	07/23/2009	9,658.00	8,520.00	1,138.00
100. POTASH CORP SASK INC	01/26/2009	07/23/2009	8,942.00	7,635.00	1,307.00
300. SONOCO PRODUCTS CO	04/24/2009	07/23/2009	7,935.00	7,036.00	899.00
720. TEXAS INSTRS INC	12/16/2008	07/23/2009	16,599.00	11,434.00	5,165.00
400. TEXAS INSTRS INC	06/12/2009	07/23/2009	9,222.00	8,294.00	928.00
700. XILINX INCOPROATED	02/18/2009	07/23/2009	14,288.00	12,044.00	2,244.00
50. AON CORP	09/19/2008	07/29/2009	1,994.00	2,371.00	-377.00
150. AON CORP	09/24/2008	07/29/2009	5,981.00	6,871.00	-890.00
450. AKAMAI TECHNOLOGIES INC	06/01/2009	08/11/2009	8,674.00	10,105.00	-1,431.00
125. AMGEN INC	01/07/2009	08/11/2009	7,624.00	7,265.00	359.00
75. APACHE CORPORATION	10/30/2008	08/11/2009	6,597.00	5,536.00	1,061.00
500. COMCAST CORP	09/17/2008	08/11/2009	7,452.00	10,044.00	-2,592.00
325. DIAGEO SPONSORED ADR (UK-USD) SEDOL #2133896	02/18/2009	08/11/2009	20,112.00	15,865.00	4,247.00
275. EOG RESOURCES INC	06/12/2009	08/11/2009	20,473.00	21,213.00	-740.00
300. EMERSON ELEC CO	02/18/2009	08/11/2009	10,762.00	8,897.00	1,865.00
175. EXPRESS SCRIPTS INC CL A	03/06/2009	08/11/2009	11,839.00	8,057.00	3,782.00
105. EXXON MOBIL CORPORATION	09/17/2008	08/11/2009	7,167.00	7,949.00	-782.00
160. EXXON MOBIL CORPORATION	09/19/2008	08/11/2009	10,921.00	12,965.00	-2,044.00
250. GENUINE PARTS COMPANY	02/09/2009	08/11/2009	9,006.00	8,572.00	434.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2009

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2009

Name of estate or trust

HAROLD BROOKS FOUNDATION

Employer identification number

04-6043983

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 275. MEAD JOHNSON NUTRITION CO COM	03/06/2009	08/11/2009	10,897.00	7,477.00	3,420.00
100. MORGAN STANLEY DEAN WITTER DISCOVER & CO	02/02/2009	08/11/2009	3,044.00	2,050.00	994.00
150. MORGAN STANLEY DEAN WITTER DISCOVER & CO	02/24/2009	08/11/2009	4,567.00	3,040.00	1,527.00
200. NORFOLK SOUTHERN CORP	05/14/2009	08/11/2009	8,909.00	6,940.00	1,969.00
250. OMNICARE INCORPORATED	01/26/2009	08/11/2009	5,799.00	7,177.00	-1,378.00
100. POTASH CORP SASK INC	04/24/2009	08/11/2009	9,556.00	8,390.00	1,166.00
835. SYMANTEC CORP	12/03/2008	08/11/2009	12,704.00	9,882.00	2,822.00
500. SYMANTEC CORP	05/14/2009	08/11/2009	7,607.00	7,467.00	140.00
275. TJX COMPANIES INCORPORATED NEW	02/09/2009	08/11/2009	9,645.00	6,149.00	3,496.00
120. WAL-MART STORES INCORPORATED	10/09/2008	08/11/2009	5,943.00	6,466.00	-523.00
75. WAL-MART STORES INCORPORATED	01/07/2009	08/11/2009	3,714.00	4,156.00	-442.00
250. WASTE MANAGEMENT INC	08/29/2008	08/11/2009	7,184.00	8,535.00	-1,351.00
60. WASTE MANAGEMENT INC	09/17/2008	08/11/2009	1,724.00	2,018.00	-294.00
160. WASTE MANAGEMENT INC	11/21/2008	08/11/2009	4,597.00	4,662.00	-65.00
175. CREDIT SUISSE GROUP SPONSORED ADR	03/11/2009	08/18/2009	8,604.00	4,219.00	4,385.00
350. NORDSTROM INCORPORATE D	05/21/2009	08/18/2009	9,490.00	7,523.00	1,967.00
275. STARWOOD HOTELS & RESORTS WORLDWIDE INC COM	11/12/2008	08/18/2009	7,522.00	4,639.00	2,883.00
200. CVS CAREMARK CORP COM	05/21/2009	08/26/2009	7,343.00	5,989.00	1,354.00
150. CREDIT SUISSE GROUP SPONSORED ADR	03/11/2009	08/26/2009	7,603.00	3,616.00	3,987.00
275. OWENS ILL INC	05/07/2009	08/26/2009	9,595.00	6,953.00	2,642.00
625. ADOBE SYS INC	03/06/2009	09/03/2009	19,359.00	10,817.00	8,542.00
350. DEVON ENERGY CORPORATION	05/14/2009	09/03/2009	21,214.00	21,656.00	-442.00
300. RAYTHEON CO COM NEW	04/02/2009	09/03/2009	13,657.00	12,011.00	1,646.00
360. LOWES COMPANIES INCORPORATED	10/15/2008	09/10/2009	7,858.00	6,900.00	958.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2009

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

▶ See instructions for Schedule D (Form 1041).

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2009

Name of estate or trust

HAROLD BROOKS FOUNDATION

Employer identification number

04-6043983

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 15. LOWES COMPANIES INCORPORATED	02/09/2009	09/10/2009	327.00	284.00	43.00
2125. SPRINT CORPORATION	06/01/2009	09/10/2009	7,703.00	10,614.00	-2,911.00
150. TJX COMPANIES INCORPORATED NEW	02/09/2009	09/10/2009	5,418.00	3,354.00	2,064.00
400. TJX COMPANIES INCORPORATED NEW	02/24/2009	09/10/2009	14,447.00	8,426.00	6,021.00
100. APACHE CORPORATION	10/30/2008	09/15/2009	9,165.00	7,381.00	1,784.00
300. BANK NEW YORK MELLON CORP COM	05/21/2009	09/15/2009	8,650.00	8,231.00	419.00
1150. DISNEY WALT CO	07/01/2009	09/15/2009	32,436.00	27,344.00	5,092.00
70. GRAINGER W W INCORPORATED	01/07/2009	09/15/2009	6,250.00	5,461.00	789.00
100. GRAINGER W W INCORPORATED	04/24/2009	09/15/2009	8,929.00	8,070.00	859.00
525. REPUBLIC SERVICES INC CL A	04/15/2009	09/15/2009	13,993.00	10,404.00	3,589.00
325. AUTOLIV INC	05/14/2009	10/09/2009	11,276.00	7,818.00	3,458.00
175. BANK NEW YORK MELLON CORP COM	05/21/2009	10/09/2009	4,981.00	4,801.00	180.00
425. BANK NEW YORK MELLON CORP COM	06/01/2009	10/09/2009	12,098.00	11,923.00	175.00
475. CIGNA CORPORATION	03/06/2009	10/09/2009	14,013.00	6,360.00	7,653.00
300. CIGNA CORPORATION	07/01/2009	10/09/2009	8,850.00	7,238.00	1,612.00
250. CVS CAREMARK CORP COM	05/21/2009	10/09/2009	9,101.00	7,486.00	1,615.00
325. CLIFFS NAT RES INC COM	07/23/2009	10/09/2009	11,384.00	8,397.00	2,987.00
125. COLGATE PALMOLIVE CO	01/12/2009	10/09/2009	9,833.00	8,205.00	1,628.00
200. COLGATE PALMOLIVE CO	02/02/2009	10/09/2009	15,733.00	12,780.00	2,953.00
800. COMCAST CORP	04/15/2009	10/09/2009	12,452.00	11,054.00	1,398.00
130. EXXON MOBIL CORPORATION	10/09/2008	10/09/2009	8,934.00	9,677.00	-743.00
190. EXXON MOBIL CORPORATION	10/13/2008	10/09/2009	13,057.00	12,680.00	377.00
30. EXXON MOBIL CORPORATION	01/07/2009	10/09/2009	2,062.00	2,383.00	-321.00
250. EXXON MOBIL CORPORATION	04/02/2009	10/09/2009	17,181.00	17,629.00	-448.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2009

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2009

Name of estate or trust HAROLD BROOKS FOUNDATION	Employer identification number 04-6043983
--	---

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 10. GOLDMAN SACHS GROUP INC	12/19/2008	10/09/2009	1,884.00	788.00	1,096.00
65. GOLDMAN SACHS GROUP INC	01/12/2009	10/09/2009	12,245.00	5,255.00	6,990.00
200. HESS CORP COM	01/26/2009	10/09/2009	11,386.00	11,824.00	-438.00
300. HESS CORP COM	02/18/2009	10/09/2009	17,078.00	15,762.00	1,316.00
200. JACOBS ENGR GROUP INC	05/14/2009	10/09/2009	8,764.00	8,031.00	733.00
175. JACOBS ENGR GROUP INC	08/11/2009	10/09/2009	7,668.00	7,524.00	144.00
380. KROGER CO	11/12/2008	10/09/2009	8,331.00	10,426.00	-2,095.00
275. KROGER CO	01/07/2009	10/09/2009	6,029.00	6,987.00	-958.00
300. LIFE TECHNOLOGIES CORP COM	05/14/2009	10/09/2009	14,239.00	10,935.00	3,304.00
250. LIFE TECHNOLOGIES CORP COM	07/01/2009	10/09/2009	11,866.00	10,401.00	1,465.00
100. LOCKHEED MARTIN CORPORATION	03/06/2009	10/09/2009	7,424.00	6,043.00	1,381.00
175. MEDCO HEALTH SOLUTIONS INC	12/19/2008	10/09/2009	9,559.00	7,464.00	2,095.00
700. MEDTRONIC INC	02/24/2009	10/09/2009	26,050.00	23,787.00	2,263.00
125. MONSANTO CO NEW COM	10/13/2008	10/09/2009	9,356.00	11,299.00	-1,943.00
150. MONSANTO CO NEW COM	04/15/2009	10/09/2009	11,227.00	12,238.00	-1,011.00
375. PRAXAIR INCORPORATED	02/02/2009	10/09/2009	30,646.00	23,140.00	7,506.00
450. QUALCOMM INC	06/12/2009	10/09/2009	18,335.00	20,765.00	-2,430.00
200. SHERWIN WILLIAMS COMPANY	02/09/2009	10/09/2009	12,291.00	9,888.00	2,403.00
400. YUM BRANDS INC COM	07/01/2009	10/09/2009	13,867.00	13,977.00	-110.00
1100. MARVELL TECHNOLOGY GROUP LTD COM	12/19/2008	10/09/2009	16,582.00	7,904.00	8,678.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b **-126,072.00**

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2009

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

HAROLD BROOKS FOUNDATION

04-6043983

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 50. ORACLE SYS CORP	11/13/2007	01/06/2009	910.00	1,011.00	-101.00
145. CITIGROUP INC	03/08/2006	01/12/2009	866.00	4,923.00	-4,057.00
75. COCA COLA CO COM	05/01/2006	01/12/2009	3,297.00	3,160.00	137.00
85. COCA COLA CO COM	09/21/2006	01/12/2009	3,737.00	3,751.00	-14.00
60000. FEDERAL HOME LN MTG CORP MTN CALL 1/12/06 @100	11/19/2004	01/12/2009	60,000.00	59,789.00	211.00
25. GOOGLE INC CL A	07/06/2007	01/12/2009	7,810.00	13,522.00	-5,712.00
25. GOOGLE INC CL A	07/06/2007	01/12/2009	7,810.00	7,810.00	
50. JOHNSON & JOHNSON	07/23/2004	01/12/2009	2,925.00	2,813.00	112.00
275. JOHNSON & JOHNSON	02/21/2006	01/12/2009	16,085.00	16,227.00	-142.00
200. JOHNSON & JOHNSON	02/21/2006	01/12/2009	11,698.00	11,698.00	
190. MERCK & CO INC COM	07/06/2007	01/12/2009	5,393.00	9,370.00	-3,977.00
60. ORACLE SYS CORP	01/11/2008	01/12/2009	1,023.00	1,285.00	-262.00
125. PROCTER & GAMBLE CO COM	07/28/2007	01/12/2009	7,479.00	7,862.00	-383.00
165. ENTERGY CORP NEW COM	05/01/2006	01/26/2009	12,898.00	11,470.00	1,428.00
20. ENTERGY CORP NEW COM	09/21/2006	01/26/2009	1,563.00	1,549.00	14.00
250. J P MORGAN CHASE & CO COM	05/01/2006	01/26/2009	6,223.00	11,347.00	-5,124.00
375. J P MORGAN CHASE & CO COM	05/01/2006	01/26/2009	9,335.00	9,335.00	
50. NUCOR CORP	12/20/2007	01/26/2009	1,984.00	2,890.00	-906.00
150. STATE STREET CORP	01/17/2007	01/26/2009	3,035.00	3,035.00	
125. LABORATORY CORP AMER HLDGS COM NEW	12/22/2006	02/02/2009	7,440.00	9,242.00	-1,802.00
135. MCDONALDS CORP	02/21/2006	02/09/2009	7,936.00	4,775.00	3,161.00
65. MCDONALDS CORP	07/27/2006	02/09/2009	3,821.00	2,263.00	1,558.00
275. NOBLE CORP COM	12/22/2006	02/09/2009	7,644.00	10,576.00	-2,932.00
25000. WACHOVIA CORP NEW SR NT	02/25/2004	02/17/2009	25,000.00	25,185.00	-185.00
220. DEVON ENERGY CORPORATION	12/22/2006	02/18/2009	10,509.00	15,110.00	-4,601.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b

Schedule D-1 (Form 1041) 2009

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

HAROLD BROOKS FOUNDATION

04-6043983

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 400. ISHARES BARCLAYS AGGREGATE BD FUND	01/07/2008	02/18/2009	40,796.00	40,882.00	-86.00
210. WATERS CORP	12/22/2006	02/18/2009	7,957.00	10,321.00	-2,364.00
160. WATERS CORP	07/26/2007	02/18/2009	6,063.00	9,515.00	-3,452.00
340. AMERICAN EXPRESS CO	09/15/2006	02/24/2009	4,157.00	18,363.00	-14,206.00
30. AMERICAN EXPRESS CO	09/21/2006	02/24/2009	367.00	1,627.00	-1,260.00
175. JOHNSON & JOHNSON	02/16/2006	02/24/2009	9,444.00	10,422.00	-978.00
75. LOCKHEED MARTIN CORPORATION	02/13/2008	02/24/2009	5,497.00	5,497.00	
205. CSX CORP	02/26/2008	03/06/2009	4,658.00	10,844.00	-6,186.00
370. CISCO SYSTEMS INCORPORATED	12/15/2004	03/06/2009	5,447.00	7,239.00	-1,792.00
285. CISCO SYSTEMS INCORPORATED	05/01/2006	03/06/2009	4,196.00	6,075.00	-1,879.00
500. CISCO SYSTEMS INCORPORATED	06/06/2006	03/06/2009	7,361.00	10,049.00	-2,688.00
135. CISCO SYSTEMS INCORPORATED	09/21/2006	03/06/2009	1,988.00	3,105.00	-1,117.00
75. GENENTECH INC	07/20/2007	03/06/2009	6,179.00	5,641.00	538.00
150. LABORATORY CORP AMER HLDGS COM NEW	12/22/2006	03/11/2009	8,158.00	11,091.00	-2,933.00
375. MICROSOFT CORPORATION	07/27/2006	03/11/2009	6,293.00	9,022.00	-2,729.00
75. APPLE COMPUTER INCORPORATED	12/22/2006	03/25/2009	8,051.00	6,244.00	1,807.00
75. APPLE COMPUTER INCORPORATED	07/20/2007	03/25/2009	8,051.00	10,627.00	-2,576.00
65. APPLE COMPUTER INCORPORATED	01/25/2008	03/25/2009	6,977.00	9,026.00	-2,049.00
275. HEWLETT PACKARD COMPANY	02/21/2006	03/25/2009	8,602.00	9,063.00	-461.00
70. GENENTECH INC	07/20/2007	03/26/2009	6,650.00	5,265.00	1,385.00
325. J P MORGAN CHASE & CO COM	04/12/2006	04/15/2009	9,955.00	9,955.00	
201. MICROSOFT CORPORATION	07/27/2006	04/24/2009	4,071.00	4,836.00	-765.00
110. MICROSOFT CORPORATION	09/21/2006	04/24/2009	2,228.00	2,960.00	-732.00
89. MICROSOFT CORPORATION	02/22/2008	04/24/2009	1,802.00	2,452.00	-650.00
95. PNC BK CORP	09/27/2007	04/24/2009	4,086.00	4,086.00	

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b

Schedule D-1 (Form 1041) 2009

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

HAROLD BROOKS FOUNDATION

04-6043983

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 150. STATE STREET CORP	12/29/2006	04/24/2009	5,460.00	12,392.00	-6,932.00
220. MCDONALDS CORP	07/27/2006	04/30/2009	11,786.00	7,660.00	4,126.00
5. MCDONALDS CORP	09/21/2006	04/30/2009	268.00	190.00	78.00
50. MCDONALDS CORP	09/21/2006	05/07/2009	2,654.00	1,904.00	750.00
325. AT&T INC	12/22/2006	05/14/2009	8,084.00	11,435.00	-3,351.00
200. AMGEN INC	04/30/2008	05/14/2009	9,629.00	8,436.00	1,193.00
150. EXELON CORP COM	11/28/2007	05/14/2009	7,328.00	12,291.00	-4,963.00
10. EXXON MOBIL CORPORATION	05/10/2008	05/14/2009	697.00	933.00	-236.00
40. EXXON MOBIL CORPORATION	04/18/2008	05/14/2009	2,789.00	3,760.00	-971.00
225. EXXON MOBIL CORPORATION	04/18/2008	05/14/2009	15,688.00	15,688.00	
25. JOHNSON & JOHNSON	02/16/2006	05/14/2009	1,375.00	1,489.00	-114.00
100. JOHNSON & JOHNSON	02/21/2006	05/14/2009	5,501.00	5,901.00	-400.00
75. LOCKHEED MARTIN CORPORATION	02/23/2008	05/14/2009	6,060.00	7,167.00	-1,107.00
50. LOCKHEED MARTIN CORPORATION	02/26/2008	05/14/2009	4,040.00	5,294.00	-1,254.00
325. NOBLE CORP COM	12/22/2006	05/14/2009	9,452.00	12,499.00	-3,047.00
100. EXPRESS SCRIPTS INC CL A	07/12/2007	06/01/2009	6,398.00	5,300.00	1,098.00
470. ROGERS COMMUNICATIONS INC CL B	07/06/2007	06/01/2009	14,091.00	20,826.00	-6,735.00
200. ABBOTT LABORATORIES	07/27/2006	06/12/2009	8,895.00	9,440.00	-545.00
50. ABBOTT LABORATORIES	09/21/2006	06/12/2009	2,224.00	2,404.00	-180.00
225. EXXON MOBIL CORPORATION	03/20/2008	06/12/2009	16,548.00	20,626.00	-4,078.00
25. EXXON MOBIL CORPORATION	05/10/2008	06/12/2009	1,839.00	2,332.00	-493.00
230. AVON PRODUCTS INC	12/22/2006	06/18/2009	5,941.00	7,698.00	-1,757.00
120. AVON PRODUCTS INC	08/03/2007	06/18/2009	3,100.00	4,298.00	-1,198.00
300. MICROSOFT CORPORATION	02/22/2008	06/18/2009	7,072.00	8,265.00	-1,193.00
125. WAL-MART STORES INCORPORATED	03/14/2008	06/18/2009	6,092.00	7,855.00	-1,763.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b

Schedule D-1 (Form 1041) 2009

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

HAROLD BROOKS FOUNDATION

04-6043983

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 100. WAL-MART STORES INCORPORATED	04/09/2008	06/18/2009	4,874.00	5,387.00	-513.00
8241.758 COLUMBIA MARSICO INT'L OPPORTUNITIES FD CLAS	02/21/2006	06/25/2009	75,000.00	116,786.00	-41,786.00
7552.87 COLUMBIA MULTI-ADVISOR INT'L EQUITY	01/03/2008	06/25/2009	75,000.00	130,665.00	-55,665.00
21. MICROSOFT CORPORATION	02/22/2008	07/01/2009	509.00	579.00	-70.00
465. MICROSOFT CORPORATION	03/17/2008	07/01/2009	11,274.00	13,092.00	-1,818.00
164. MICROSOFT CORPORATION	04/04/2008	07/01/2009	3,976.00	4,756.00	-780.00
15. WAL-MART STORES INCORPORATED	04/09/2008	07/01/2009	727.00	808.00	-81.00
210. WAL-MART STORES INCORPORATED	06/12/2008	07/01/2009	10,180.00	12,392.00	-2,212.00
40. AMGEN INC	04/30/2008	07/08/2009	2,405.00	1,687.00	718.00
85. AMGEN INC	05/14/2008	07/08/2009	5,111.00	3,613.00	1,498.00
80. EXELON CORP COM	11/28/2007	07/23/2009	4,196.00	6,555.00	-2,359.00
235. EXELON CORP COM	01/25/2008	07/23/2009	12,325.00	17,538.00	-5,213.00
20. GENERAL ELEC CO	12/24/2007	07/29/2009	242.00	752.00	-510.00
365. GENERAL ELEC CO	01/12/2008	07/29/2009	4,422.00	13,921.00	-9,499.00
1115. GENERAL ELEC CO	01/17/2008	07/29/2009	13,509.00	38,111.00	-24,602.00
450. GENERAL ELEC CO	02/26/2008	07/29/2009	5,452.00	15,302.00	-9,850.00
130. AMGEN INC	05/14/2008	08/11/2009	7,929.00	5,526.00	2,403.00
105. AMGEN INC	08/07/2008	08/11/2009	6,404.00	6,661.00	-257.00
195. AVON PRODUCTS INC	08/03/2007	08/11/2009	6,254.00	6,984.00	-730.00
80. AVON PRODUCTS INC	05/01/2008	08/11/2009	2,566.00	3,139.00	-573.00
65. EXPRESS SCRIPTS INC CL A	07/12/2007	08/11/2009	4,397.00	3,445.00	952.00
135. EXPRESS SCRIPTS INC CL A	10/22/2007	08/11/2009	9,133.00	8,050.00	1,083.00
35. EXXON MOBIL CORPORATION	05/10/2008	08/11/2009	2,389.00	3,265.00	-876.00
130. WAL-MART STORES INCORPORATED	06/12/2008	08/11/2009	6,438.00	7,671.00	-1,233.00
215. WAL-MART STORES INCORPORATED	08/07/2008	08/11/2009	10,648.00	12,551.00	-1,903.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b

Schedule D-1 (Form 1041) 2009

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

HAROLD BROOKS FOUNDATION

04-6043983

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 15000. ALABAMA PWR CO SR NT SER BB	10/07/2004	08/25/2009	15,000.00	15,011.00	-11.00
265. GENERAL ELEC CO	02/26/2008	08/26/2009	3,722.00	9,011.00	-5,289.00
45. GENERAL ELEC CO	06/09/2008	08/26/2009	632.00	1,353.00	-721.00
190. GENERAL ELEC CO	08/07/2008	08/26/2009	2,669.00	5,456.00	-2,787.00
20000. HARTFORD LIFE GLOBAL FDG TRS SECD MTN	09/29/2004	09/15/2009	20,000.00	20,009.00	-9.00
15000. SBC COMMUNICATIONS INC NT	02/03/2005	09/15/2009	15,000.00	14,879.00	121.00
125. COMCAST CORP	09/17/2008	10/09/2009	1,946.00	2,511.00	-565.00
390. COMCAST CORP	09/19/2008	10/09/2009	6,070.00	8,201.00	-2,131.00
625. COMCAST CORP	09/30/2008	10/09/2009	9,728.00	12,138.00	-2,410.00
65. EXXON MOBIL CORPORATION	09/19/2008	10/09/2009	4,467.00	5,267.00	-800.00
180. EXXON MOBIL CORPORATION	09/24/2008	10/09/2009	12,370.00	14,202.00	-1,832.00
50. J P MORGAN CHASE & CO COM	04/12/2006	10/09/2009	2,266.00	2,480.00	-214.00
325. J P MORGAN CHASE & CO COM	04/21/2006	10/09/2009	14,732.00	16,859.00	-2,127.00
250. J P MORGAN CHASE & CO COM	05/01/2006	10/09/2009	11,332.00	11,347.00	-15.00
105. LOCKHEED MARTIN CORPORATION	02/26/2008	10/09/2009	7,795.00	11,118.00	-3,323.00
75. LOCKHEED MARTIN CORPORATION	04/02/2008	10/09/2009	5,568.00	7,596.00	-2,028.00
365. QUALCOMM INC	11/13/2007	10/09/2009	14,872.00	14,047.00	825.00
100. ACE LTD COM	02/09/2006	10/09/2009	5,435.00	5,949.00	-514.00
50. ACE LTD COM	05/01/2006	10/09/2009	2,718.00	2,730.00	-12.00
15000. HOUSEHOLD FIN CORP NT	12/06/2004	11/16/2009	15,000.00	15,019.00	-19.00
25000. GENERAL ELEC CAP CORP MTN	12/06/2004	12/15/2009	25,000.00	25,010.00	-10.00
6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b					-279,569.00

Schedule D-1 (Form 1041) 2009

FEDERAL CAPITAL GAIN DIVIDENDS
=====LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

CMG INFORMATION SVCS INC	760.00
FEDERAL HOME LN MTG CORP	204.00
SPX CORP	368.00
TENENT HEALTHCARE CORP	1,365.00
CLASS ACTIONS SETTLEMENT FOR AIG INC (SEC) (2	252.00

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS

2,949.00

TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS

2,949.00

=====

GAINS AND LOSSES FROM PASS-THRU ENTITIES

=====

NET SHORT-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS
AND OTHER FIDUCIARIES

COMMON TRUST FUNDS

8,747.00

TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED)

8,747.00

=====

NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS
AND OTHER FIDUCIARIES

COMMON TRUST FUNDS

8,274.00

TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED)

8,274.00

=====

Settlement Date

Bank of America



Portfolio Detail

Account: 80-09-900-8545848 HAROLD BROOKS FOUNDATION

Dec. 01, 2009 through Dec. 31, 2009

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Cash Equivalents									
5,195.150	COLUMBIA TREASURY RESERVES CAPITAL CLASS (Income Investment)	19765K258	\$5,195.15	\$0.00	\$5,195.15 1.000		\$0.00	\$0.00	0.0%
262,476.030	COLUMBIA TREASURY RESERVES CAPITAL CLASS	19765K258	262,476.03	0.00	262,476.03 1.000		0.00	0.00	0.0
	Total Cash Equivalents		\$267,671.18	\$0.00	\$267,671.18		\$0.00	\$0.00	0.0%
	Total Cash/Currency		\$267,671.18	\$0.00	\$267,671.18		\$0.00	\$0.00	0.0%

Equities

(2) Industry Sector Codes		CND = Consumer Discretionary CNS = Consumer Staples ENR = Energy	FIN = Financials HEA = Health Care IND = Industrials	IFT = Information Technology MAT = Materials OEQ = Other Equities	TEL = Telecommunication Services UTL = Utilities	
U.S. Large Cap						
500.000	ABBOTT LABS Ticker: ABT	002824100 HEA	\$26,995.00 53.990	\$0.00	\$25,031.95 50.064	\$1,963.05 \$800.00
835.000	ALTRIA GROUP INC Ticker: MO	02209S103 CNS	16,391.05 19.630	283.90	13,226.47 15.840	3,164.58 1,135.60
315.000	APACHE CORP Ticker: APA	037411105 ENR	32,498.55 103.170	0.00	24,446.70 77.609	8,051.85 189.00
210.000	APPLE INC Ticker: AAPL	037833100 IFT	44,253.72 210.732	0.00	19,211.33 91.483	25,042.39 0.00
2,005.000	AT&T INC Ticker: T	00206R102 TEL	56,200.15 28.030	0.00	66,321.75 33.078	-10,121.60 3,368.40
580.000	AVON PRODS INC Ticker: AVP	054303102 CNS	18,270.00 31.500	0.00	15,700.23 27.069	2,569.77 487.20
615.000	BAXTER INTL INC Ticker: BAX	071813109 HEA	36,088.20 58.680	178.35	34,450.16 56.017	1,638.04 713.40
450.000	BEST BUY INC Ticker: BBY	085516101 CND	17,757.00 39.460	63.00	17,257.77 38.351	499.23 252.00

(1) Market Value in the Portfolio Detail section does not include Accrued Income

Settlement Date

Bank of America**Portfolio Detail****Account:** 80-09-900-8545848 HAROLD BROOKS FOUNDATION

Dec 01, 2009 through Dec. 31, 2009

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)									
U.S. Large Cap (cont)									
250.000	BIOMGEN IDEC INC Ticker: BIIB	09062X103 HEA	13,375.00	0.00	12,954.17	51.817	420.83	0.00	0.0
1,525.000	BOSTON SCIENTIFIC CORP Ticker: BSX	101137107 HEA	53,500	0.00	15,593.13	10.225	-1,868.13	0.00	0.0
1,710.000	BRISTOL MYERS SQUIBB CO Ticker: BMY	110122108 HEA	43,177.50	547.20	36,643.17	21.429	6,534.33	2,188.80	5.1
525.000	BROADCOM CORP CL A	111320107 IFT	16,521.75	0.00	15,043.30	28.654	1,478.45	0.00	0.0
575.000	CAREFUSION CORP Ticker: CFN	14170T101 HEA	14,380.75	0.00	13,211.95	22.977	1,168.80	0.00	0.0
400.000	CARNIVAL CORP PANAMA	143658300 CND	12,676.00	0.00	10,889.16	27.223	1,786.84	640.00	5.0
1,375.000	CHEVRON CORP Ticker: CVX	166764100 ENR	105,861.25	0.00	104,737.01	76.172	1,124.24	3,740.00	3.5
50.000	CME GROUP INC Ticker: CME	125720105 FIN	16,798.00	0.00	14,535.75	290.715	2,262.25	230.00	1.4
725.000	CONOCOPHILLIPS Ticker: COP	20825C104 ENR	37,025.75	0.00	36,600.54	50.484	425.21	1,450.00	3.9
1,125.000	CORNING INC Ticker: GLW	219350105 IFT	21,723.75	0.00	12,708.11	11.296	9,015.64	225.00	1.0
450.000	CVS CAREMARK CORP Ticker: CVS	126650100 CNS	14,494.50	0.00	13,679.98	30.400	814.52	137.25	0.9
875.000	EBAY INC Ticker: EBAY	278642103 IFT	20,588.75	0.00	14,633.76	16.724	5,954.99	0.00	0.0
2,260.000	EMC CORP Ticker: EMC	268648102 IFT	39,482.20	0.00	31,366.99	13.879	8,115.21	0.00	0.0
275.000	FEDEX CORP Ticker: FDX	31428X106 IND	22,948.75	30.25	21,236.25	77.223	1,712.50	121.00	0.5
435.000	FPL GROUP INC Ticker: FPL	302571104 UTL	22,976.70	0.00	24,653.76	56.675	-1,677.06	822.15	3.6

Settlement Date

Bank of America



Portfolio Detail

Account: 80-09-900-8545848 HAROLD BROOKS FOUNDATION

Dec. 01, 2009 through Dec. 31, 2009

Units	Description	CUSIP	Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)									
U.S. Large Cap (cont)									
2,075.000	GENERAL ELEC CO Ticker: GE	369604103	IND	31,394.75 15.130	207.50	20,626.36 9.940	10,768.39	830.00	2.6
680.000	GILEAD SCIENCES INC Ticker: GILD	375558103	HEA	29,423.60 43.270	0.00	33,450.30 49.192	-4,026.70	0.00	0.0
260.000	GOLDMAN SACHS GROUP INC Ticker: GS	38141G104	FIN	43,898.40 168.840	0.00	23,474.41 90.286	20,423.99	364.00	0.8
110.000	GOOGLE INC CLA COM Ticker: GOOG	38259P508	IFT	68,197.80 619.980	0.00	49,176.76 447.061	19,021.04	0.00	0.0
775.000	HALLIBURTON CO Ticker: HAL	406216101	ENR	23,319.75 30.090	0.00	16,338.16 21.081	6,981.59	279.00	1.2
1,270.000	HEWLETT PACKARD CO Ticker: HPQ	428236103	IFT	65,417.70 51.510	101.60	49,562.13 39.025	15,855.57	406.40	0.6
1,170.000	HONEYWELL INTL INC Ticker: HON	438516106	IND	45,864.00 39.200	0.00	42,007.04 35.903	3,856.96	1,415.70	3.1
570.000	INTERNATIONAL BUSINESS MACHS Ticker: IBM	459200101	IFT	74,613.00 130.900	0.00	59,445.23 104.290	15,167.77	1,254.00	1.7
1,550.000	J P MORGAN CHASE & CO Ticker: JPM	46625H100	FIN	64,588.50 41.670	0.00	64,721.10 41.756	-132.60	310.00	0.5
445.000	JOHNSON & JOHNSON Ticker: JNJ	478160104	HEA	28,662.45 64.410	0.00	28,458.10 63.951	204.35	872.20	3.0
300.000	KIMBERLY CLARK CORP Ticker: KMB	494368103	CNS	19,113.00 63.710	180.00	17,651.07 58.837	1,461.93	720.00	3.8
1,310.000	LOWES COS INC Ticker: LOW	548661107	CND	30,640.90 23.390	0.00	25,500.53 19.466	5,140.37	471.60	1.5
75.000	MASTERCARD INC CLA COM Ticker: MA	57636Q104	IFT	19,198.50 255.980	0.00	12,198.83 162.651	6,999.67	45.00	0.2
200.000	MEAD JOHNSON NUTRITION CO COM CLA Ticker: MJN	582839106	CNS	8,740.00 43.700	40.00	8,973.40 44.867	-233.40	160.00	1.8
500.000	MEDCO HLTH SOLUTIONS INC Ticker: MHS	58405U102	HEA	31,955.00 63.910	0.00	23,787.02 47.574	8,167.98	0.00	0.0

Settlement Date

Bank of America



Portfolio Detail

Account: 80-09-900-8545848 HAROLD BROOKS FOUNDATION

Dec. 01, 2009 through Dec. 31, 2009

Units	Description	CUSIP	Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)										
U.S. Large Cap (cont)										
3,151.000	MICROSOFT CORP Ticker: MSFT	594918104	IFT	96,042.48	0.00	73,243.11	73,243.11	22,799.37	1,638.52	1.7
1,300.000	MORGAN STANLEY Ticker: MS	617446448	FIN	30.480	0.00	23.244	23.244	11,447.45	260.00	0.7
600.000	NORFOLK SOUTHERN CORP Ticker: NSC	655844108	IND	38,480.00	0.00	27,032.55	20,794	6,753.18	816.00	2.6
675.000	OCCIDENTAL PETE CORP DEL Ticker: OXY	674599105	ENR	29.600	222.75	24,698.82	41.165	11,804.07	891.00	1.6
650.000	PEPSICO INC Ticker: PEP	713448108	CNS	31,452.00	292.50	43,107.18	63.862	2,237.55	1,170.00	3.0
4,400.000	PFIZER INC Ticker: PFE	717081103	HEA	54,911.25	0.00	37,282.45	57.358	9,463.81	3,168.00	4.0
500.000	PG&E CORP Ticker: PCG	69331C108	UTL	80,036.00	210.00	70,572.19	16.039	3,449.25	840.00	3.8
1,280.000	PHILIP MORRIS INTL INC Ticker: PM	718172109	CNS	22,325.00	742.40	18,875.75	37.752	5,950.99	2,969.60	4.8
505.000	PNC FINL SVCS GROUP INC Ticker: PNC	693475105	FIN	61,683.20	0.00	55,732.21	43.541	5,088.74	202.00	0.8
1,045.000	PROCTER & GAMBLE CO Ticker: PG	742718109	CNS	48.190	0.00	21,570.21	42.713	872.30	1,839.20	2.9
550.000	PRUDENTIAL FINL INC Ticker: PRU	744320102	FIN	63,358.35	0.00	62,486.05	59.795	6,027.00	385.00	1.4
625.000	PUBLIC SVC ENTERPRISE GROUP Ticker: PEG	744573106	UTL	27,368.00	0.00	21,341.00	38.802	3,472.60	831.25	4.0
950.000	STAPLES INC Ticker: SPLS	855030102	CND	49.760	78.38	17,308.65	27.694	3,825.10	313.50	1.3
425.000	STATE STR CORP Ticker: STT	857477103	FIN	23,360.50	4.25	19,535.40	20.564	-4,643.25	17.00	0.1
700.000	TARGET CORP Ticker: TGT	87612E106	CND	18,504.50	0.00	23,147.75	54.465	4,441.50	476.00	1.4
550.000	TD AMERITRADE HLDG CORP Ticker: AMTD	87236Y108	FIN	33,859.00	0.00	29,417.50	42.025	-552.53	0.00	0.0
				48.370		11,211.53	20.385			

Settlement Date

Bank of America**Portfolio Detail****Account:** 80-09-900-8545848 HAROLD BROOKS FOUNDATION

Dec. 01, 2009 through Dec. 31, 2009

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)									
U.S. Large Cap (cont)									
625.000	THERMO FISHER SCIENTIFIC CORP Ticker: TMO	883556102 HEA	29,806.25 47.690	0.00	28,433.69 45.494		1,372.56	0.00	0.0
425.000	UNITED PARCEL SVC INC CL B Ticker: UPS	911312106 IND	24,382.25 57.370	0.00	23,704.38 55.775		677.87	765.00	3.1
780.000	UNITED TECHNOLOGIES CORP Ticker: UTX	913017109 IND	54,139.80 69.410	0.00	36,192.10 46.400		17,947.70	1,201.20	2.2
950.000	UNITEDHEALTH GROUP INC Ticker: UNH	91324P102 HEA	28,956.00 30.480	0.00	22,888.92 24.094		6,067.08	28.50	0.1
1,095.000	US BANCORP DEL COM NEW Ticker: USB	902973304 FIN	24,648.45 22.510	54.75	17,647.13 16.116		7,001.32	219.00	0.9
725.000	VERIZON COMMUNICATIONS INC Ticker: VZ	92343V104 TEL	24,019.25 33.130	0.00	23,255.44 32.076		763.81	1,377.50	5.7
1,050.000	VIACOM INC CL B COM Ticker: VIA B	92553P201 CND	31,216.50 29.730	0.00	28,794.42 27.423		2,422.08	0.00	0.0
1,850.000	WELLS FARGO & CO NEW COM Ticker: WFC	949746101 FIN	49,931.50 26.990	0.00	37,876.94 20.474		12,054.56	- 370.00	0.7
Total U.S. Large Cap			\$2,165,336.15	\$3,236.83	\$1,844,859.20		\$320,476.95	\$43,405.97	2.0%
U.S. Mid Cap									
475.000	ADVANCED AUTO PTS INC Ticker: AAP	00751Y106 CND	\$19,228.00 40.480	\$28.50	\$20,286.88 42.709		-\$1,058.88	\$114.00	0.6%
1,200.000	AES CORP Ticker: AES	00130H105 UTL	15,972.00 13.310	0.00	8,258.28 6.882		7,713.72	0.00	0.0
275.000	ALPHA NAT RES INC Ticker: ANR	02076X102 MAT	11,929.50 43.380	0.00	10,181.88 37.025		1,747.62	0.00	0.0
900.000	ALTERA CORP Ticker: ALTR	021441100 IFT	20,367.00 22.630	0.00	16,510.50 18.345		3,856.50	180.00	0.9
550.000	AMERICAN EAGLE OUTFITTERS NEW Ticker: AEO	02553E106 CND	9,339.00 16.980	55.00	7,821.55 14.221		1,517.45	220.00	2.4

Settlement Date

Bank of America**Portfolio Detail****Account:** 80-09-900-8545848 HAROLD BROOKS FOUNDATION

Dec 01, 2009 through Dec. 31, 2009

Units	Description	CUSIP	Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)										
U.S. Mid Cap (cont)										
850.000	AMERISOURCEBERGEN CORP Ticker: ABC	03073E105	HEA	22,159.50 26.070	0.00	17,208.25 20.245		4,951.25	272.00	1.2
700.000	ANALOG DEVICES INC Ticker: ADI	032654105	IFT	22,106.00 31.580	0.00	18,665.50 26.665		3,440.50	560.00	2.5
250.000	APOLLO GROUP INC CLA Ticker: APOL	037604105	CND	15,145.00 60.580	0.00	16,291.63 65.167		-1,146.63	0.00	0.0
280.000	AXIS CAP HLDGS LTD BERMUDA Ticker: AXS	G0692U109	FIN	7,954.80 28.410	58.80	7,839.30 27.998		115.50	235.20	3.0
275.000	BORG WARNER INC Ticker: BWA	099724106	CND	9,135.50 33.220	0.00	8,317.79 30.247		817.71	132.00	1.4
600.000	CABOT OIL & GAS CORP Ticker: COG	127097103	ENR	26,154.00 43.590	0.00	18,155.32 30.259		7,998.68	72.00	0.3
625.000	CAMERON INTL CORP Ticker: CAM	13342B105	ENR	26,125.00 41.800	0.00	17,052.45 27.284		9,072.55	0.00	0.0
400.000	CELANESE CORP DEL SERA COM Ticker: CE	150870103	MAT	12,840.00 32.100	0.00	7,847.76 19.619		4,992.24	64.00	0.5
425.000	CLOROX CO Ticker: CLX	189054109	CNS	25,925.00 61.000	0.00	24,451.18 57.532		1,473.82	850.00	3.3
23,694.113	COLUMBIA ACORN FUND CLASS Z SHARES Ticker: ACRN X	197199409	DEQ	584,770.71 24.680	0.00	606,030.72 25.577		-21,260.01	1,161.01	0.2
325.000	COMMSCOPE INC Ticker: CTV	203372107	IFT	8,622.25 26.530	0.00	8,890.76 27.356		-268.51	0.00	0.0
400.000	DARDEN RESTAURANTS INC Ticker: DRI	237194105	CND	14,028.00 35.070	0.00	13,689.76 34.224		338.24	400.00	2.9
950.000	DEAN FOODS CO NEW COM Ticker: DF	242370104	CNS	17,138.00 18.040	0.00	18,045.71 18.995		-907.71	0.00	0.0
700.000	DISCOVER FINL SVCS Ticker: DFS	254709108	FIN	10,297.00 14.710	14.00	7,997.50 11.425		2,299.50	56.00	0.5

Settlement Date

Bank of America**Portfolio Detail****Account:** 80-09-900-8545848 HAROLD BROOKS FOUNDATION

Dec. 01, 2009 through Dec. 31, 2009

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)									
U.S. Mid Cap (cont)									
650.000	DISH NETWORK CORP COM CLA Ticker: DISH	25470M109 CND	13,500.50 20.770	0.00	11,638.25 17.905		1,862.25	0.00	0.0
775.000	DOVER CORP Ticker: DOV	260003108 IND	32,247.75 41.610	0.00	27,853.27 35.940		4,394.48	806.00	2.5
195.000	DUN & BRADSTREET CORP DEL NEW Ticker: DNB	26483E100 IND	16,452.15 84.370	0.00	18,353.97 94.123		-1,901.82	265.20	1.6
1,025.000	FIFTH THIRD BANCORP Ticker: FITB	316773100 FIN	9,993.75 9.750	10.25	7,628.77 7.443		2,364.98	41.00	0.4
225.000	HERSHEY CO Ticker: HSY	427866108 CNS	8,052.75 35.790	0.00	9,058.45 40.260		-1,005.70	267.75	3.3
650.000	INTERNATIONAL GAME TECHNOLOGY Ticker: IGT	459902102 CND	12,200.50 18.770	39.00	9,886.30 15.210		2,314.20	156.00	1.3
325.000	KLA-TENCOR CORP Ticker: KLAC	482480100 IFT	11,752.00 36.160	0.00	8,319.25 25.598		3,432.75	195.00	1.7
155.000	MOLSON COORS BREWING CO CL B COM Ticker: TAP	60871R209 CNS	6,999.80 45.160	0.00	6,120.56 39.487		879.24	148.80	2.1
1,225.000	NABORS INDS INC ISIN BMG6359F1032 BERMUDA Ticker: NBR	G6359F103 ENR	26,815.25 21.890	0.00	20,846.06 17.017		5,969.19	0.00	0.0
175.000	NAVISTAR INTL CORP NEW Ticker: NAV	63934E108 IND	6,763.75 38.650	0.00	6,621.13 37.835		142.62	0.00	0.0
550.000	PACKAGING CORP AMER Ticker: PKG	695156109 MAT	12,655.50 23.010	82.50	11,456.56 20.830		1,198.94	330.00	2.6
350.000	PARKER HANNIFIN CORP Ticker: PH	701094104 IND	18,858.00 53.880	0.00	12,572.81 35.922		6,285.19	350.00	1.9
525.000	PENNEY J C CO INC Ticker: JCP	708160106 CND	13,970.25 26.610	0.00	17,374.88 33.095		-3,404.63	420.00	3.0
235.000	POLO RALPH LAUREN CORP CLA Ticker: RL	731572103 CND	19,030.30 80.980	23.50	10,308.08 43.864		8,722.22	94.00	0.5

Settlement Date

Bank of America



Portfolio Detail

Account: 80-09-900-8545848 HAROLD BROOKS FOUNDATION

Dec 01, 2009 through Dec. 31, 2009

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (bond)									
U.S. Mid Cap (cont)									
250.000	PPG INDS INC Ticker: PPG	693506107 MAT	14,635.00 58.540	0.00	14,767.38 59.070		-132.38	540.00	3.7
500.000	PRINCIPAL FINL GROUP INC Ticker: PFG	74251V102 FIN	12,020.00 24.040	0.00	11,173.40 22.347		846.60	250.00	2.1
250.000	QUESTAR CORP Ticker: STR	748356102 UTL	10,392.50 41.570	0.00	7,730.85 30.923		2,661.65	130.00	1.3
250.000	REINSURANCE GROUP AMER INC Ticker: RGA	759351604 FIN	11,912.50 47.650	0.00	7,128.67 28.515		4,783.83	90.00	0.8
455.000	STARWOOD HOTELS & RESORTS WORLDWIDE INC COM Ticker: HOT	85590A401 CNO	16,639.35 36.570	91.00	9,890.96 21.738		6,748.39	91.00	0.5
700.000	STEEL DYNAMICS INC Ticker: STLD	858191900 MAT	12,404.00 17.720	52.50	11,391.66 16.274		1,012.34	210.00	1.7
200.000	UNITED STS STL CORP NEW COM Ticker: X	912909108 MAT	11,024.00 55.120	0.00	8,615.00 43.075		2,409.00	40.00	0.4
200.000	VERTEX PHARMACEUTICALS INC Ticker: VRTX	92532F100 HEA	8,570.00 42.850	0.00	7,005.00 35.025		1,565.00	0.00	0.0
575.000	XL CAP LTD CLA COM CAYMAN Ticker: XL	G98255105 FIN	10,539.75 18.330	0.00	9,534.94 16.583		1,004.81	230.00	2.2
Total U.S. Mid Cap			\$1,196,665.61	\$455.05	\$1,118,818.92		\$77,846.69	\$8,970.96	0.7%
U.S. Small Cap									
1,350.000	AMKOR TECHNOLOGY INC Ticker: AMKR	031652100 IFT	\$9,666.00 7.160	\$0.00	\$7,891.97 5.846		\$1,774.03	\$0.00	0.0%
300.000	BJS WHOLESALE CLUB INC Ticker: BJ	05548J106 CNS	9,813.00 32.710	0.00	9,669.12 32.230		143.88	0.00	0.0
29,822.264	COLUMBIA SMALL CAP CORE FUND CLASS Z SHARES Ticker: SMCEX	19765P810 OEQ	369,497.85 12.390	0.00	487,447.69 16.345		-117,949.84	0.00	0.0

2658/4358

2000003 117/189 14/36

0273614 04-007 505 B E

Settlement Date

Bank of America**Portfolio Detail****Account:** 80-09-900-8545848 HAROLD BROOKS FOUNDATION

Dec. 01, 2009 through Dec. 31, 2009

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)									
U.S. Small Cap (cont)									
200.000	CON-WAY INC Ticker: CNW	205944101 IND	6,982.00 34.910	0.00	8,984.32 44.822		-1,982.32	80.00	1.1
875.000	NCR CORP NEW Ticker: NCR	62886E108 IFT	9,738.75 11.130	0.00	9,266.07 10.590		472.68	0.00	0.0
750.000	NOVELLUS SYS INC Ticker: NVLS	670008101 IFT	17,505.00 23.340	0.00	14,201.25 18.935		3,303.75	0.00	0.0
	Total U.S. Small Cap		\$423,202.60	\$0.00	\$537,440.42		-\$114,237.82	\$80.00	0.0%
International Developed									
550.000	ACCENTURE PLC CLA COM IRELAND Ticker: ACN	G1151C101 IFT	\$22,825.00 41.500	\$0.00	\$16,588.00 30.160		\$6,237.00	\$412.50	1.8%
280.000	ACE LTD SWITZERLAND Ticker: ACE	H0023R105 FIN	14,112.00 50.400	86.80	16,897.16 60.347		-2,785.16	347.20	2.5
16,056.506	COLUMBIA MARSICO INTERNATIONAL OPPORTUNITIES FD CLASS Z SHARES Ticker: NM0A X	19765H636 OEQ	171,483.48 10.680	0.00	227,520.69 14.170		-56,037.21	4,784.84	2.8
14,066.065	COLUMBIA MULTI-ADVISOR INTL EQUITY FUND CLASS Z SHARES Ticker: NIEQ X	19765H677 OEQ	160,212.48 11.390	0.00	243,342.93 17.300		-83,130.45	6,442.26	4.0
350.000	COOPER INDS PLC NEW COM IRELAND Ticker: CBE	G24140108 IND	14,924.00 42.640	87.50	13,674.99 39.071		1,249.01	350.00	2.3
1,100.000	ISHARES MSCI EAFE INDEX FUND Ticker: EFA	464287465 OEQ	60,808.00 55.280	0.00	60,588.00 55.080		220.00	1,585.10	2.6
700.000	TYCO INTL LTD NEW F COM SWITZERLAND Ticker: TYC	H89128104 IND	24,976.00 35.680	0.00	21,157.85 30.226		3,818.15	560.00	2.2

Settlement Date

Bank of America



Portfolio Detail

Account: 80-09-900-8545848 HAROLD BROOKS FOUNDATION

Dec. 01, 2009 through Dec. 31, 2009

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								
International Developed (cont)								
1,275,000	WEATHERFORD INTL LTD SWITZERLAND Ticker: WFT	H27013103 ENR	22,835.25 17.910	0.00	24,781.54 19.437	-1,946.29	0.00	0.0
Total International Developed			\$492,176.21	\$174.30	\$624,551.16	-\$132,374.95	\$14,481.90	2.9%
Emerging Markets								
125,000	MILLICOM INTL CELLULAR S A LUXEMBOURG Ticker: MICC	L6388F110 TEL	\$9,221.25 73.770	\$155.00	\$8,071.88 64.575	\$1,149.37	\$155.00	1.7%
8,045,000	VANGUARD INTL EQUITY INDEX FDS VANGUARD EMERGING MKTS ETF Ticker: VWO	922042858 OEO	329,845.00 41.000	0.00	304,321.15 37.827	25,523.85	4,384.53	1.3
Total Emerging Markets			\$339,066.25	\$155.00	\$312,393.03	\$26,673.22	\$4,539.53	1.3%
Total Equities			\$4,616,446.82	\$4,021.18	\$4,438,062.73	\$178,384.09	\$71,478.36	1.5%
Fixed Income								
Investment Grade Taxable								
45,000,000	2010 UNITED STATES TREAS NT DTD 01/18/05 3.625% DUE 01/15/10 Moody's: AAA S&P: AAA	9128280G2	\$45,042.30 100.094	\$753.56	\$44,716.80 99.371	\$325.50	\$1,631.25	3.6% 0.7
10,000,000	MELLON FINL CO NT DTD 02/12/98 6.375% DUE 02/15/10 Moody's: AA3 S&P: A+	585510CG3	10,051.40 100.514	240.83	11,105.50 111.055	-1,054.10	637.50	6.3 2.2
10,000,000	BANK ONE CORP SUB NT DTD 08/02/00 7.875% DUE 08/01/10 Moody's: A1 S&P: A	06423AAG8	10,425.90 104.259	328.12	12,178.60 121.786	-1,752.70	787.50	7.6 0.5

Settlement Date

Bank of America**Portfolio Detail****Account:** 80-09-900-8545848 HAROLD BROOKS FOUNDATION

Dec. 01, 2009 through Dec. 31, 2009

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Investment Grade Taxable (cont)									
15,000.000	2011 UNITED STATES TREAS NT DTD 02/15/01 5.000% DUE 02/15/11 Moody's: AAA S&P: AAA	9128276T4	15,720.15 104.801	283.28	15,980.36 106.536		-260.21	750.00	4.8 0.5
15,000.000	2012 VERIZON GLOBAL FDG CORP GLOBAL NT DTD 08/26/02 7.375% DUE 09/01/12 Moody's: A3 S&P: A	92344GAT3	16,908.30 112.722	368.75	16,868.70 112.458		39.60	1,106.25	6.5 2.2
0.210	2013 GNMA POOL #462795 DTD 6/1/98 6.50% DUE 6/15/2013 Moody's: AAA S&P: AAA	36208WC84	0.22 106.591	0.00	0.21		0.01	0.01	4.5
15,000.000	2014 PRUDENTIAL FINL INC MTN SER B DTD 04/01/04 4.750% DUE 04/01/14 Moody's: BAA2 S&P: A	74432QAD7	15,024.60 100.164	178.12	14,952.75 99.685		71.85	712.50	4.7 4.7
40,000.000	FEDERAL HOME LN MTG CORP MTN CALL 11/13/06 @100 DTD 11/10/04 5.000% DUE 11/13/14 Moody's: AAA S&P: AAA	3128X3L76	43,741.60 109.354	266.67	39,803.60 99.509		3,938.00	2,000.00	4.6 2.8
75,000.000	UNITED STATES TREAS NT DTD 11/15/04 4.250% DUE 11/15/14 Moody's: AAA S&P: AAA	912828DC1	80,789.25 107.719	413.85	75,114.08 100.152		5,675.17	3,187.50	3.9 2.5
115,000.000	2015 UNITED STATES TREAS NT DTD 02/15/05 4.000% DUE 02/15/15 Moody's: AAA S&P: AAA	912828DM9	122,223.15 106.281	1,737.50	113,124.61 98.369		9,098.54	4,600.00	3.8 2.6
50,000.000	UNITED STATES TREAS NT DTD 08/15/05 4.250% DUE 08/15/15 Moody's: AAA S&P: AAA	912828EE6	53,515.50 107.031	802.65	48,705.08 97.410		4,810.42	2,125.00	4.0 2.8

Settlement Date

Bank of America



Portfolio Detail

Account: 80-09-900-8545848 HAROLD BROOKS FOUNDATION

Dec. 01, 2009 through Dec. 31, 2009

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Fixed Income (cont)									
Investment Grade Taxable (cont)									
35,000.000	2016 CITIGROUP INC SR NT DTD 12/08/05 5.300% DUE 01/07/16 Moody's: A3 S&P: A	172967DE8	34,056.75 97.305	896.58	34,979.00 99.940		-922.25	1,855.00	5.4 5.4
5,000.000	2030 WAL MART STORES INC NT DTD 02/15/00 7.550% DUE 02/15/30 Moody's: AA2 S&P: AA	931142BF9	6,195.30 123.906	142.61	6,297.30 125.946		-102.00	377.50	6.1 5.6
145,000.000	2031 UNITED STATES TREAS BD DTD 02/15/01 5.375% DUE 02/15/31 Moody's: AAA S&P: AAA	912810FP8	160,225.00 110.500	2,943.83	153,918.93 106.151		6,306.07	7,793.75	4.9 4.6
10,000.000	2033 CONSOLIDATED EDISON CO NEW YORK INC BD DTD 04/10/03 5.875% DUE 04/01/33 Moody's: A3 S&P: A-	209111EB5	10,169.70 101.697	146.87	9,941.60 99.416		228.10	587.50	5.8 5.7
17,625.000	IShares BARCLAYS AGGREGATE BD FUND	464287226	1,818,723.75 103.190	5,315.70	1,801,371.94 102.206		17,351.81	70,676.25	3.9
97,251.320	MORTGAGE-BACKED SEC CTF ORIGINAL COST 1,004,768.78	337997993	978,659.48 10.063	487.48	965,816.78 9.931		12,842.70	44,443.85	4.5
	Total Investment Grade Taxable		\$3,421,472.35	\$15,306.40	\$3,364,875.84		\$56,596.51	\$143,271.36	4.2%
International Developed Bonds									
5,000.000	2030 DEUTSCHE TELEKOM INTL FIN B V GTD NT NETHERLANDS DTD 07/06/00 8.250% DUE 06/15/30 Moody's: BAA1 S&P: BBB+	25156PAC7	\$6,430.55 128.611	\$18.33	\$6,390.85 127.817		\$39.70	\$412.50	6.4% 6.1
	Total International Developed Bonds		\$6,430.55	\$18.33	\$6,390.85		\$39.70	\$412.50	6.4%

2662/4358

2000003 117/189 18/36

0273618 04-007 505 B E

Settlement Date

Bank of America**Portfolio Detail****Account:** 80-09-900-8545848 HAROLD BROOKS FOUNDATION

Dec. 01, 2009 through Dec. 31, 2009

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Fixed Income (cont)								
Global High Yield Taxable								
46,316.515	COLUMBIA CONSERVATIVE HIGH YIELD FUND CLASS Z SHARES	19765P323	\$346,447.53 7.480	\$2,455.66	\$403,096.00 8.703	-\$56,648.47	\$24,871.97	7.2%
	Total Global High Yield Taxable		\$346,447.53	\$2,455.66	\$403,096.00	-\$56,648.47	\$24,871.97	7.2%
	Total Fixed Income		\$3,774,350.43	\$17,780.39	\$3,774,362.69	-\$12.26	\$168,555.83	4.5%
Private Equity								
Private Equity Fund of Funds								
103,798.850	PRIVATE EQUITY PORT FD I LLC ***CAP ACCOUNT *** (VALUATION AS OF 06/30/09)	991013731	\$103,798.85 1.000	\$0.00	\$0.00	\$103,798.85	\$0.00	0.0%
	Total Private Equity Fund of Funds		\$103,798.85	\$0.00	\$0.00	\$103,798.85	\$0.00	0.0%
	Total Private Equity		\$103,798.85	\$0.00	\$0.00	\$103,798.85	\$0.00	0.0%
Real Estate								
Public REITs								
11,090.604	COLUMBIA REAL ESTATE EQUITY FUND CLASS Z SHARES	19765P547	\$111,904.19 10.090	\$0.00	\$284,773.79 25.677	-\$172,869.60	\$4,181.16	3.7%
	Total Public REITs		\$111,904.19	\$0.00	\$284,773.79	-\$172,869.60	\$4,181.16	3.7%
	Total Real Estate		\$111,904.19	\$0.00	\$284,773.79	-\$172,869.60	\$4,181.16	3.7%
Tangible Assets								
Commodities								
2,550.000	ISHARES S&P GSCI COMMODITY-INDEX ED TR UNIT BEN INT	46428R107	\$81,141.00 31.820	\$0.00	\$71,655.00 28.100	\$9,486.00	\$0.00	0.0%
	Total Commodities		\$81,141.00	\$0.00	\$71,655.00	\$9,486.00	\$0.00	0.0%

Settlement Date



Portfolio Detail

Account: 80-09-900-8545848 HAROLD BROOKS FOUNDATION

Dec. 01, 2009 through Dec. 31, 2009

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Tangible Assets (cont)								
Commodities (cont)								
Total Tangible Assets			\$81,141.00	\$0.00	\$71,655.00	\$9,486.00	\$0.00	0.0%
Total Portfolio			\$8,955,312.47	\$21,801.57	\$8,836,525.39	\$118,787.08	\$244,215.35	2.7%
Accrued Income			\$21,801.57					
Total			\$8,977,114.04					

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete **only Part I** and check this box ☒ **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete **only Part II** (on page 2 of this form).
Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐*All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.*

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Type or print File by the due date for filing your return. See instructions.	Name of Exempt Organization HAROLD BROOKS FOUNDATION		Employer identification number 04-6043983
	Number, street, and room or suite no. If a P.O. box, see instructions. P O BOX 1802		
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. PROVIDENCE, RI 02901-1802		

Check type of return to be filed (file a separate application for each return):

☐ Form 990	☐ Form 990-T (corporation)	☐ Form 4720
☐ Form 990-BL	☐ Form 990-T (sec. 401(a) or 408(a) trust)	☐ Form 5227
☐ Form 990-EZ	☐ Form 990-T (trust other than above)	☐ Form 6069
☒ Form 990-PF	☐ Form 1041-A	☐ Form 8870

- The books are in the care of ▶ PRIVATE BANK TAX SERVICES

Telephone No. ▶ (401) 278-6825

FAX No. ▶ _____

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ . If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension will cover.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/17, 2009 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:

- ▶ ☒ calendar year 2009 or
 ▶ ☐ tax year beginning _____ , _____ , and ending _____ , _____ .

- 2 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$ <u>2,077.</u>
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$ <u>5,275.</u>
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$ _____

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 4-2009)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**.
Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print File by the extended due date for filing the return. See instructions.	Name of Exempt Organization HAROLD BROOKS FOUNDATION	Employer identification number 04-6043983
	Number, street, and room or suite no. If a P.O. box, see instructions. P O BOX 1802	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. PROVIDENCE, RI 02901-1802	

Check type of return to be filed (File a separate application for each return):

☐ Form 990	☒ Form 990-PF	☐ Form 1041-A	☐ Form 6069
☐ Form 990-BL	☐ Form 990-T (sec. 401(a) or 408(a) trust)	☐ Form 4720	☐ Form 8870
☐ Form 990-EZ	☐ Form 990-T (trust other than above)	☐ Form 5227	

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of **PRIVATE BANK TAX SERVICES**
Telephone No. **(401) 278-6825** FAX No. _____
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 4 I request an additional 3-month extension of time until **08/16/2010**.
- 5 For calendar year **2009**, or other tax year beginning _____, and ending _____.
- 6 If this tax year is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period
- 7 State in detail why you need the extension **MORE TIME IS NEEDED TO PREPARE A COMPLETE AND ACCURATE RETURN**

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a \$	2,077.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b \$	5,275.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c \$	

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature  Title _____ Date _____

Form **8868** (Rev. 4-2009)