Form **990-PF**

Department of the Treasury
Internal Revenue Service (77)

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

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

OMB No 1545-0052

2009

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

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.

Name of foundation: The George F. & Sybil H. Fuller Foundation
Number and street (or P O box number if mail is not delivered to street address): 370 Main Street — Room/suite: 660
City or town, state, and ZIP code: Worcester MA 01608

A Employer Identification number: 04-6125606
B Telephone number (see page 10 of the instructions): (508) 755-1684
C If exemption application is pending, check here ▶ ☐
D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 51,490,537

J Accounting method. ☒ Cash ☐ Accrual ☐ Other (specify)
(Part I, column (d) must be on cash basis)

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ▶☐ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments	121	121		
	4 Dividends and interest from securities	706,688	706,688		
	5 a Gross rents		0		
	b Net rental income or (loss) 0				
	6 a Net gain or (loss) from sale of assets not on line 10	-6,834,354			
	b Gross sales price for all assets on line 6a 21,060,735				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10 a Gross sales less returns and allowances 0				
	b Less Cost of goods sold 0				
	c Gross profit or (loss) (attach schedule)	0			
	11 Other income (attach schedule)	6,228	6,228	0	
	12 **Total.** Add lines 1 through 11	-6,121,317	713,037	0	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	142,000	71,000		69,153
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	28,439	14,220		14,219
	16 a Legal fees (attach schedule)	9,913	9,913	0	0
	b Accounting fees (attach schedule)	14,400	7,200	0	7,200
	c Other professional fees (attach schedule)	37,056	37,056	0	0
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	38,169	30,995	0	7,175
	19 Depreciation (attach schedule) and depletion	6,439	0	0	
	20 Occupancy	39,301	0	0	39,301
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	9,998	0	0	9,998
	24 **Total operating and administrative expenses.** Add lines 13 through 23	325,715	170,384	0	147,046
	25 Contributions, gifts, grants paid	3,439,488			3,439,488
	26 **Total expenses and disbursements.** Add lines 24 and 25	3,765,203	170,384	0	3,586,534
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-9,886,520			
	b **Net investment income** (if negative, enter -0-)		542,653		
	c **Adjusted net income** (if negative, enter -0-)			0	

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets				
1	Cash—non-interest-bearing	390,085	133,044	133,044
2	Savings and temporary cash investments	168,414	172,882	172,882
3	Accounts receivable ▶ 0			
	Less allowance for doubtful accounts ▶ 0	0	0	0
4	Pledges receivable ▶ 0			
	Less allowance for doubtful accounts ▶ 0	0	0	0
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)	0	0	0
7	Other notes and loans receivable (attach schedule) ▶ 0			
	Less allowance for doubtful accounts ▶ 0	0	0	0
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10 a	Investments—U S and state government obligations (attach schedule)	0	0	0
b	Investments—corporate stock (attach schedule)	28,744,975	31,609,783	31,609,783
c	Investments—corporate bonds (attach schedule)	0	0	0
11	Investments—land, buildings, and equipment basis ▶ 0			
	Less accumulated depreciation (attach schedule) ▶ 0	0	0	0
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	18,997,060	19,574,828	19,574,828
14	Land, buildings, and equipment basis ▶ 87,332			
	Less accumulated depreciation (attach schedule) ▶ 72,170	14,896	15,162	0
15	Other assets (describe ▶)	0	0	0
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	48,315,430	51,505,699	51,490,537
Liabilities				
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons	0	0	
21	Mortgages and other notes payable (attach schedule)	0	0	
22	Other liabilities (describe ▶ Payroll Liabilities)	1,847	1,847	
23	**Total liabilities** (add lines 17 through 22)	1,847	1,847	
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			
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	48,313,583	51,503,852	
30	**Total net assets or fund balances** (see page 17 of the instructions)	48,313,583	51,503,852	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	48,315,430	51,505,699	

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	48,313,583
2	Enter amount from Part I, line 27a	2	-9,886,520
3	Other increases not included in line 2 (itemize) ▶ Unrealized gains on securities	3	13,076,789
4	Add lines 1, 2, and 3	4	51,503,852
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	51,503,852

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	Morgan Stanley 624-025356-043	P	Various	Various
b	Morgan Stanley 624-025363-043	P	Various	Various
c	Morgan Stanley 624-025357-043	P	Various	Various
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	15,753,329	0	20,815,295	-5,061,966
b	3,207,635	0	4,437,056	-1,229,421
c	2,099,771	0	2,642,738	-542,967
d	0	0	0	0
e	0	0	0	0

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) 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	0	0	0	-5,061,966
b	0	0	0	-1,229,421
c	0	0	0	-542,967
d	0	0	0	0
e	0	0	0	0

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	-6,834,354
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	0

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	3,193,649	57,096,220	0 055935
2007	3,958,624	68,155,095	0.058083
2006	3,840,517	62,558,884	0.061390
2005	3,577,888	63,341,743	0 056485
2004	3,603,834	59,976,535	0 060087

2	Total of line 1, column (d)	2	0 291980
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 058396
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	49,446,588
5	Multiply line 4 by line 3	5	2,887,483
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	5,427
7	Add lines 5 and 6	7	2,892,910
8	Enter qualifying distributions from Part XII, line 4	8	3,586,534

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.

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________________ (attach copy of letter if necessary—see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b		1	5,427
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3 Add lines 1 and 2		3	5,427
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5 **Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	5,427
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a 11,730		
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c 0		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d		7	11,730
8 Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	2
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	0
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	6,301
11 Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 6,301 **Refunded** ▶		11	0

Part VII-A Statements Regarding Activities

		Yes	No
1 a 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)?	1b		X
*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation. ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	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
4 a 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	N/A	
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	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ MA			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV 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

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

		Line	Yes	No
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 ▶ Mark W. Fuller, Treasurer Telephone no ▶ 508-755-1684

Located at ▶ 370 Main Street, Suite 660 Worcester MA ZIP+4 ▶ 01608

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041**—Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

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

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

			Line	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	N/A	
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		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 ▶ 20______ , 20______ , 20______ , 20______				
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	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20______ , 20______ , 20______ , 20______				
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	N/A	
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

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

		Yes	No
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**	N/A
	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? *If "Yes" to 6b, file Form 8870*	**6b**	X
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 Attached Statement	00	0	0	0
	.00	0	0	0
	.00	0	0	0
	.00	0	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				

Total number of other employees paid over $50,000 ▶ 0

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		0
		0
		0
		0
		0
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 Contributions, gifts and grants	3,439,488
2 Related administrative expenses	147,046
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 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 N/A	
2	
All other program-related investments See page 24 of the instructions 3	0
Total. Add lines 1 through 3 ▶	0

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	30,177,379
b	Average of monthly cash balances	1b	432,213
c	Fair market value of all other assets (see page 24 of the instructions)	1c	19,589,990
d	**Total** (add lines 1a, b, and c)	1d	50,199,582
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	
3	Subtract line 2 from line 1d	3	50,199,582
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	752,994
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	49,446,588
6	**Minimum investment return.** Enter 5% of line 5	6	2,472,329

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	2,472,329
2a	Tax on investment income for 2009 from Part VI, line 5	2a	5,427		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	5,427
3	Distributable amount before adjustments Subtract line 2c from line 1			3	2,466,902
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	2,466,902
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	2,466,902

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	3,586,534
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	3,586,534
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	5,427
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	3,581,107

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					2,466,902
2 Undistributed income, if any, as of the end of 2009					
a Enter amount for 2008 only				0	
b Total for prior years 20____, 20____, 20___			0		
3 Excess distributions carryover, if any, to 2009					
a From 2004	662,213				
b From 2005	495,025				
c From 2006	735,630				
d From 2007	612,661				
e From 2008	354,474				
f **Total** of lines 3a through e		2,860,003			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 3,586,534					
a Applied to 2008, but not more than line 2a				0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)			0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)		0			
d Applied to 2009 distributable amount					2,466,902
e Remaining amount distributed out of corpus		1,119,632			
5 Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a))*		0			0
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		3,979,635			
b Prior years' undistributed income Subtract line 4b from line 2b			0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions			0		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				0	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)					
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)		662,213			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a		3,317,422			
10 Analysis of line 9					
a Excess from 2005	495,025				
b Excess from 2006	735,630				
c Excess from 2007	612,661				
d Excess from 2008	354,474				
e Excess from 2009	1,119,632				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) **N/A**

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

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	0	0	0		0
b 85% of line 2a	0	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed	0	0	0		0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	0	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0	0	0		0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year—see page 28 of the instructions.)

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

Mark W. Fuller 370 Main Street, Suite 660 Worcester MA 01608 508-755-1684

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

A formal proposal detailing the amount requested and the use to which those funds will be put, accompanied by financial statements.

c Any submission deadlines.

None

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

None

Part XV Supplementary Information (continued)

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

Recipient 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 attached statement				
				3,439,488
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
Total			▶ 3a	3,439,488
b *Approved for future payment*				
				0
				0
				0
				0
				0
				0
				0
				0
				0
Total			▶ 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See page 28 of the instructions)
1 Program service revenue					
a		0		0	0
b		0		0	0
c		0		0	0
d		0		0	0
e		0		0	0
f		0		0	0
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	121	
4 Dividends and interest from securities			14	706,688	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	6,228	
8 Gain or (loss) from sales of assets other than inventory			18	-6,834,354	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a		0		0	0
b		0		0	0
c		0		0	0
d		0		0	0
e		0		0	0
12 Subtotal Add columns (b), (d), and (e)		0		-6,121,317	0

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 -6,121,317

(See worksheet in line 13 instructions on page 28 to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

[signature] CHAIRMAN & TREASURER | 5/13/2010 | CHAIRMAN & TREASURER
Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature	Date	Check if self-employed ☐	Preparer's identifying number (see **Signature** on page 30 of the instructions)
Mark L. Lnı, CPA	5-13-10		

Firm's name (or yours if self-employed), address, and ZIP code: Love, Jarominski, Raymond, LLP, 397 Grove Street, Worcester, MA 01605
EIN ▶
Phone no (508) 797-5200

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	
Short Term CG Distributions	

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Securities	21,060,735	27,895,089	-6,834,354
Other sales	0	0	0

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis (Enter one field only): Cost	Cost or Other Basis (Enter one field only): Donated Value	Expense of Sale and Cost of Improvements	Depreciation
1	X	Morgan Stanley 624-025356-04				Various	P	Various	15,753,329	20,815,295			
2	X	Morgan Stanley 624-025363-04				Various	P	Various	3,207,635	4,437,056			
3	X	Morgan Stanley 624-025357-04				Various	P	Various	2,099,771	2,642,738			
4													
5													
6													
7													
8													
9													
10													

Line 11 (990-PF) - Other Income

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
		6,228	6,228	0
1	Litigation payments and other income	6,228	6,228	
2			0	
3			0	
4			0	
5			0	
6			0	
7			0	
8			0	
9			0	
10			0	

Line 16a (990-PF) - Legal Fees

		9,913	9,913	0	0
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	Fletcher, Tilton, & Whipple	9,913	9,913		
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 16b (990-PF) - Accounting Fees

	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		14,400	7,200	0	7,200
1	Love, Jarominski & Raymond, LLP	14,400	7,200		7,200
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 16c (990-PF) - Other Fees

	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		37,056	37,056	0	0
1	Morgan Stanley	37,056	37,056		
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		38,169	30,995	0	7,175
1	Real estate tax not included in line 20				
2	Tax on investment income	23,820	23,820		
3	Income tax				
4	Payroll taxes	14,349	7,175		7,175
5	Foreign taxes				
6					
7					
8					
9					
10					

Amount of depreciation included in cost of goods sold

Line 19 (990-PF) - Depreciation and Depletion

							6,439	0	0
	Description	Date Acquired	Method of Computation	Asset Life	Cost or Other Basis	Beginning Accumulated Depreciation	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	Furniture & Fixtures	Various	SL	Various	67,802	53,268	6,439		
2	Leasehold Improvements	Various	SL	Various	12,824	12,461	0		
3						0			
4						0			
5						0			
6						0			
7						0			
8						0			
9						0			
10						0			

Line 23 (990-PF) - Other Expenses

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		9,998	0	0	9,998
1	Amortization. See attached statement	0	0	0	0
2	Fund Raising				
3	Dues and Subscriptions	870			870
4	Postage and Delivery	88			88
5	Office Supplies				
6	Utilities	2,120			2,120
7	Office Expenses	2,106			2,106
8	Filing Fees	250			250
9	Insurance	3,246			3,246
10	Other Expenses	1,318			1,318

Part II, Line 10b (990-PF) - Investments - Corporate Stock

			28,744,975	31,609,783	28,744,975	31,609,783
	Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
1	Corporate Stock - Morgan Stanley		28,744,975	31,609,783	28,744,975	31,609,783
2						
3						
4						
5						
6						
7						
8						
9						
10						

Part II, Line 13 (990-PF) - Investments - Other

			18,997,060	19,574,828	19,574,828
	Item or Category	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1	Annuities - Morgan Stanley		3,195,880	936,631	936,631
2	Private Investments - Carey Financial		6,634,536	6,292,063	6,292,063
3	Private Investments - UBS		865,751	922,663	922,663
4	Private Investments - Concentric Devices, Inc		0	500,000	500,000
5	Special Investment Funds - Morgan Stanley		7,500,893	9,123,471	9,123,471
6	Private Investments - Biomedical Research M		500,000	500,000	500,000
7	Private Investments - ECI Biotech		300,000	300,000	300,000
8	Private Investments - Blue Sky Biotech		0	400,000	400,000
9	Private Investments - Grove Instruments, Inc		0	600,000	600,000
10					

Part II, Line 14 (990-PF) - Land, Buildings, and Equipment

		87,332	65,730	72,170	14,896	15,162	0
	Item or Category	Cost or Other Basis	Accumulated Depreciation Beg. of Year	Accumulated Depreciation End of Year	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1	Furniture and Equipment	67,802	53,269	59,038	14,533	8,764	
2	Leasehold Improvements	12,824	12,461	12,461	363	363	
3	Furniture and Equipment - New	6,706	0	671	0	6,035	
4					0	0	
5					0	0	
6					0	0	
7					0	0	
8					0	0	
9					0	0	
10					0	0	
11					0	0	
12					0	0	
13					0	0	
14					0	0	
15					0	0	
16					0	0	
17					0	0	

Part II, Line 22 (990-PF) - Other Liabilities

		1,847	1,847
	Description	Beginning Balance	Ending Balance
1	Payroll Liabilities	1,847	1,847
2			
3			
4			
5			
6			
7			
8			
9			
10			

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	0
Short Term CG Distributions	0

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
					Totals	21,060,735	0	27,895,089	-6,834,354	0	0	0	-6,834,354
1	Morgan Stanley 624-025356-043		P	Various	Various	15,753,329	0	20,815,295	-5,061,966			0	-5,061,966
2	Morgan Stanley 624-025363-043		P	Various	Various	3,207,635	0	4,437,056	-1,229,421			0	-1,229,421
3	Morgan Stanley 624-025357-043		P	Various	Various	2,099,771	0	2,642,738	-542,967			0	-542,967
4						0	0	0	0			0	0
5						0	0	0	0			0	0
6						0	0	0	0			0	0
7						0	0	0	0			0	0
8						0	0	0	0			0	0
9						0	0	0	0			0	0
10						0	0	0	0			0	0

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Average Hours
1	Mark W. Fuller		57 Central Street	Boylston	MA	01505		Chair/Treas	30
2	Joyce I. Fuller		93 Briarwood Circle	Worcester	MA	01606		Asst Treas	30
3	Janice L. Fuller		57 Central Street	Boylston	MA	01505		Trustee	16
4	David P. Hallock		19 Gary Circle	Westboro	MA	01581		Trustee	16
5	Lincoln E. Fuller		P.O Box 2639	New London	NH	03257		Trustee	16
6	Diane H Robbins		111 Clark Street	Newton	MA	02459		Secretary	16
7									
8									
9									
10									

Part

	Compensation	Benefits	Expense Account	Explanation
	142,000	0	0	
1	27,000			
2	27,000			
3	22,000			
4	22,000			
5	22,000			
6	22,000			
7				
8				
9				
10				

The George F. & Sybil H. Fuller Foundation
EIN 04-6125606
2009 Form 990-PF

Form 990-PF, Page 6, Part VIII

1. Information about officers, directors, trustees, foundation managers, and their compensation:

Name & Address	Title	Ave Hrs/Wk	Compensation
Mark W. Fuller 57 Central Street Boylston, MA 01505	Chairman & Treas	30 Hrs	$27,000
Joyce I. Fuller 93 Briarwood Circle Worcester, MA 01606	Assistant Treas	30 Hrs	$27,000
Janice L. Fuller 57 Central Street Boylston, MA 01505	Trustee	16 Hrs	$22,000
David P. Hallock 35-49 Commons Drive Shrewsbury, MA 01545	Trustee	16 Hrs	$22,000
Lincoln E. Fuller Rte 11, Box 2639 New London, NH 03257	Trustee	16 Hrs	$22,000
Diane H. Robbins 111 Clark Street Newton, MA 02459	Secretary	16 Hrs	$22,000

The George F. & Sybil H. Fuller Foundation
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NO.	GRANTEE	DATE PAID	AMOUNT	PURPOSE
1	Abby's House	06/29/09	7,500	Capital
1	Anna Maria College	12/17/09	100,000	Capital
1	Baby's Breath	12/17/09	13,000	Capital
1	Bay State Equine Rescue, Inc.	04/30/09	3,500	Capital
1	Becker College	12/17/09	200,000	Capital
1	Clark University	12/17/09	100,000	Capital
1	College of the Holy Cross	12/17/09	100,000	Capital
1	Eagle Hill School	12/17/09	50,000	Capital
1	Ecotarium	11/09/09	42,000	Capital
1	Family Services	12/17/09	15,000	Capital
1	First Congregational Church Boylston	11/09/09	7,000	Capital
1	Friendly House	06/29/09	8,500	Capital
1	Girls, Inc.	12/17/09	10,000	Capital
1	Gordon College	12/17/09	100,000	Capital
1	Greater Worcester Land Trust	06/29/09	10,000	Capital
1	Guild of St. Agnes	12/17/09	50,000	Capital
1	Higgins Armory Museum	04/09/09	30,000	Capital
1	Hillside Restoration Project	12/07/09	500	Capital
1	Lutheran Healthcare Center	12/17/09	50,000	Capital
1	Mechanics Hall	04/24/09	7,399	Capital
1	Mohegan Council Boy Scouts	12/17/09	20,000	Capital
1	New England Dream Center	08/17/09	50,000	Capital
1	Norwich University	01/29/09	71,759	Capital
1	Norwich University	12/17/09	105,000	Capital
1	Notre Dame Academy	06/22/09	75,000	Capital
1	Old Sturbridge Village	04/15/09	10,000	Capital
1	Old Sturbridge Village	11/09/09	50,000	Capital
1	Planned Parenthood	12/17/09	50,000	Capital
1	Preservation Worcester	08/28/09	9,000	Capital
1	Saint Michael's-on-the-Heights	08/28/09	15,000	Capital
1	St. John's High School	12/17/09	50,000	Capital
1	The Barton Center for Diabetes Education	11/09/09	50,000	Capital
1	Tower Hill Botanic Garden	12/17/09	300,000	Capital
1	Umass Memorial Foundation	12/17/09	100,000	Capital
1	United Way of Central Massachusetts	04/30/09	55,000	Capital
1	VNA of Central Massachusetts	12/17/09	50,000	Capital
1	WICN Public Radio, Inc.	09/28/09	15,000	Capital
1	Worcester Center for Performing Arts	12/17/09	100,000	Capital
1	Worcester Educational Development	03/05/09	30,000	Capital
1	Worcester Foothills Theatre	01/19/09	21,493	Capital
1	Worcester Polytechnic Institute	12/17/09	100,000	Capital

NO.	GRANTEE	DATE PAID	AMOUNT	PURPOSE
1	Worcester State College	12/17/09	200,000	Capital
1	Worcester Youth Center	03/05/09	5,000	Capital
1	YMCA of Greater Worcester	12/17/09	250,000	Capital
1	YouthNet	03/05/09	3,000	Capital
1	Boys and Girls Club of Worcester	07/07/09	11,486	City Pools
1	Boys and Girls Club of Worcester	07/30/09	16,151	City Pools
1	American Diabetes Association	06/29/09	5,000	Operating
1	American Red Cross	03/05/09	15,000	Operating
1	American Red Cross	12/17/09	5,000	Operating
1	Arts District Partnership	04/30/09	3,000	Operating
1	Arts Worcester	04/30/09	5,000	Operating
1	Association of Small Foundations	11/09/09	500	Operating
1	Barton Center for Diabetes	12/17/09	19,000	Operating
1	Calliope Productions	12/17/09	5,000	Operating
1	Centro Las Americas	03/05/09	3,000	Operating
1	Dynamy, Inc.	04/30/09	15,000	Operating
1	First Congregational Church - Boylston	12/17/09	4,500	Operating
1	First Congregational Church Sutton, MA	12/17/09	5,000	Operating
1	First Night Worcester	06/29/09	5,000	Operating
1	Henry Lee Willis Community Center	06/29/09	3,000	Operating
1	Higgins Armory Museum	02/16/09	30,000	Operating
1	Higgins Armory Museum	04/09/09	40,000	Operating
1	Jeremiah's Inn	12/17/09	3,000	Operating
1	Literacy Volunteers of Greater Worcester	11/09/09	5,000	Operating
1	Mark Ungerer Golf Tournament	03/05/09	16,000	Operating
1	Mass Symphony Orchestra	04/30/09	7,500	Operating
1	Music Worcester	04/30/09	10,000	Operating
1	Nativity School of Worcester	12/17/09	5,000	Operating
1	Piedmont College	06/29/09	1,000	Operating
1	Rachel's Table	06/29/09	10,000	Operating
1	Rachel's Table	12/17/09	5,000	Operating
1	Salisbury Singers	11/09/09	3,000	Operating
1	Salvation Army	12/17/09	15,000	Operating
1	Seven Hills Foundation	06/29/09	25,000	Operating
1	Southeast Asian Coalition	04/30/09	3,000	Operating
1	Southeast Asian Coalition	08/28/09	19,200	Operating
1	The Trust for Public Land	08/28/09	10,000	Operating
1	United Way of Central Massachusetts	04/30/09	55,000	Operating
1	United Way of Central Massachusetts	06/29/09	3,000	Operating
1	Worcester Area Chamber of Commerce	03/05/09	12,000	Operating
1	Worcester Community Action Council	11/09/09	10,000	Operating
1	Worcester Regional Research Bureau	04/30/09	10,000	Operating
1	YMCA of Greater Worcester	06/29/09	1,000	Operating
1	YMCA of Greater Worcester	12/17/09	10,000	Operating
1	Anna Maria College	06/29/09	10,000	Scholarship
1	Assumption College	06/29/09	10,000	Scholarship
1	Bancroft School	06/29/09	10,000	Scholarship
1	Bay Path College	06/29/09	10,000	Scholarship
1	Becker College	06/29/09	10,000	Scholarship

NO.	GRANTEE	DATE PAID	AMOUNT	PURPOSE
1	Berea College	04/30/09	2,500	Scholarship
1	Cape Ann YMCA	04/30/09	2,500	Scholarship
1	Clark University	06/29/09	10,000	Scholarship
1	Clarke School for the Deaf	06/29/09	10,000	Scholarship
1	Colby-Sawyer College	04/30/09	10,000	Scholarship
1	College of the Holy Cross	06/29/09	10,000	Scholarship
1	Dartmouth College	06/29/09	5,000	Scholarship
1	Easter Seals	06/29/09	10,000	Scholarship
1	EcoTarium	03/05/09	9,000	Scholarship
1	Gordon College	04/30/09	10,000	Scholarship
1	Hillside School	06/29/09	10,000	Scholarship
1	Joy of Music Program	04/30/09	6,000	Scholarship
1	Mass College of Pharmacy	06/29/09	10,000	Scholarship
1	Nichols College	06/29/09	10,000	Scholarship
1	Northfield-Mt Hermon	06/29/09	10,000	Scholarship
1	Old Sturbridge Village	06/29/09	5,000	Scholarship
1	Quinsigamond Community College	04/30/09	10,000	Scholarship
1	Saint Joseph's College	06/29/09	5,000	Scholarship
1	Simmons College	06/29/09	5,000	Scholarship
1	Springfield College	04/30/09	10,000	Scholarship
1	The Barton Center for Diabetes Education	06/29/09	9,500	Scholarship
1	The Nativity School of Worcester	06/29/09	10,000	Scholarship
1	Tower Hill Botanic Garden	03/05/09	15,000	Scholarship
1	Tufts University - Veterinary	06/29/09	10,000	Scholarship
1	UMassMemorial Foundation	06/29/09	10,000	Scholarship
1	Wheaton College	06/29/09	10,000	Scholarship
1	Worcester Academy	03/05/09	10,000	Scholarship
1	Worcester Polytechnic Institute	06/29/09	10,000	Scholarship
1	Worcester State College	06/29/09	10,000	Scholarship
1	Worcester Youth Orchestras	03/05/09	1,000	Scholarship
1	YMCA of Greater Worcester	03/05/09	15,000	Scholarship
121			**3,439,488**	

MMF AND BANK DEPOSITS ACTIVITY (CONTINUED)

Date	Activity Type	Description	Bank Deposit Program/ Money Market Funds
12/30	Automatic Investment	BANK DEPOSIT PROGRAM	27 06
NET ACTIVITY FOR PERIOD			$(2,089,084.75)

REALIZED GAIN/(LOSS) DETAIL

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
ALGER SMALL MIDCAP GROWTH A	12/05/07	02/13/09	10,239.505	$90,000 00	$176,017 91	$(86,017.91)	
	12/05/07	06/17/09	7,331.891	75,000 00	126,035 79	(51,035.79)	
AMERICAN GR FD OF AMERICA A	04/26/06	11/10/09	5,149.293	138,204 55	168,900 31	(30,695 76)	
	04/28/06	11/10/09	6,028.250	161,795 45	197,610.19	(35,814.74)	
BLACKROCK EQUITY DIVIDEND A	12/05/07	11/10/09	44,843 386	700,000 00	917,049 49	(217,049 49)	
BLACKROCK MID CAP VAL INV A	04/13/06	06/29/09	73,251 339	560,369 81	949,341.75	(388,971.94)	
	05/05/06	06/29/09	19,483 007	149,044.22	263,999.81	(114,955.59)	
	06/09/06	06/29/09	6,848.759	52,392.73	86,915.96	(34,523 23)	
	06/16/06	06/29/09	3,602 953	27,562.45	45,510 52	(17,948.07)	
	07/14/06	06/29/09	1,032 969	7,902 17	13,000 00	(5,097.83)	
	07/28/06	06/29/09	5,489.784	41,996.63	69,999 96	(28,003 33)	
	12/13/06	06/29/09	8,059 140	61,652.10	104,285 19	(42,633.09)	
	12/13/06	06/29/09	6,552.947	50,129 78	84,795.07	(34,665.29)	
	12/13/06	06/29/09	1,010.577	7,730 87	13,076 86	(5,345 99)	
	12/14/07	06/29/09	13,148 179	100,583.04	154,622 59	(54,039.55)	
	12/14/07	06/29/09	5,212.947	39,878.84	61,304.26	(21,425.42)	
	12/14/07	06/29/09	300 858	2,301 55	3,538.09	(1,236.54)	
	12/11/08	06/29/09	1,370 020	10,481.17	9,096 92	1,384.25	
COLUMBIA MARSICO 21ST CENT A	05/15/07	06/17/09	8,315 438	75,000 00	126,394.91	(51,394.91)	
	05/15/07	08/17/09	136,046 457	1,334,610.30	2,067,910 23	(733,299.93)	
	06/20/07	08/17/09	1,416.475	13,895 56	22,082.85	(8,187.29)	
	06/20/07	08/17/09	807 534	7,921.88	12,589 45	(4,667.57)	
	12/12/07	08/17/09	2,287 509	22,440.76	38,361 53	(15,920.77)	
	12/12/07	08/17/09	478.131	4,690.45	8,018.25	(3,327.80)	
COLUMBIA MID CAP VALUE A	04/13/06	06/17/09	8,701 305	75,000.00	129,302.00	(54,302.00)	
	04/13/06	06/24/09	3,651.973	31,000.00	54,268.57	(23,268.57)	
	04/13/06	06/29/09	32,586.108	285,777 89	484,231.85	(198,453.96)	
	05/05/06	06/29/09	17,142.516	150,338 67	263,999.89	(113,661.22)	
	06/09/06	06/29/09	5,853.633	51,335.95	84,999.96	(33,664 01)	
	06/27/06	06/29/09	4,419 750	38,760 90	59,357.20	(20,596 30)	
	06/27/06	06/29/09	1,495.212	13,112.90	20,080 70	(6,967.80)	

CONTINUED

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
	06/27/06	06/29/09	204.381	1,792.41	2,744.84	(952.43)	
	07/14/06	06/29/09	4,534.926	39,770 98	60,999 97	(21,228.99)	
	07/28/06	06/29/09	4,356 917	38,209 86	59,999 98	(21,790.12)	
	09/26/06	06/29/09	170.418	1,494 55	2,411 42	(916.87)	
	12/13/06	06/29/09	3,723.237	32,652.53	54,508 19	(21,855 66)	
	12/13/06	06/29/09	791 044	6,937 40	11,580 88	(4,643.48)	
	12/13/06	06/29/09	77.807	682.36	1,139.10	(456.74)	
	03/27/07	06/29/09	186 165	1,632 65	2,883.69	(1,251 04)	
	06/26/07	06/29/09	3,097 860	27,168.02	48,078.76	(20,910.74)	
	06/26/07	06/29/09	706.787	6,198.47	10,969.33	(4,770.86)	
	06/26/07	06/29/09	236 162	2,071 12	3,665 24	(1,594.12)	
	09/25/07	06/29/09	136 760	1,199 38	2,086 95	(887.57)	
	12/12/07	06/29/09	1,250 944	10,970 69	18,451 41	(7,480 72)	
	12/12/07	06/29/09	388.892	3,410 56	5,736 15	(2,325 59)	
	03/26/08	06/29/09	39.405	345.58	515.42	(169.84)	
	06/25/08	06/29/09	184 695	1,619.76	2,465.68	(845 92)	
	09/25/08	06/29/09	267.075	2,342 23	3,269.00	(926 77)	
	12/11/08	06/29/09	567.609	4,977 89	4,484 11	493 78	
	03/25/09	06/29/09	105 302	923.49	796.08	127.41	
	06/22/09	06/29/09	261.294	2,292.07	2,197.48	94.59	
COLUMBIA SMALL CAP VALUE II A	12/05/07	02/13/09	27,121.483	209,643 64	374,010 40	(164,366 76)	
	12/05/07	02/13/09	46 078	356.36	635.42	(279.06)	
	12/05/07	06/17/09	6,351 645	55,000.00	87,589.12	(32,589.12)	
	12/05/07	11/10/09	67,278.474	694,310 49	927,769 48	(233,458 99)	
	12/05/07	11/10/09	32,632 342	336,764 14	450,000 00	(113,235 86)	
	12/12/07	11/10/09	1,852.590	19,118.64	24,991.44	(5,872.80)	
	12/12/07	11/10/09	927 779	9,574 63	12,515 74	(2,941.11)	
	12/12/07	11/10/09	437.184	4,511.72	5,897.61	(1,385.89)	
	12/11/08	11/10/09	1,907 192	19,682 12	15,085 89	4,596 23	
DREYFUS S&P STARS OPPT A	04/13/06	11/10/09	29,363.174	532,351.41	661,849.17	(129,497.76)	
	05/05/06	11/10/09	11,483 025	208,186.09	263,999.91	(55,813.82)	
	06/09/06	11/10/09	7,333.742	132,960 01	151,226 97	(18,266.96)	
	06/16/06	11/10/09	1,919 228	34,795.41	39,406 99	(4,611 58)	
	06/29/06	11/10/09	975.293	17,681 96	20,637 20	(2,955.24)	
	07/28/06	11/10/09	5,458 797	98,967 44	110,000 00	(11,032.56)	
	12/07/07	11/10/09	1,270 857	23,040 51	31,682 45	(8,641.94)	
	12/03/08	11/10/09	4.958	90.43	69.36	21 07	
DWS SHORT DURATION PLUS A	08/02/07	02/02/09	11,287 274	100,000.00	111,969.98	(11,969.98)	

CONTINUED

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
	08/02/07	02/26/09	13,590 629	120,000 00	134,819.31	(14,819.31)	
	08/02/07	03/05/09	156,573.181	1,382,534.93	1,553,209.09	(170,674.16)	
	08/24/07	03/05/09	748 670	6,610.73	7,366 91	(756 18)	
	09/21/07	03/05/09	747.959	6,604.45	7,397.31	(792 86)	
	10/24/07	03/05/09	744.257	6,571.76	7,427 68	(855 92)	
	11/23/07	03/05/09	753.322	6,651.80	7,457 89	(806 09)	
	12/10/07	03/05/09	1,224 626	10,813.40	12,025.83	(1,212.43)	
	12/10/07	03/05/09	873.392	7,712 02	8,576.71	(864.69)	
	01/24/08	03/05/09	778 847	6,877.19	7,648 28	(771.09)	
	02/22/08	03/05/09	785.298	6,934.15	7,680.21	(746 06)	
	03/24/08	03/05/09	800 043	7,064 35	7,712.41	(648 06)	
	04/23/08	03/05/09	803.445	7,094.39	7,745 21	(650 82)	
	05/22/08	03/05/09	737.219	6,509.61	7,114 16	(604 55)	
	06/23/08	03/05/09	741 516	6,547 56	7,103.72	(556.16)	
	07/24/08	03/05/09	596 719	5,269 00	5,716 57	(447.57)	
	08/22/08	03/05/09	601 091	5,307 61	5,734.41	(426.80)	
	09/23/08	03/05/09	607.969	5,368.34	5,733 15	(364.81)	
	10/24/08	03/05/09	748 745	6,611.39	6,716 24	(104 85)	
	11/20/08	03/05/09	836.419	7,385.55	7,226 65	158.90	
	12/10/08	03/05/09	840.030	7,417.43	7,257 86	159.57	
	01/23/09	03/05/09	825 503	7,289 16	7,289 18	(0 02)	
	02/20/09	03/05/09	776 037	6,853.99	6,898.97	(44 98)	
EATON VANCE TAX MGD DIV EQU FD	02/22/07	04/02/09	8,500.000	75,738 67	170,000.00	(94,261.33)	
	02/22/07	04/23/09	4,000.000	35,554.62	80,000 00	(44,445.38)	
IVY ASSET STRATEGY A	05/05/06	02/13/09	27,778.069	500,000.00	576,675 49	(76,675.49)	
	05/05/06	11/10/09	13,435.076	300,000.00	278,913.52	21,086.48	
LEGG MASON PTNRS CORE BD A	08/02/07	03/05/09	23,109.883	226,011 88	265,994.52	(39,982.64)	
	08/02/07	03/05/09	20,330.604	198,830.87	234,010 33	(35,179.46)	
	08/31/07	03/05/09	151 125	1,477 98	1,739.45	(261 47)	
	09/28/07	03/05/09	151.508	1,481 73	1,751 43	(269 70)	
	10/31/07	03/05/09	168 937	1,652 18	1,961.36	(309.18)	
	11/30/07	03/05/09	178.953	1,750.14	2,088 38	(338 24)	
	12/31/07	03/05/09	166 696	1,630 27	1,935.34	(305 07)	
	01/31/08	03/05/09	165.921	1,622.69	1,944 59	(321.90)	
	02/29/08	03/05/09	156.169	1,527 31	1,800.63	(273.32)	
	03/31/08	03/05/09	149 565	1,462 73	1,682 61	(219.88)	
	04/30/08	03/05/09	141.145	1,380.38	1,590.70	(210.32)	
	05/30/08	03/05/09	159.360	1,558.52	1,780.05	(221.53)	

CONTINUED

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
	06/30/08	03/05/09	148.228	1,449 65	1,629 03	(179.38)	
	07/31/08	03/05/09	162.765	1,591 82	1,746.47	(154.65)	
	08/29/08	03/05/09	177.068	1,731 70	1,907 02	(175.32)	
	09/30/08	03/05/09	170.435	1,666 83	1,757.18	(90.35)	
	10/31/08	03/05/09	181.798	1,777.96	1,776.17	1.79	
	11/28/08	03/05/09	170.946	1,671 83	1,653.05	18.78	
	12/12/08	03/05/09	157.012	1,535.56	1,530.87	4.69	
	12/31/08	03/05/09	180 609	1,766.33	1,822 34	(56.01)	
	01/30/09	03/05/09	124 858	1,221 10	1,257 32	(36.22)	
	02/27/09	03/05/09	138.828	1,358.09	1,366.07	(7.98)	
LOOMIS SAYLES STRAT INC A	11/21/06	05/07/09	11,111.574	126,000 00	164,785 75	(38,785.75)	
MUNDER MID CAP CORE GROWTH A	04/13/06	06/24/09	3,885 431	69,000.00	96,048.36	(27,048.36)	
	04/13/06	11/10/09	23,996.333	522,637 25	593,192 47	(70,555.22)	
	05/05/06	11/10/09	10,340.570	225,216 37	263,999.92	(38,783.55)	
	06/09/06	11/10/09	5,786 983	126,039.80	133,047.95	(7,008.15)	
	07/14/06	11/10/09	395 547	8,614.97	9,000.00	(385.03)	
	07/28/06	11/10/09	5,615 324	122,301.08	129,999.97	(7,698 89)	
	09/27/06	11/10/09	109.634	2,387.82	2,603 81	(215.99)	
	12/27/07	11/10/09	737.851	16,070.31	22,172.42	(6,102 11)	
	12/29/08	11/10/09	83 614	1,821 49	1,337 82	483.67	
PIONEER CULLEN VAL A	04/13/06	04/23/09	9,324 417	120,000 00	170,917 40	(50,917.40)	
	04/13/06	06/11/09	3,443.888	50,000 00	63,126 78	(13,126.78)	
	04/13/06	11/10/09	41,787.069	689,063 34	765,960 74	(76,897 40)	
	04/26/06	11/10/09	663.219	10,936 66	12,468.78	(1,532.12)	
PLUS ON SPX 000 12-28-09	11/20/08	12/28/09	50,000 000	699,000 00	500,000 00	199,000.00	
SELINV PLS1 25XLTDA	07/01/07	03/31/09	17,530 020	1,502,605 46	2,000,000.00	(497,394.54)	F
VIRTUS FOREIGN OPPORT A	05/15/07	06/17/09	11,893.099	199,800 73	320,999.97	(121,199.24)	
	06/21/07	06/17/09	26 027	437.25	701.69	(264.44)	
	06/21/07	06/17/09	11.470	192 69	309.22	(116 53)	
	06/21/07	06/17/09	4 411	74.10	118.93	(44.83)	
	12/05/07	06/17/09	6,536.867	109,817 54	194,999.97	(85,182.43)	
	12/20/07	06/17/09	173 760	2,919.12	4,861 80	(1,942.68)	
	12/20/07	06/17/09	140.817	2,365.69	3,940.05	(1,574.36)	
	12/20/07	06/17/09	110.712	1,859.93	3,097.73	(1,237 80)	
	12/22/08	06/17/09	207.636	3,488.23	3,363.70	124.53	
	12/22/08	06/17/09	10.731	180 37	173.85	6.52	
VIRTUS MID CAP VAL A	03/01/07	11/10/09	50,212.234	929,423.43	1,299,999.76	(370,576 33)	
	06/21/07	11/10/09	145.227	2,688.14	4,016.98	(1,328.84)	

CONTINUED

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
	12/05/07	11/10/09	2,799 790	51,823 83	69,999 99	(18,176.16)	
	12/20/07	11/10/09	1,290 441	23,885.93	30,118.89	(6,232 96)	
	12/20/07	11/10/09	1,140 125	21,103.60	26,610 52	(5,506.92)	
	12/20/07	11/10/09	68 326	1,264.71	1,594.72	(330.01)	
	06/20/08	11/10/09	953.394	17,647.23	21,327.42	(3,680.19)	
	06/20/08	11/10/09	364.241	6,742.06	8,148 06	(1,406.00)	
	06/20/08	11/10/09	49.759	921.03	1,113.12	(192.09)	
	12/22/08	11/10/09	179.110	3,315 31	2,452 01	863 30	
	06/22/09	11/10/09	516.797	9,566.39	7,493.55	2,072.84	
Net Realized Gain/(Loss) This Period				**$699,000.00**	**$500,000.00**	**$199,000.00**	
Net Realized Gain/(Loss) Year to Date				**$15,753,329.13**	**$20,815,294.64**	**$(5,061,965.51)**	

Gain / loss information is provided for informational purposes only and should not be used for tax preparation Please refer to the gain / loss section of the disclosures for important information about gain / loss reporting

See the end of holdings for definitions of all lettered and numbered footnotes

REALIZED GAIN/(LOSS) DETAIL

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
3M COMPANY	05/27/08	06/18/09	60.000	$3,569.31	$4,571 35	$(1,002 04)	
	05/27/08	08/17/09	165.000	11,562.92	12,571.20	(1,008.28)	
	06/03/08	08/17/09	255.000	17,869 96	19,407 49	(1,537.53)	
	06/06/08	08/17/09	270.000	18,921.14	20,249 27	(1,328.13)	
ALCOA INC	09/14/07	01/20/09	270.000	2,366.54	9,431.78	(7,065 24)	
	09/20/07	01/20/09	255.000	2,235 06	9,510 17	(7,275 11)	
	09/20/07	01/28/09	275.000	2,424.88	10,256 07	(7,831 19)	
	09/24/07	01/28/09	615.000	5,422 91	22,746 14	(17,323.23)	
	09/28/07	01/28/09	180 000	1,587.19	6,982 45	(5,395.26)	
	09/28/07	02/06/09	335.000	2,814.62	12,995.12	(10,180 50)	
	11/14/08	02/06/09	870 000	7,309.61	10,146 98	(2,837 37)	
	11/14/08	02/17/09	1,340 000	9,113 82	15,628.69	(6,514 87)	
ALLSTATE CORP	03/02/06	08/17/09	225 000	6,252 61	12,259.73	(6,007.12)	A
	03/08/06	08/17/09	300 000	8,336 82	16,294.50	(7,957 68)	A
	03/10/06	08/17/09	215.000	5,974 72	11,734.49	(5,759 77)	A
	03/10/06	08/17/09	110.000	3,056.83	5,975 22	(2,918.39)	A
	03/17/06	08/17/09	355.000	9,865.23	19,459 22	(9,593 99)	A
	04/19/06	08/17/09	105.000	2,917 89	5,715 15	(2,797.26)	
	05/30/06	08/17/09	45 000	1,250.52	2,457.90	(1,207.38)	
	02/06/07	08/17/09	85 000	2,362 10	5,241.10	(2,879.00)	
	12/11/07	08/17/09	85 000	2,362.10	4,469.30	(2,107 20)	
	11/13/08	08/17/09	125.000	3,473 67	3,413 75	59.92	
	06/18/09	08/17/09	100.000	2,778 94	2,378.75	400.19	
ALTRIA GROUP INC	03/23/05	08/17/09	470.000	8,215 53	6,943.14	1,272.39	
	04/19/06	08/17/09	150.000	2,621 98	2,388.81	233.17	
	05/30/06	08/17/09	45 000	786.59	749 07	37 52	
	04/25/07	08/17/09	295.000	5,156 56	6,267.28	(1,110.72)	
	05/08/07	08/17/09	40 000	699.19	832.17	(132 98)	
	04/10/08	08/17/09	1,540 000	26,918 97	33,463 12	(6,544.15)	
	04/16/08	08/17/09	835 000	14,595 68	17,833 68	(3,238.00)	
	03/13/09	08/17/09	1,000 000	17,479 85	16,807.70	672 15	
	03/19/09	08/17/09	265 000	4,632 16	4,409 39	222.77	
	06/18/09	08/17/09	380 000	6,642 34	6,243 36	398.98	
AMEREN CORP (HLDG CO)	08/28/07	06/18/09	20 000	486 98	990 66	(503 68)	
	08/28/07	08/17/09	340 000	8,860 78	16,841 29	(7,980.51)	
	09/14/07	08/17/09	385 000	10,033 53	19,946 35	(9,912.82)	
	09/27/07	08/17/09	425 000	11,075 98	22,534 18	(11,458.20)	
	10/17/07	08/17/09	415.000	10,815.37	22,330 69	(11,515.32)	

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REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
	03/05/08	08/17/09	135 000	3,518.25	5,682.15	(2,163 90)	
ANNALY CAPITAL MNGMT INC	06/27/08	06/18/09	260 000	3,890.41	3,990 71	(100.30)	
	06/27/08	08/17/09	880.000	14,810.11	13,507 03	1,303.08	
	07/08/08	08/17/09	1,000 000	16,829.67	15,119.70	1,709.97	
	07/15/08	08/17/09	1,200.000	20,195.60	17,055 36	3,140 24	
	07/17/08	08/17/09	1,185.000	19,943.15	17,175 98	2,767.17	
	03/24/09	08/17/09	470.000	7,909.94	6,749.06	1,160 88	
	04/03/09	08/17/09	810.000	13,632 03	11,055.12	2,576.91	
AT&T INC	03/23/05	01/12/09	255.000	6,643.12	6,196.53	446 59	A
	03/23/05	02/05/09	130 000	3,260.38	3,159 02	101 36	A
	03/23/05	06/18/09	25 000	603 98	607.50	(3.52)	A
	03/23/05	08/17/09	1,153 000	28,940 01	28,018.04	921 97	A
	04/19/06	08/17/09	317 000	7,956.62	8,140.56	(183 94)	
	05/30/06	08/17/09	220.000	5,521.95	5,726.60	(204.65)	
BANK OF AMERICA CORP	03/23/05	01/28/09	275 000	2,018.27	12,144 00	(10,125.73)	A
	04/07/05	01/28/09	603.000	4,425.51	28,138 99	(23,713.48)	A
	04/08/05	01/28/09	127.000	932.07	5,926.46	(4,994 39)	A
	04/08/05	02/04/09	499.000	2,604 07	23,285.84	(20,681 77)	A
	04/19/06	02/04/09	91.000	474.89	4,175 08	(3,700.19)	
	05/30/06	02/04/09	20 000	104 37	974.00	(869.63)	
	01/23/07	02/04/09	95 000	495 76	5,059.70	(4,563 94)	
	02/06/07	02/04/09	70 000	365.30	3,728.20	(3,362 90)	
	06/19/07	02/04/09	60.000	313.11	3,032 40	(2,719.29)	
	03/05/08	02/04/09	45.000	234 84	1,683 45	(1,448 61)	
	12/10/08	02/04/09	895 000	4,670 62	14,567.74	(9,897 12)	
BECTON DICKINSON & CO	05/27/09	06/18/09	60.000	4,151.83	4,029 62	122 21	
	05/27/09	08/17/09	595.000	40,004.81	39,960 38	44 43	
	05/29/09	08/17/09	5.000	336.17	335.48	0 69	
BLACK & DECKER CORP	07/12/07	05/08/09	250.000	8,906 74	23,699 83	(14,793.09)	
	07/27/07	05/08/09	260.000	9,263 01	21,963 89	(12,700 88)	
	08/03/07	05/08/09	215.000	7,659.80	19,133 56	(11,473.76)	
	08/14/07	05/08/09	250.000	8,906.74	22,050.68	(13,143 94)	
	12/11/07	05/08/09	65.000	2,315.75	5,172 70	(2,856.95)	
	03/05/08	05/08/09	25 000	890 67	1,684.50	(793 83)	
BOEING CO	08/06/08	06/18/09	270.000	13,257 33	17,340 78	(4,083.45)	
	08/08/08	06/18/09	150 000	7,365.18	9,892.69	(2,527.51)	
	08/08/08	08/17/09	90 000	3,959 01	5,935 62	(1,976 61)	
	08/12/08	08/17/09	270 000	11,877.02	17,807 20	(5,930.18)	

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REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
	08/14/08	08/17/09	280.000	12,316.91	18,184 29	(5,867.38)	
	01/29/09	08/17/09	505.000	22,214.43	20,690.00	1,524 43	
	02/05/09	08/17/09	30 000	1,319.67	1,284.74	34.93	
	02/19/09	08/17/09	505.000	22,214 43	18,977.75	3,236.68	
CARDINAL HEALTH INC	02/19/09	08/17/09	280.000	9,184 46	10,167.47	(983.01)	
	02/25/09	08/17/09	250 000	8,200 41	8,689.53	(489.12)	
	03/04/09	08/17/09	265.000	8,692.44	8,424.35	268.09	
	03/10/09	08/17/09	200.000	6,560 33	6,269 76	290.57	
	03/19/09	08/17/09	195.000	6,396 32	6,129 12	267 20	
	06/18/09	08/17/09	130 000	4,264.21	4,097.25	166.96	
CATERPILLAR INC	11/28/07	05/22/09	160 000	5,513.35	11,381.70	(5,868.35)	
	12/04/07	05/22/09	285.000	9,820.65	20,417 77	(10,597.12)	
	12/07/07	05/22/09	300 000	10,337 52	22,206.03	(11,868.51)	
	12/11/07	05/22/09	275 000	9,476.06	20,823.66	(11,347 60)	
	11/13/08	05/22/09	195.000	6,719 39	7,244.45	(525 06)	
CBS CORP NEW CL B SHRS	06/01/06	03/04/09	170 000	621 63	4,529 33	(3,907 70)	
	06/02/06	03/04/09	385 000	1,407.82	10,348.80	(8,940 98)	
	06/05/06	03/04/09	5.000	18 28	133 05	(114 77)	
	06/07/06	03/04/09	275.000	1,005 58	7,247 19	(6,241.61)	
	06/07/06	03/12/09	415 000	1,547.77	10,936.67	(9,388 90)	
	06/23/06	03/12/09	775.000	2,890 42	20,522 47	(17,632.05)	
	06/30/06	03/12/09	750.000	2,797.18	20,400 00	(17,602 82)	
	12/11/07	03/12/09	395.000	1,473.18	10,526 75	(9,053 57)	
	03/05/08	03/12/09	55.000	205.13	1,240 88	(1,035.75)	
CENTURYTEL INC	02/23/09	07/01/09	0.500	15 07	12 60	2.47	
	02/23/09	08/17/09	198.000	6,088 64	4,993.43	1,095.21	
	02/27/09	08/17/09	6 000	184.50	176 40	8 10	
	03/04/09	08/17/09	636 000	19,557.45	15,565 08	3,992 37	
	03/12/09	08/17/09	369 000	11,347.01	9,283.30	2,063.71	
	03/19/09	08/17/09	92 000	2,829 07	2,315.12	513 95	
CHEVRON CORP	03/23/05	02/05/09	45 000	3,286 41	2,616.75	669 66	A
	03/23/05	06/18/09	160.000	10,913 95	9,304 00	1,609 95	A
	03/23/05	08/17/09	275 000	18,312.25	15,991.25	2,321.00	A
	04/19/06	08/17/09	190 000	12,652 10	11,540.60	1,111.50	
	05/30/06	08/17/09	130.000	8,656.70	7,649.20	1,007 50	
CONOCOPHILLIPS	02/27/06	08/17/09	215 000	9,081.45	13,260 00	(4,178.55)	A
	03/02/06	08/17/09	315.000	13,305.38	19,528.61	(6,223.23)	A
	05/30/06	08/17/09	225.000	9,503 84	14,069.25	(4,565.41)	

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REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
	02/06/07	08/17/09	145.000	6,124.70	9,672.95	(3,548.25)	
	06/18/09	08/17/09	55.000	2,323.16	2,341 90	(18.74)	
DIAMOND OFFSHORE DRILLING INC	12/19/07	06/18/09	165 000	14,432.49	21,208 77	(6,776.28)	
	12/24/07	06/18/09	125.000	10,933 70	17,763.10	(6,829 40)	
	12/31/07	06/18/09	40 000	3,498.79	5,704.49	(2,205 70)	
	12/31/07	08/17/09	100 000	8,429.03	14,261.22	(5,832.19)	
	01/04/08	08/17/09	180 000	15,172.26	24,171.26	(8,999.00)	
	01/13/09	08/17/09	185.000	15,593 71	10,854.43	4,739 28	
	07/28/09	08/17/09	481 000	40,543 65	44,278 65	(3,735.00)	
DONNELLEY R R & SONS CO	01/25/06	08/17/09	110 000	1,801.93	3,491 34	(1,689.41)	A
	04/19/06	08/17/09	585.000	9,582.99	19,282 71	(9,699.72)	
	05/01/06	08/17/09	225.000	3,685.77	7,599.60	(3,913 83)	
	05/08/06	08/17/09	365 000	5,979.13	12,222 06	(6,242 93)	
	05/17/06	08/17/09	215.000	3,521.95	7,143 53	(3,621.58)	
	05/30/06	08/17/09	235 000	3,849.58	7,542 21	(3,692.63)	
	06/07/06	08/17/09	370 000	6,061.04	11,493.87	(5,432.83)	
	06/12/06	08/17/09	15.000	245 72	460 57	(214.85)	
	12/11/07	08/17/09	115 000	1,883.84	4,319 40	(2,435.56)	
	03/05/08	08/17/09	175 000	2,866.71	5,301 07	(2,434 36)	
	06/18/09	08/17/09	820 000	13,432.57	10,264 84	3,167.73	
DOW CHEMICAL CO	03/23/05	02/02/09	500 000	5,536 36	25,980 00	(20,443 64)	A
	03/23/05	02/11/09	350 000	3,530.71	18,186.00	(14,655.29)	A
	04/19/06	02/11/09	470 000	4,741.24	18,663.70	(13,922.46)	
	04/19/06	02/18/09	235 000	2,021 27	9,331.85	(7,310 58)	
	05/30/06	02/18/09	145.000	1,247 17	5,743.45	(4,496 28)	
	06/26/06	02/18/09	35 000	301 04	1,335.03	(1,033 99)	
	02/06/07	02/18/09	445.000	3,827.51	18,583.20	(14,755 69)	
	02/06/07	02/23/09	350.000	2,827.91	14,616.00	(11,788.09)	
	02/14/07	02/23/09	480.000	3,878 28	20,668 94	(16,790.66)	
	03/08/07	02/23/09	205.000	1,656 35	8,760.24	(7,103.89)	
	03/08/07	03/02/09	305.000	2,215 93	13,033 53	(10,817 60)	
	03/22/07	03/02/09	360.000	2,615.53	16,455.60	(13,840 07)	
	03/23/07	03/02/09	20 000	145 31	914.40	(769 09)	
	01/13/09	03/02/09	530 000	3,850.64	8,364 62	(4,513 98)	
EDISON INTERNATIONAL	03/04/09	06/18/09	35.000	1,111 66	866 67	244.99	
	03/04/09	08/17/09	250 000	7,914.87	6,190 47	1,724 40	
	03/10/09	08/17/09	25 000	791 49	620 40	171 09	
	03/17/09	08/17/09	665.000	21,053 55	18,717.22	2,336.33	

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REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
	03/20/09	08/17/09	365.000	11,555.71	10,492.95	1,062.76	
EMBARQ CORP	02/23/09	06/18/09	140.000	6,098.35	4,833 40	1,264.95	
ENCANA CORP	08/25/08	06/18/09	225 000	11,460 46	16,180 85	(4,720.39)	
	08/25/08	08/17/09	20.000	991.57	1,438.30	(446 73)	
	08/29/08	08/17/09	205 000	10,163 64	15,307.94	(5,144 30)	
	09/08/08	08/17/09	285.000	14,129.94	19,269.76	(5,139.82)	
	09/15/08	08/17/09	295 000	14,625 72	19,413 09	(4,787.37)	
GENERAL ELECTRIC CO	09/17/08	04/14/09	105.000	1,298.52	2,452.08	(1,153.56)	
	09/17/08	04/16/09	620 000	7,358.77	14,478 92	(7,120 15)	
	09/18/08	04/16/09	170.000	2,017.73	3,945.72	(1,927 99)	
	09/18/08	04/17/09	45 000	558.90	1,044.45	(485 55)	
	09/18/08	04/20/09	370.000	4,207 75	8,587 74	(4,379 99)	
	09/22/08	04/20/09	340 000	3,866.59	9,080.21	(5,213 62)	
	09/22/08	04/23/09	280.000	3,266 17	7,477.82	(4,211 65)	
	09/24/08	04/23/09	675.000	7,873.81	16,319.68	(8,445.87)	
GLAXOSMITHKLINE PLC ADS	03/23/05	01/12/09	350.000	13,501 13	16,272.97	(2,771.84)	A
	04/19/06	01/12/09	95 000	3,664.59	5,032 15	(1,367 56)	
	05/30/06	01/12/09	50.000	1,928.73	2,764.00	(835.27)	
	05/31/07	01/12/09	65.000	2,507.35	3,388 68	(881 33)	
	05/31/07	02/05/09	190.000	7,094 47	9,905.38	(2,810 91)	
	05/31/07	06/18/09	70 000	2,546.01	3,649.35	(1,103.34)	
	05/31/07	08/17/09	650 000	24,791.33	33,886.84	(9,095.51)	
	06/06/07	08/17/09	500 000	19,070 26	25,851 65	(6,781 39)	
	06/12/07	08/17/09	420 000	16,019.02	21,936.68	(5,917.66)	
	06/15/07	08/17/09	535.000	20,405.18	27,920.47	(7,515.29)	
	03/05/08	08/17/09	130 000	4,958.27	5,502.90	(544 63)	
HALLIBURTON CO	01/07/08	06/18/09	50 000	1,083 07	1,850 74	(767.67)	
	01/07/08	07/27/09	110.000	2,504.43	4,071.62	(1,567.19)	
	01/14/08	07/27/09	525.000	11,952 94	19,103 44	(7,150 50)	
	01/23/08	07/27/09	750.000	17,075 64	22,968.15	(5,892.51)	
	01/25/08	07/27/09	485 000	11,042 24	16,368 12	(5,325.88)	
HARRIS CORPORATION DELAWARE	01/20/09	08/17/09	280 000	9,105 70	11,485 32	(2,379.62)	
	01/29/09	08/17/09	240.000	7,804.89	10,448.50	(2,643.61)	
	02/06/09	08/17/09	200.000	6,504 07	8,975.86	(2,471.79)	
	02/19/09	08/17/09	270.000	8,780.50	10,770.60	(1,990 10)	
	06/18/09	08/17/09	400 000	13,008.14	11,647 20	1,360 94	
HARRIS STRATEX NTWKS INC A	05/27/09	05/27/09		5.02	0.00	5 02	Cash in Lieu
	05/27/09	06/11/09	245 000	1,617 98	1,308 30	309 68	

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REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
HARTFORD FIN SERS GRP INC	05/16/08	03/04/09	285 000	1,252.51	20,074.66	(18,822.15)	
	05/21/08	03/04/09	260 000	1,142.64	18,137 03	(16,994.39)	
	05/29/08	03/04/09	245.000	1,076.72	17,488 59	(16,411.87)	
	06/05/08	03/04/09	225 000	988.82	16,472 43	(15,483 61)	
	06/06/08	03/04/09	45.000	197.76	3,226.16	(3,028.40)	
HOME DEPOT INC	12/18/07	04/17/09	200.000	5,215 86	5,158.90	56 96	
	12/18/07	06/18/09	80.000	1,873.67	2,063.56	(189.89)	
	01/15/08	06/18/09	570.000	13,349.91	14,325.87	(975.96)	
	01/15/08	08/17/09	385.000	10,076 81	9,676.24	400.57	
	01/18/08	08/17/09	315 000	8,244.66	8,242 07	2 59	
	01/23/08	08/17/09	295 000	7,721 19	8,223.51	(502.32)	
	01/24/08	08/17/09	515.000	13,479.37	15,098 62	(1,619 25)	
	03/05/08	08/17/09	215.000	5,627 31	5,723 30	(95.99)	
HOST HOTEL & RESORTS INC	02/07/08	01/12/09	1,105.000	7,776.72	18,919 81	(11,143.09)	
	02/07/08	01/20/09	45 000	278.96	770.49	(491 53)	
	02/19/08	01/20/09	1,100.000	6,818.97	18,527.52	(11,708 55)	
	02/29/08	01/20/09	380 000	2,355.64	6,153 15	(3,797.51)	
	02/29/08	01/27/09	985.000	6,028.17	15,949.61	(9,921 44)	
	03/10/08	01/27/09	750 000	4,589 97	12,164 25	(7,574.28)	
HUDSON CITY BANCORP INC	07/08/09	08/17/09	2,885 000	38,631.17	38,887.78	(256 61)	
INTEL CORP	01/31/08	02/18/09	1,415 000	18,931.18	29,797.07	(10,865.89)	
	01/31/08	02/23/09	205.000	2,573.06	4,316 89	(1,743.83)	
	02/04/08	02/23/09	570 000	7,154.37	12,089.70	(4,935 33)	
	02/04/08	02/25/09	680 000	8,639.89	14,422.80	(5,782 91)	
	02/04/08	02/26/09	645.000	8,461.71	13,680.45	(5,218 74)	
	02/05/08	02/26/09	140.000	1,836 65	2,892 92	(1,056 27)	
INTL BUSINESS MACHINES CORP	04/02/09	06/18/09	45.000	4,806 77	4,493.41	313 36	
	04/02/09	08/17/09	55.000	6,424 05	5,491 95	932.10	
	04/15/09	08/17/09	140 000	16,352 14	13,678.22	2,673.92	
	04/23/09	08/17/09	5.000	584 00	500 96	83 04	
	04/27/09	08/17/09	180.000	21,024.18	18,037.22	2,986 96	
JOHNSON & JOHNSON	05/04/09	06/18/09	60 000	3,351 66	3,187.06	164.60	
	05/04/09	08/17/09	120 000	7,192.92	6,374 13	818.79	
	05/15/09	08/17/09	620.000	37,163 39	34,147 49	3,015 90	
JPMORGAN CHASE & CO	03/23/05	06/18/09	620 000	21,094.33	21,798 89	(704 56)	A
	03/23/05	07/06/09	1,050.000	33,615.41	36,917 47	(3,302.06)	A
	04/19/06	07/06/09	10 000	320.15	426 10	(105.95)	
	05/30/06	07/06/09	130.000	4,161 91	5,541.90	(1,379 99)	

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REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
	03/05/08	07/06/09	55.000	1,760.81	2,121 83	(361.02)	
KIMBERLY CLARK CORP	03/23/05	08/17/09	385.000	22,499.78	25,226.70	(2,726 92)	A
	04/19/06	08/17/09	355.000	20,746.55	20,336 78	409.77	
	05/30/06	08/17/09	60 000	3,506 46	3,654.60	(148 14)	
KRAFT FOODS INC CL A	04/23/07	06/18/09	30 000	777.28	997.93	(220 65)	
	04/23/07	08/17/09	25.000	694.49	831 61	(137 12)	
	04/30/07	08/17/09	740.000	20,556.97	24,765 95	(4,208 98)	
	05/09/07	08/17/09	875.000	24,307 22	28,524.21	(4,216 99)	
LINCOLN NTL CORP IND	03/23/05	03/04/09	285 000	1,839.37	13,085.38	(11,246 01)	A
	03/23/05	04/23/09	880.000	8,847.99	40,403.97	(31,555.98)	A
	05/30/06	04/23/09	115.000	1,156.27	6,414.70	(5,258 43)	
	12/11/07	04/23/09	110.000	1,106 00	6,452 60	(5,346 60)	
	03/05/08	04/23/09	60.000	603.27	2,985.60	(2,382 33)	
	08/20/08	04/23/09	285.000	2,865.54	13,582.96	(10,717.42)	
	09/19/08	04/23/09	80 000	804 36	4,405 03	(3,600.67)	
	09/25/08	04/23/09	585 000	5,881.90	28,411.64	(22,529.74)	
	10/01/08	04/23/09	25.000	251.36	1,041 22	(789.86)	
	10/01/08	05/04/09	630 000	7,321 17	26,238 62	(18,917.45)	
	12/10/08	05/04/09	1,470 000	17,082.72	24,406.85	(7,324 13)	
	01/12/09	05/04/09	955.000	11,097 96	16,758 72	(5,660.76)	
MARATHON OIL CO	04/27/05	06/18/09	65 000	2,007.30	1,539.84	467 46	A
	04/27/05	08/17/09	580 000	17,215 06	13,740.15	3,474.91	A
	05/30/06	08/17/09	740 000	21,964 04	27,804.21	(5,840.17)	
MATTEL INC	12/01/05	06/18/09	320 000	5,203 55	5,236.70	(33.15)	A
	12/12/05	06/18/09	810 000	13,171.47	13,612.06	(440.59)	A
	12/12/05	08/17/09	145 000	2,533.66	2,436.73	96 93	A
	12/15/05	08/17/09	1,125.000	19,657.74	18,892.35	765.39	A
	04/19/06	08/17/09	335.000	5,853.64	5,691 65	161 99	
	05/30/06	08/17/09	390 000	6,814.68	6,516.90	297 78	
	12/11/07	08/17/09	585.000	10,222 03	11,828.70	(1,606.67)	
MEDTRONIC INC	02/18/09	06/18/09	115.000	3,858.35	4,009.86	(151 51)	
	02/18/09	08/17/09	180.000	6,660 28	6,276.30	383.98	
	02/23/09	08/17/09	245.000	9,065 38	8,465.93	599.45	
	02/25/09	08/17/09	310.000	11,470 48	10,598 19	872.29	
	02/26/09	08/17/09	235.000	8,695 36	7,624.22	1,071.14	
	03/19/09	08/17/09	270.000	9,990 42	7,512 94	2,477.48	
METLIFE INCORPORATED	04/23/09	06/18/09	175.000	5,262 90	4,762 63	500.27	
	04/23/09	08/17/09	220 000	7,636.80	5,987 30	1,649 50	

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REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
	05/05/09	08/17/09	1,190 000	41,308.12	33,538.96	7,769.16	
MICROSOFT CORP	10/21/08	06/18/09	555 000	13,043.05	13,248.46	(205.41)	
	10/28/08	06/18/09	20.000	470 02	430 14	39.88	
	10/28/08	08/17/09	455 000	10,596 86	9,785 69	811.17	
	11/03/08	08/17/09	650 000	15,138.37	14,764.62	373 75	
	11/11/08	08/17/09	615.000	14,323 23	12,945 81	1,377.42	
NEW YORK COMMUNITY BANCORP INC	01/21/09	08/17/09	900.000	9,809.75	10,566.27	(756.52)	
	01/27/09	08/17/09	1,065.000	11,608.20	11,642.79	(34.59)	
	01/29/09	08/17/09	345.000	3,760.40	4,481.03	(720.63)	
	02/04/09	08/17/09	860.000	9,373.76	10,764.53	(1,390.77)	
	06/18/09	08/17/09	655.000	7,139 32	7,020 09	119.23	
NORFOLK SOUTHERN CORP	03/18/09	08/17/09	240.000	10,884.53	7,466.52	3,418.01	
	03/24/09	08/17/09	300 000	13,605 67	10,462.08	3,143 59	
	04/03/09	08/17/09	55.000	2,494.37	2,042 69	451 68	
	06/18/09	08/17/09	465 000	21,088 79	17,724 87	3,363 92	
OCCIDENTAL PETROLEUM CORP DE	03/23/05	03/19/09	485 000	28,685 25	16,682 79	12,002 46	A
	03/23/05	03/24/09	165.000	9,778.88	5,675.59	4,103.29	A
	03/23/05	03/27/09	110 000	6,407.77	3,783 72	2,624.05	A
	05/30/06	03/27/09	35.000	2,038.84	1,694.77	344.07	
	05/30/06	04/03/09	175.000	10,426.72	8,473.83	1,952.89	
PFIZER INC	03/23/05	01/12/09	1,030.000	17,929 31	26,780.00	(8,850 69)	A
	03/23/05	08/17/09	870 000	13,858.83	22,620 00	(8,761.17)	A
	04/19/06	08/17/09	590 000	9,398.52	14,678 73	(5,280.21)	
	04/21/06	08/17/09	685.000	10,911.84	17,069.93	(6,158.09)	
	04/24/06	08/17/09	25.000	398.24	618.50	(220 26)	
	04/26/06	08/17/09	760 000	12,106.56	18,953 56	(6,847.00)	
	04/28/06	08/17/09	770 000	12,265 86	19,218 82	(6,952.96)	
	05/03/06	08/17/09	765 000	12,186 21	19,483 17	(7,296.96)	
	05/30/06	08/17/09	740 000	11,787.97	17,619 40	(5,831 43)	
	06/23/06	08/17/09	100 000	1,592.97	2,255 00	(662.03)	
	06/19/07	08/17/09	240.000	3,823 13	6,283.20	(2,460.07)	
	06/18/09	08/17/09	45 000	716.84	673 98	42 86	
PNC FINL SVCS GP	01/05/09	03/04/09	270.000	6,255 97	12,932.62	(6,676.65)	
	01/09/09	03/04/09	170.000	3,938.95	8,119 59	(4,180 64)	
	01/09/09	03/11/09	60.000	1,510 59	2,865.74	(1,355 15)	
	01/20/09	03/11/09	595.000	14,979 98	17,308 78	(2,328.80)	
	01/20/09	03/13/09	40.000	1,039 13	1,163 62	(124.49)	
	01/27/09	03/13/09	80.000	2,078 27	2,518 77	(440 50)	

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REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
	02/11/09	03/13/09	160.000	4,156 53	5,206.91	(1,050 38)	
	02/11/09	06/18/09	245.000	9,631.19	7,973 09	1,658.10	
	02/23/09	06/18/09	110.000	4,324.21	2,698.50	1,625.71	
	02/23/09	08/17/09	1,075.000	43,174.12	26,371.68	16,802.44	
REYNOLDS AMERICAN INC	03/23/05	06/18/09	5.000	188.14	194.36	(6 22)	A
	03/23/05	08/17/09	1,000.000	44,050 36	38,872 45	5,177.91	A
	05/30/06	08/17/09	30.000	1,321 51	1,664.70	(343 19)	
	06/19/07	08/17/09	70.000	3,083.53	4,326 70	(1,243.17)	
ROYAL DUTCH SHELL PLC	09/07/07	06/18/09	180.000	9,150 24	14,449.93	(5,299.69)	
	09/25/07	06/18/09	75 000	3,812 60	6,176.26	(2,363.66)	
	09/25/07	08/17/09	170.000	8,749.84	13,999 51	(5,249.67)	
	10/02/07	08/17/09	290.000	14,926.21	23,593 99	(8,667 78)	
	10/08/07	08/17/09	335.000	17,242.34	26,728.51	(9,486 17)	
SUPERVALU INC	02/06/09	08/17/09	570.000	8,259.14	11,178.84	(2,919.70)	
	02/17/09	08/17/09	605.000	8,766.28	10,442 48	(1,676 20)	
	02/25/09	08/17/09	430.000	6,230 58	7,742 02	(1,511 44)	
	03/04/09	08/17/09	185 000	2,680 60	2,955.34	(274 74)	
	06/18/09	08/17/09	810 000	11,736.68	13,016 62	(1,279.94)	
TOTAL FINA ELF SA	12/13/07	06/18/09	225.000	12,168 13	18,164.70	(5,996 57)	
	12/13/07	08/17/09	40 000	2,105 55	3,229.28	(1,123.73)	
	12/21/07	08/17/09	240 000	12,633.27	19,276 01	(6,642 74)	
	01/03/08	08/17/09	210 000	11,054.11	17,875.91	(6,821.80)	
	01/08/08	08/17/09	215 000	11,317 31	18,539.51	(7,222 20)	
	03/05/08	08/17/09	50.000	2,631.93	3,782 50	(1,150.57)	
TRAVELERS COMPANIES INC COM	03/23/05	06/18/09	595 000	25,180 94	21,687 75	3,493 19	A
	03/23/05	08/17/09	795 000	37,165 37	28,977.75	8,187 62	A
	04/19/06	08/17/09	95.000	4,441.15	4,063 15	378 00	
	05/30/06	08/17/09	70.000	3,272 42	3,042 90	229 52	
V F CORPORATION	03/23/05	06/18/09	230.000	13,112.42	13,133 00	(20 58)	A
	03/23/05	08/17/09	305.000	19,647.68	17,415 50	2,232 18	A
	04/19/06	08/17/09	145 000	9,340.70	8,922.07	418.63	
	05/30/06	08/17/09	80 000	5,153 49	5,028.80	124.69	
	12/11/07	08/17/09	195 000	12,561 63	13,986 36	(1,424.73)	
VALERO ENERGY CP DELA NEW	04/14/09	08/17/09	95.000	1,624.52	1,960 43	(335 91)	
	04/21/09	08/17/09	1,415.000	24,196.73	28,467 11	(4,270 38)	
	04/23/09	08/17/09	505 000	8,635 58	10,506.17	(1,870 59)	
	06/18/09	08/17/09	345.000	5,899 56	6,012.69	(113.13)	
VERIZON COMMUNICATIONS	03/23/05	06/18/09	675.000	20,352.07	22,767 47	(2,415.40)	

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REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
	03/23/05	08/17/09	410.000	12,473.52	13,829 13	(1,355 61)	
	04/19/06	08/17/09	475.000	14,451 03	14,865.65	(414.62)	
	05/30/06	08/17/09	330.000	10,039 66	9,837.12	202 54	
	03/05/08	08/17/09	160.000	4,867 71	5,696.54	(828 83)	
WASTE MGMT INC (DELA)	01/14/08	06/18/09	470.000	13,292.80	15,163.99	(1,871.19)	
	01/22/08	06/18/09	295.000	8,343 36	8,590.67	(247 31)	
	01/22/08	08/17/09	300 000	8,949 37	8,736.27	213.10	
	02/01/08	08/17/09	575 000	17,152.96	18,837.75	(1,684.79)	
	02/08/08	08/17/09	580.000	17,302.11	18,993.67	(1,691.56)	
WELLS FARGO & CO NEW	07/16/08	01/12/09	415.000	10,181 38	10,065.95	115 43	
	07/16/08	03/09/09	85.000	809.48	2,061 70	(1,252.22)	
	07/16/08	03/12/09	175 000	2,383 42	4,244 68	(1,861 26)	
	07/17/08	03/12/09	500 000	6,809 76	13,939 20	(7,129 44)	
	07/18/08	03/12/09	680.000	9,261 27	18,326 54	(9,065 27)	
	07/21/08	03/12/09	520 000	7,082 15	14,604.72	(7,522 57)	
WHIRLPOOL CORP	12/04/07	04/09/09	60.000	1,982 12	4,800.16	(2,818 04)	
	12/12/07	04/09/09	170 000	5,616 01	14,178 56	(8,562 55)	
	12/12/07	04/15/09	45 000	1,554.02	3,753 15	(2,199 13)	
	12/19/07	04/15/09	275 000	9,496 79	22,304.32	(12,807.53)	
	12/19/07	04/17/09	10 000	379 77	811.07	(431.30)	
	01/04/08	04/17/09	25.000	949 43	1,915.86	(966.43)	
	01/04/08	04/24/09	265.000	10,380.65	20,308 17	(9,927 52)	
WINDSTREAM CORP	03/23/05	06/18/09	394.000	3,294 34	3,798.44	(504 10)	
	04/19/06	06/18/09	36.000	301 01	408.88	(107.87)	
	05/30/06	06/18/09	155 000	1,296.00	1,678 93	(382 93)	
	08/04/06	06/18/09	330.000	2,759.22	4,294.59	(1,535 37)	
	08/15/06	06/18/09	310.000	2,592 00	4,093 86	(1,501 86)	
	08/15/06	08/17/09	1,340 000	11,097.59	17,696.04	(6,598.45)	
	08/25/06	08/17/09	1,750 000	14,493.13	22,718.85	(8,225 72)	
	08/31/06	08/17/09	1,445 000	11,967.18	18,958 83	(6,991 65)	
	12/11/07	08/17/09	330 000	2,732.99	4,309 80	(1,576 81)	
WYETH	11/02/07	02/17/09	385 000	16,594.18	18,288 93	(1,694.75)	
	11/08/07	02/17/09	405 000	17,456 21	18,747.41	(1,291 20)	
	11/13/07	02/17/09	190 000	8,189 33	8,713 55	(524.22)	
	11/13/07	02/19/09	270 000	11,610.79	12,382.42	(771.63)	
	11/13/07	02/23/09	75.000	3,160 01	3,439.56	(279 55)	
	11/19/07	02/23/09	145.000	6,109 34	6,776.14	(666 80)	
	11/19/07	02/25/09	230 000	9,634.82	10,748.36	(1,113.54)	

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REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
XEROX CORP	06/24/08	08/17/09	1,290.000	10,450 92	17,480.27	(7,029 35)	
	06/26/08	08/17/09	1,200.000	9,721 79	16,348.92	(6,627.13)	
	07/03/08	08/17/09	1,335.000	10,815 49	17,931.99	(7,116.50)	
	07/14/08	08/17/09	1,250.000	10,126.86	16,239.00	(6,112.14)	
	06/18/09	08/17/09	825 000	6,683.73	5,682.60	1,001.13	
Net Realized Gain/(Loss) This Period				**$0.00**	**$0.00**	**$0.00**	
Net Realized Gain/(Loss) Year to Date				**$3,207,635.13**	**$4,437,056.17**	**$(1,229,421.04)**	

Gain / loss information is provided for informational purposes only and should not be used for tax preparation. Please refer to the gain / loss section of the disclosures for important information about gain / loss reporting.

A - You executed this transaction elsewhere and later transferred the security to your Morgan Stanley Smith Barney Account Another financial institution has provided Morgan Stanley Smith Barney the transaction detail for this position.

Activity

GEORGE F & SYBIL H FULLER FOUNDATION
370 MAIN STREET STE 660

CASH FLOW ACTIVITY

Transaction Date	Settlement Date	Activity Type	Description	Comments	Quantity	Price	Inflows/(Outflows)
12/3	12/3	Funds Transferred	FUNDS TRANSFERRED	PER VERBAL INSTRUCTION TO 624-025356-000 AO 12/03/0			$(281.97)

REALIZED GAIN/(LOSS) DETAIL

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
AMCOR LIMITED ADR NEW	03/23/05	06/18/09	591.000	$9,573.95	$13,267.95	$(3,694.00)	A
	03/23/05	08/17/09	629.000	11,195.90	14,121.05	(2,925.15)	A
	02/13/06	08/17/09	5 000	89 00	103 39	(14 39)	A
BANCO SANTANDER S.A	03/23/05	06/18/09	2,175.000	24,272.59	26,773.16	(2,500 57)	A
	03/23/05	07/16/09	558.000	7,064.82	6,868 70	196 12	A
	03/23/05	08/17/09	1,800 000	25,040 95	22,157.10	2,883 85	A
BAYER AG SPON ADR	03/23/05	06/18/09	157 000	8,685 01	5,191 82	3,493 19	A
	09/16/05	06/18/09	80 000	4,425 48	2,970 72	1,454 76	A
	09/19/05	06/18/09	26 000	1,438 28	962 29	475 99	A
	09/19/05	08/17/09	244 000	14,468 82	9,030 73	5,438.09	A
BG GROUP PLC	03/23/05	06/18/09	290.000	24,257.87	11,250.14	13,007 73	A
	03/23/05	08/17/09	321 000	26,273 17	12,452.75	13,820 42	A
BNP PARIBAS SP ADR REPSTG	06/24/05	06/18/09	303 000	9,862 39	10,315.15	(452.76)	A
	07/06/05	06/18/09	118.000	3,840.80	4,031.42	(190.62)	A
	07/06/05	08/17/09	192.000	7,363.01	6,559 61	803.40	A
	01/30/06	08/17/09	269 000	10,315.88	11,841.92	(1,526.04)	A
BP PLC ADS	03/23/05	06/18/09	744 000	35,459 61	46,023.84	(10,564 23)	A
	03/23/05	08/17/09	262 000	12,857 40	16,207 32	(3,349.92)	A
	03/14/07	08/17/09	267 000	13,102 77	15,937.95	(2,835.18)	
	12/17/07	08/17/09	231.000	11,336.10	17,004 76	(5,668 66)	
CANON INC ADR NEW	03/23/05	06/18/09	1,071.000	34,716 10	37,401 72	(2,685 62)	A
	03/23/05	08/17/09	749.000	25,754.08	26,156.76	(402 68)	A
	08/02/05	08/17/09	341.000	11,725 15	11,389 04	336.11	A
CARREFOUR SA UNPSON ADR	02/17/09	06/18/09	1,190 000	9,698.25	8,045.11	1,653 14	
	02/17/09	08/17/09	73 000	627 05	493.52	133.53	
	03/13/09	08/17/09	1,154 000	9,912.60	7,698.10	2,214 50	
	08/06/09	08/17/09	631 000	5,420.15	5,737 87	(317.72)	
DEUTSCHE TELEKOM AG 1 ORD 1ADS	10/17/06	06/18/09	848.000	9,811.19	13,673.41	(3,862 22)	
	10/23/06	06/18/09	881.000	10,192.99	14,216.87	(4,023 88)	

CONTINUED

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
	03/14/07	06/18/09	828.000	9,579 79	13,474 46	(3,894.67)	
	03/14/07	08/17/09	90.000	1,112.53	1,464.61	(352.08)	
	04/13/07	08/17/09	846 000	10,457.81	14,820.65	(4,362 84)	
	05/08/07	08/17/09	940.000	11,619.79	16,089.98	(4,470 19)	
	07/09/07	08/17/09	943.000	11,656.87	17,665.88	(6,009 01)	
FORTIS NL SPONS ADR NEW	03/23/05	06/18/09	2,005 000	6,536 12	57,543 50	(51,007.38)	A
	04/08/05	06/18/09	400.000	1,303.97	11,455 04	(10,151 07)	A
FOSTERS BREWING GRP SP ADR NEW	03/23/05	06/18/09	3,825 000	15,682.09	15,414.75	267 34	A
	03/23/05	08/17/09	4,080.000	17,584.35	16,442 40	1,141.95	A
	04/07/05	08/17/09	65 000	280.14	270.82	9 32	A
GLAXOSMITHKLINE PLC ADS	03/23/05	06/18/09	1,238.000	45,015 00	57,517 48	(12,502.48)	A
	03/23/05	08/17/09	482 000	18,383 78	22,393.72	(4,009.94)	A
	10/12/06	08/17/09	248.000	9,458.87	13,666 88	(4,208.01)	
	01/31/07	08/17/09	202 000	7,704.40	10,880.83	(3,176.43)	
	12/17/07	08/17/09	348.000	13,272.93	18,178.44	(4,905 51)	
HBOS PLC SPONS ADR	11/09/05	01/22/09	729.000	665 59	11,013 84	(10,348 25)	A
	11/28/05	01/22/09	791 000	722 20	11,825 83	(11,103.63)	A
	12/21/05	01/22/09	215.000	196 30	3,632.79	(3,436.49)	A
	12/22/05	01/22/09	369.000	336.91	6,190 01	(5,853.10)	A
	01/24/06	01/22/09	584.000	533 21	9,835 26	(9,302 05)	A
	01/26/06	01/22/09	200.000	182.60	3,462 62	(3,280 02)	A
	06/16/06	01/22/09	723.000	660.12	12,519 51	(11,859.39)	
	09/25/06	01/22/09	609.000	556.03	12,004 01	(11,447.98)	
	11/22/06	01/22/09	595 000	543.25	12,122.00	(11,578 75)	
	07/06/07	01/22/09	705 000	643.68	14,108.73	(13,465.05)	
	12/30/08	01/22/09	500.000	456.51	508.60	(52.09)	
HONG KONG ELECTRIC HLDG SP ADR	03/23/05	06/18/09	3,176 000	17,753.38	14,292.00	3,461 38	A
	03/23/05	08/17/09	3,184.000	17,447 87	14,328 00	3,119.87	A
IBERDROLA SA SPON ADR	09/15/08	06/18/09	313 000	9,734.05	12,895.10	(3,161 05)	
	09/26/08	06/18/09	319 000	9,920 64	13,957.37	(4,036 73)	
	09/29/08	06/18/09	4.000	124.40	166.63	(42 23)	
	10/23/08	06/18/09	24.000	746 38	668.78	77 60	
	10/23/08	08/17/09	364 000	12,088.13	10,143.19	1,944.94	
	02/02/09	08/17/09	317.000	10,527.30	9,677.03	850 27	
	07/16/09	08/17/09	155 000	5,147.42	4,937.48	209.94	
ING GROEP NV ADR	03/23/05	06/18/09	1,509.000	15,168 23	45,691 31	(30,523 08)	A
	03/23/05	08/17/09	1,152 000	14,885 99	34,881 64	(19,995.65)	A
	02/29/08	08/17/09	622.000	8,037.40	21,058.00	(13,020.60)	

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REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
KAO CORP SPONS ADR	07/06/05	06/18/09	31 000	6,742 64	7,486 33	(743 69)	A
	07/19/05	06/18/09	1.000	217.50	242 56	(25.06)	A
	07/26/05	06/18/09	3 000	652.51	690 16	(37.65)	A
	05/11/06	06/18/09	80.000	17,400 35	22,809.98	(5,409.63)	
	05/22/06	06/18/09	52.000	11,310.23	13,572.25	(2,262 02)	
	05/22/06	08/17/09	44.000	9,764 23	11,484.21	(1,719.98)	
	10/30/06	08/17/09	55.000	12,205.29	14,226.54	(2,021.25)	
	07/03/07	08/17/09	60.000	13,314 86	15,632 77	(2,317.91)	
LLOYDS BANKING GROUP PLC	03/23/05	03/20/09	2,121.000	6,758.73	75,670.00	(68,911.27)	A
	01/23/09	03/20/09	910.000	2,899.79	5,496.40	(2,596.61)	
LLOYDS TSB GROUP PLC	03/23/05	01/22/09	0.525	1.44	18.73	(17.29)	A
NATL AUST BK LTD SPNS ADR	03/23/05	06/18/09	1,728 000	30,429.29	38,590 77	(8,161.48)	A
	03/23/05	08/17/09	1,922.000	42,302 13	42,923 30	(621 17)	A
NATL GRID TRANSCO PLC ADS	03/23/05	06/18/09	295 000	13,141.91	15,463.49	(2,321.58)	A
	03/23/05	08/17/09	95.000	4,386.99	4,979.77	(592 78)	A
	10/31/05	08/17/09	221.000	10,205.51	10,188.10	17.41	A
NIPPON TELEGRAPH&TELEPHONE ADS	03/23/05	02/09/09	302.000	6,916.21	6,718.17	198 04	A
	03/23/05	06/18/09	1,407 000	28,309.38	31,299.56	(2,990.18)	A
	03/23/05	08/17/09	441 000	9,293.70	9,810 31	(516.61)	A
	04/07/05	08/17/09	670.000	14,119 69	14,937 78	(818.09)	A
	03/08/06	08/17/09	365 000	7,692 07	7,799 21	(107.14)	A
NOVARTIS AG ADR	04/13/07	06/18/09	34.000	1,418 59	1,924 16	(505 57)	
	04/25/07	06/18/09	260 000	10,848.01	15,134.86	(4,286 85)	
	04/27/07	06/18/09	266 000	11,098.35	15,686 31	(4,587 96)	
	05/16/07	06/18/09	273 000	11,390 41	15,655 19	(4,264.78)	
	06/07/07	06/18/09	175 000	7,301.55	9,743 02	(2,441.47)	
	06/07/07	08/17/09	118.000	5,246.56	6,569.58	(1,323.02)	
	06/18/07	08/17/09	289.000	12,849 62	16,123 48	(3,273.86)	
	07/06/07	08/17/09	312 000	13,872 25	17,236 03	(3,363 78)	
	10/23/07	08/17/09	314.000	13,961 18	16,380 69	(2,419 51)	
REED ELSEVIER NV-SPONS ADR	03/23/05	06/18/09	959 000	21,518.54	32,409.40	(10,890 86)	
	03/23/05	08/17/09	477 000	9,650.70	16,120.21	(6,469 51)	
	02/03/06	08/17/09	450 000	9,104.43	14,730.26	(5,625 83)	
	02/25/08	08/17/09	22 000	445 11	819 44	(374 33)	
ROYAL BK SCOTLAND GROUP SP ADR	06/11/08	02/09/09	171 000	1,265 05	14,894 75	(13,629 70)	
	06/19/08	02/09/09	160 000	1,183.67	14,311.00	(13,127 33)	
	09/11/08	02/09/09	175 000	1,294.64	14,230 04	(12,935.40)	
ROYAL DUTCH SHELL PLC	03/23/05	06/18/09	601 000	30,530.31	35,952 24	(5,421.93)	A

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GEORGE F & SYBIL H FULLER FOUNDATION
370 MAIN STREET STE 660

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
	03/23/05	08/17/09	429 000	22,084.78	25,663 08	(3,578.30)	A
	08/14/07	08/17/09	205.000	10,553.33	15,135.23	(4,581.90)	
RWE AG SPONSORED ADR	03/23/05	02/03/09	72 000	5,654.49	4,230 00	1,424.49	A
	03/23/05	06/18/09	512.000	40,324.08	30,080.00	10,244.08	A
	03/23/05	08/17/09	510.000	41,701 62	29,962.50	11,739 12	A
SASOL LTD SPON ADR	03/23/05	06/18/09	477.000	17,225 21	10,900 45	6,324 76	A
	03/23/05	08/17/09	510.000	17,515 24	11,654.57	5,860.67	A
SEVEN & I HLDGS CO LTD ADR	02/17/09	06/18/09	177 000	8,672 77	8,871 84	(199 07)	
	03/12/09	06/18/09	117.000	5,732.85	4,706.24	1,026.61	
	03/12/09	08/17/09	86.000	3,869.90	3,459.29	410 61	
	04/28/09	08/17/09	197.000	8,864.77	8,752.75	112.02	
SIEMENS AKTIENGESELLSCHAFT	09/15/08	06/18/09	139 000	9,797 09	13,357.26	(3,560.17)	
	09/22/08	06/18/09	70 000	4,933 79	7,019.95	(2,086 16)	
	09/22/08	08/17/09	70 000	5,518 41	7,019.95	(1,501.54)	
	09/29/08	08/17/09	139.000	10,957.99	12,946.17	(1,988.18)	
SINGAPORE TELECOM LTD ADR NEW	06/05/08	06/18/09	580.000	11,588.10	15,394 42	(3,806 32)	
	08/05/08	06/18/09	572.000	11,428.27	14,604.48	(3,176 21)	
	08/18/08	06/18/09	55.000	1,098.87	1,353.31	(254.44)	
	08/18/08	08/17/09	520.000	11,008.11	12,794.96	(1,786.85)	
	11/18/08	08/17/09	629 000	13,315 59	10,054.94	3,260 65	
SOCIETE GENERALE SP ADR	03/23/05	06/18/09	2,170.000	23,934.48	45,244 50	(21,310.02)	A
	03/23/05	08/17/09	1,531.000	22,290.79	30,315 90	(8,025.11)	A
	05/06/08	08/17/09	919 000	13,380.29	20,621 14	(7,240 85)	
STORA ENSO SP ADR SER R	05/17/05	06/18/09	270 000	1,374 26	3,528.44	(2,154.18)	A
	05/18/05	06/18/09	495.000	2,519.48	6,584 74	(4,065.26)	A
	06/08/05	06/18/09	247 000	1,257 20	3,346.85	(2,089.65)	A
	06/08/05	08/17/09	58 000	374 67	785.90	(411 23)	A
	06/09/05	08/17/09	475 000	3,068 42	6,302.40	(3,233 98)	A
	08/12/05	08/17/09	1 000	6 46	13.88	(7.42)	A
	08/30/05	08/17/09	837 000	5,406.88	11,198.73	(5,791.85)	A
TAIWAN SMCNDCTR MFG CO LTD ADR	12/13/07	06/18/09	1,709.000	15,894 15	16,668.95	(774.80)	
	01/08/08	06/18/09	669 000	6,221 87	5,890.83	331.04	
	01/08/08	08/14/09		6.71	0.00	6 71	Cash in Lieu
	01/08/08	08/17/09	1,142.391	11,711.26	10,011 77	1,699 49	
	05/02/08	08/17/09	1,400 609	14,358 40	15,534 57	(1,176.17)	
TAKEDA PHARMACEUTICAL CO LTD	06/05/08	06/18/09	540 000	10,394 73	15,399 45	(5,004 72)	
	06/10/08	06/18/09	569 000	10,952 97	15,635 04	(4,682 07)	
	06/30/08	06/18/09	260.000	5,004.87	6,574.26	(1,569 39)	

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REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
	06/30/08	08/17/09	288.000	5,601 45	7,282.25	(1,680.80)	
	07/18/08	08/17/09	582.000	11,319.61	14,086 26	(2,766 65)	
	09/30/08	08/17/09	494.000	9,608.05	12,560.49	(2,952.44)	
TELECOM CP NZ LTD ADS	05/17/06	06/18/09	388 000	3,329 73	6,087.79	(2,758.06)	
	05/17/06	08/17/09	234.000	2,091 97	3,671 50	(1,579 53)	
	06/30/06	08/17/09	31.000	277.14	436 96	(159 82)	
	08/07/06	08/17/09	1,001.000	8,949.00	14,319.27	(5,370.27)	
TELEFONICA SA ADR	03/23/05	03/18/09	161 000	9,530 58	8,201 54	1,329 04	A
	03/23/05	05/12/09	150 000	9,097.23	7,641.19	1,456 04	A
	03/23/05	06/18/09	417 000	27,034 66	21,242 50	5,792 16	A
	04/07/05	06/18/09	196 000	12,706 94	9,884.94	2,822 00	A
	04/07/05	08/17/09	64 000	4,477 45	3,227.74	1,249.71	A
	10/20/05	08/17/09	220 000	15,391.24	10,926.26	4,464 98	A
	01/31/06	08/17/09	369 000	25,815 31	16,886.25	8,929.06	A
TELSTRA CP LTD GDR	03/23/05	06/18/09	1,178 000	15,608 09	24,679.10	(9,071 01)	A
	04/06/05	06/18/09	5.000	66.25	97 13	(30 88)	A
	04/07/05	06/18/09	25 000	331.24	484 84	(153 60)	A
	08/12/05	06/18/09	537 000	7,115.07	9,978.86	(2,863.79)	A
	08/12/05	08/17/09	48.000	703.18	891 96	(188 78)	A
	09/06/05	08/17/09	5 000	73 25	84.34	(11 09)	A
	10/25/05	08/17/09	635.000	9,302.51	10,049.19	(746.68)	A
	10/27/05	08/17/09	59 000	864 33	949.48	(85 15)	A
	02/08/06	08/17/09	40.000	585.98	596 28	(10 30)	A
	02/09/06	08/17/09	10.000	146.50	152 29	(5 79)	A
	05/11/09	08/17/09	1,021 000	14,957.26	12,510 42	2,446 84	
TOKI MARINE HOLDING INS ADR	03/23/05	06/18/09	1,252 000	33,364 94	38,167.61	(4,802.67)	A
	03/23/05	08/17/09	385.000	10,614 18	11,736.84	(1,122.66)	A
	01/29/07	08/17/09	400 000	11,027 72	14,219 04	(3,191 32)	
	03/12/07	08/17/09	413 000	11,386.12	14,691 28	(3,305.16)	
TOTAL FINA ELF SA	03/23/05	02/04/09	195 000	10,252.34	11,137 23	(884 89)	
	03/23/05	06/18/09	820 000	44,388 73	46,833 47	(2,444.74)	
	03/23/05	08/17/09	265 000	13,949 24	15,135 21	(1,185.97)	
	03/02/06	08/17/09	240 000	12,633 27	14,967 12	(2,333.85)	
	01/17/07	08/17/09	336.000	17,686.58	22,293 87	(4,607 29)	
TOYOTA MOTOR CP ADR NEW	03/23/05	05/04/09	124 000	10,063.46	9,427 30	636 16	A
	03/23/05	06/18/09	379.000	28,908.42	28,814 08	94 34	A
	03/23/05	08/17/09	307 000	25,710.62	23,340 17	2,370.45	A
	04/07/05	08/17/09	95 000	7,956.05	7,286.50	669 55	A

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REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
UNILEVER PLC (NEW) ADS	03/23/05	06/18/09	1,823.000	44,192.03	38,852 40	5,339 63	A
	08/02/05	06/18/09	161.000	3,902 86	3,527.07	375 79	A
	08/02/05	08/17/09	81.000	2,149.20	1,774 49	374.71	A
	08/03/05	08/17/09	170 000	4,510.66	3,737 22	773.44	A
	08/04/05	08/17/09	86.000	2,281.87	1,962.62	319.25	A
	01/24/06	08/17/09	518.000	13,744.26	11,921 47	1,822.79	A
	03/01/06	08/17/09	656 000	17,405 86	15,464.69	1,941.17	A
	05/10/06	08/17/09	639 000	16,954 79	14,905 32	2,049.47	
	07/14/06	08/17/09	3.000	79.60	66 06	13 54	
UPM KYMMENE CORP ADR	03/23/05	06/18/09	1,146 000	9,225 06	25,250.05	(16,024.99)	A
	03/23/05	08/17/09	1,115.000	12,532.27	24,567 02	(12,034.75)	A
UTD OVERSEAS BK LTD SPON ADR	09/26/06	06/18/09	155 000	2,977 47	3,147 20	(169 73)	
	10/11/06	06/18/09	507 000	9,739 22	10,691.66	(952 44)	
	10/11/06	08/17/09	133 000	2,939 22	2,804 72	134 50	
	11/13/08	08/17/09	546.000	12,066.29	8,765.10	3,301.19	
VODAFONE GP PLC ADS NEW	08/14/09	08/17/09	268.000	5,591.00	5,659 52	(68.52)	
Net Realized Gain/(Loss) This Period				**$0.00**	**$0.00**	**$0.00**	
Net Realized Gain/(Loss) Year to Date				**$2,099,771.31**	**$2,642,738.29**	**$(542,966.98)**	

Gain / loss information is provided for informational purposes only and should not be used for tax preparation Please refer to the gain / loss section of the disclosures for important information about gain / loss reporting

A - You executed this transaction elsewhere and later transferred the security to your Morgan Stanley Smith Barney Account. Another financial institution has provided Morgan Stanley Smith Barney the transaction detail for this position.