Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

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

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

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

Name of foundation: CALDERWOOD CHARITABLE FOUNDATION

Number and street (or P O box number if mail is not delivered to street address): CHOATE LLP P O BOX 961019 | Room/suite

City or town, state, and ZIP code: BOSTON, MA 02196

A Employer identification number 04-6186166

B Telephone number (617) 248-5255

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: [X] 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)* ▶$ 56,695,114.

J Accounting method: [X] Cash [ ] Accrual
[ ] Other (specify)
(Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	253,848.		N/A	
	2 Check ▶ [ ] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	13,973.	13,973.		STATEMENT 1
	4 Dividends and interest from securities	1,827,710.	1,827,710.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-8,101,538.			
	b Gross sales price for all assets on line 6a 33,251,369.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 **Total.** Add lines 1 through 11	-6,006,007.	1,841,683.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 3	3,631.	3,500.		131.
	b Accounting fees STMT 4	12,030.	5,850.		1,950.
	c Other professional fees STMT 5	338,068.	293,911.		44,157.
	17 Interest				
	18 Taxes STMT 6	58,322.	28,809.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 7	250.	0.		250.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	412,301.	332,070.		46,488.
	25 Contributions, gifts, grants paid	11,684,195.			11,684,195.
	26 **Total expenses and disbursements.** Add lines 24 and 25	12,096,496.	332,070.		11,730,683.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-18102503.			
	b **Net investment income** (if negative, enter -0-)		1,509,613.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	5,966,572.	2,126,393.	2,126,393.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 10	4,530,152.	3,551,939.	3,802,406.
	b Investments - corporate stock STMT 11	52,396,954.	37,786,551.	41,182,594.
	c Investments - corporate bonds STMT 12	8,115,932.	9,248,842.	9,583,721.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	71,009,610.	52,713,725.	56,695,114.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	65,043,038.	52,584,681.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	5,966,572.	129,044.	
	30 **Total net assets or fund balances**	71,009,610.	52,713,725.	
	31 **Total liabilities and net assets/fund balances**	71,009,610.	52,713,725.	

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	71,009,610.
2	Enter amount from Part I, line 27a	2	-18,102,503.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	83,295.
4	Add lines 1, 2, and 3	4	52,990,402.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	276,677.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	52,713,725.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SEE SCHEDULUE ATTACHED	P	VARIOUS	VARIOUS
b	SEE SCHEDULUE ATTACHED	P	VARIOUS	VARIOUS
c	CAPITAL GAINS DIVIDENDS			
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	15,810,351.		19,953,278.	-4,142,927.
b	17,439,346.		21,399,629.	-3,960,283.
c	1,672.			1,672.
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				-4,142,927.
b				-3,960,283.
c				1,672.
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 } — 2 — -8,101,538.

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

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	6,245,739.	71,345,375.	.087542
2007	3,386,142.	55,361,261.	.061164
2006	6,387,686.	40,329,995.	.158385
2005	2,326,301.	8,826,046.	.263572
2004	1,923,240.	9,182,794.	.209440

2	**Total** of line 1, column (d)	2	.780103
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	.156021
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	56,343,087.
5	Multiply line 4 by line 3	5	8,790,705.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	15,096.
7	Add lines 5 and 6	7	8,805,801.
8	Enter qualifying distributions from Part XII, line 4	8	11,730,683.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary-see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b			1	15,096.
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	15,096.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	15,096.
6 Credits/Payments:				
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	27,000.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c			
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	27,000.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9 **Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	11,904.
11 Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 11,904. **Refunded** ▶			11	0.

Part VII-A **Statements Regarding Activities**

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see 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
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MA			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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 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 ▶ CHOATE HALL & STEWART LLP Telephone no. ▶ (617) 248-5255
Located at ▶ TWO INTERNATIONAL PLACE, BOSTON, MA ZIP+4 ▶ 02110

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

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

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

			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		X
	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 ▶ ______, ______, ______, ______				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

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

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JOHN M. CORNISH CHOATE HALL & STEWART LLP TWO INT'L BOSTON, MA 02110	TRUSTEE 2.00	0.	0.	0.
WILLIAM A. LOWELL CHOATE HALL & STEWART LLP TWO INT'L BOSTON, MA 02110	TRUSTEE 1.00	0.	0.	0.

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

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

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

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
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 N/A	0.
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	0.
2	
All other program-related investments. See instructions.	
3 N/A	0.
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities		1a	52,346,713.
b	Average of monthly cash balances		1b	4,854,391.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	57,201,104.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	57,201,104.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	858,017.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	56,343,087.
6	**Minimum investment return.** Enter 5% of line 5		6	2,817,154.

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

1	Minimum investment return from Part X, line 6		1	2,817,154.
2a	Tax on investment income for 2009 from Part VI, line 5	2a 15,096.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	15,096.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	2,802,058.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	2,802,058.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	2,802,058.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	11,730,683.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	11,730,683.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	15,096.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	11,715,587.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				2,802,058.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years: ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004 1,466,084.				
b From 2005 1,889,903.				
c From 2006 4,403,916.				
d From 2007 667,605.				
e From 2008 2,721,756.				
f **Total** of lines 3a through e	11,149,264.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 11,730,683.				
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				2,802,058.
e Remaining amount distributed out of corpus	8,928,625.			
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	20,077,889.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	1,466,084.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	18,611,805.			
10 Analysis of line 9:				
a Excess from 2005 1,889,903.				
b Excess from 2006 4,403,916.				
c Excess from 2007 667,605.				
d Excess from 2008 2,721,756.				
e Excess from 2009 8,928,625.				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

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

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

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 13				
Total			▶ 3a	11,684,195.
b *Approved for future payment*				
NONE				
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
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	13,973.	
4 Dividends and interest from securities			14	1,827,710.	
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					
8 Gain or (loss) from sales of assets other than inventory			18	-8,101,538.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		-6,259,855.	0.

13 **Total**. Add line 12, columns (b), (d), and (e) 13 -6,259,855.

(See worksheet in line 13 instructions 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).
	N/A

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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
		N/A	

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
N/A		

Sign Here

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

Signature of officer or trustee — Date 7/19/10 — Title TRUSTEE

Paid Preparer's Use Only

Preparer's signature	Date 7/19/10	Check if self-employed ☐ — Preparer's identifying number
Firm's name (or yours if self-employed), address, and ZIP code: CHOATE HALL & STEWART LLP, P O BOX 961019, BOSTON, MA 02196	EIN	Phone no. (617) 248-5255

Form **990-PF** (2009)

923622
02-02-10

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

Schedule of Contributors

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

OMB No 1545-0047

2009

Name of the organization	**Employer identification number**
CALDERWOOD CHARITABLE FOUNDATION	04-6186166

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of $5,000 or more during the year ▶ $ ____________

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

Name of organization	Employer identification number
CALDERWOOD CHARITABLE FOUNDATION	04-6186166

Part I **Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	NORMA JEAN CALDERWOOD TRUST CHOATE HALL & STEWART LLP TWO INT'L PLACE BOSTON, MA 02110	$ 253,848.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
U.S. GOVERNMENT OBLIGATIONS - BLACKROCK FEDERAL TRUST FUND	3,266.
U.S. GOVERNMENT OBLIGATIONS - BLACKROCK LIQUIDITY FDS	10,707.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	13,973.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS AND INTEREST	1,829,382.	1,672.	1,827,710.
TOTAL TO FM 990-PF, PART I, LN 4	1,829,382.	1,672.	1,827,710.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CHOATE HALL & STEWART LLP - LEGAL EXPENSE	0. 3,631.	0. 3,500.		0. 131.
TO FM 990-PF, PG 1, LN 16A	3,631.	3,500.		131.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CHOATE HALL & STEWART LLP - TAX PREPARATION FEE	0. 7,800.	0. 5,850.		0. 1,950.
CHOATE HALL & STEWART LLP - TAX PREPARATION FEE	0. 4,230.	0. 0.		0. 0.
TO FORM 990-PF, PG 1, LN 16B	12,030.	5,850.		1,950.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CHOATE HALL & STEWART LLP - INVESTMENT MANAGEMENT, RECORDKEEPING, CUSTODY, AND GRANT ADMINISTRATION	326,568.	293,911.		32,657.
BRIGHAM NAHAS RESEARCH ASSOCIATES - CONSULTING SERVICES	1,500.	0.		1,500.
FRANK PORTER - TRUST SERVICES	10,000.	0.		10,000.
TO FORM 990-PF, PG 1, LN 16C	338,068.	293,911.		44,157.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX ON NET INVESTMENT INCOME - 2009 ESTIMATES	27,000.	0.		0.
EXCISE TAX ON NET INVESTMENT INCOME - 2008	2,387.	0.		0.
EXCISE TAX - 2007 UNDERPAYMENT PENALTY	126.	0.		0.
FOREIGN TAXES WITHHELD	28,809.	28,809.		0.
TO FORM 990-PF, PG 1, LN 18	58,322.	28,809.		0.

FORM 990-PF — OTHER EXPENSES — STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
COMMONWEALTH OF MASSACHUSETTS - FORM PC FILING FEE	250.	0.		250.
TO FORM 990-PF, PG 1, LN 23	250.	0.		250.

FORM 990-PF — OTHER INCREASES IN NET ASSETS OR FUND BALANCES — STATEMENT 8

DESCRIPTION	AMOUNT
2008 INTEREST RECEIVED IN 2009	7,308.
2008 DIVIDEND RECEIVED IN 2009	75,987.
TOTAL TO FORM 990-PF, PART III, LINE 3	83,295.

FORM 990-PF — OTHER DECREASES IN NET ASSETS OR FUND BALANCES — STATEMENT 9

DESCRIPTION	AMOUNT
2009 INTEREST RECEIVED IN 2010	218.
2009 DIVIDEND RECEIVED IN 2010	262,415.
T ROWE PRIC REAL ESTATE FUND - RETURN OF CAPITAL	14,044.
TOTAL TO FORM 990-PF, PART III, LINE 5	276,677.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 10

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
U.S. GOVERNMENT OBLIGATIONS	X		3,551,939.	3,802,406.
TOTAL U.S. GOVERNMENT OBLIGATIONS			3,551,939.	3,802,406.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			3,551,939.	3,802,406.

FORM 990-PF CORPORATE STOCK STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS	25,376,562.	28,385,101.
ALTERNATIVE INVESTMENTS	12,409,989.	12,797,493.
TOTAL TO FORM 990-PF, PART II, LINE 10B	37,786,551.	41,182,594.

FORM 990-PF CORPORATE BONDS STATEMENT 12

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	9,163,426.	9,498,305.
NOTE RECEIVABLE	85,416.	85,416.
TOTAL TO FORM 990-PF, PART II, LINE 10C	9,248,842.	9,583,721.

FORM 990-PF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR STATEMENT 13

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
BOSTON ATHENAEUM 10 1/2 BEACON STREET BOSTON, MA	NONE GENERAL	PUBLIC	250,000.
BOSTON ATHENAEUM 10 1/2 BEACON STREET BOSTON, MA	NONE CALDERWOOD WRITING INITIATIVE	PUBLIC	592,955.
BOSTON BAROQUE BELMONT, MA	NONE GENERAL	PUBLIC	50,000.
HARVARD UNIVERSITY ART MUSEUM 124 MOUNT AUBURN STREET CAMBRIDGE, MA	NONE CALDERWOOD COURTYARD FUND	PUBLIC	2,500,000.
HUNTINGTON THEATRE COMPANY 252 HUNTINGTON AVENUE BOSTON, MA	NONE GENERAL	PUBLIC	500,000.
ISABELLA STEWART GARDNER MUSEUM 280 THE FENWAY BOSTON, MA	NONE GENERAL	PUBLIC	4,450,000.
MASSACHUSETTS GENERAL HOSPITAL BOSTON, MA	NONE GENERAL	PUBLIC	100,000.
MUSEUM OF FINE ARTS BOSTON, MA	NONE EGYPTIAN COLLECTION ENDOWMENT	PUBLIC	236,240.

MUSEUM OF FINE ARTS BOSTON, MA	NONE GENERAL	PUBLIC	1,000,000.
NEW ENGLAND CONSERVATORY BOSTON, MA	NONE GENERAL	PUBLIC	1,000,000.
PEABODY ESSEX MUSEUM 161 ESSEX STREET SALEM, MA	NONE GENERAL	PUBLIC	500,000.
PMC JIMMY FUND 77 4TH AVENUE NEEDHAM, MA	NONE GENERAL	PUBLIC	5,000.
WGBH BOSTON, MA	NONE BREAKING NEW GROUND	PUBLIC	500,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			11,684,195.

FROM 01/01/2009 STATEMENT OF CAPITAL GAINS AND LOSSES
TO 12/31/2009 CALDERWOOD CHARITABLE FOUNDATION RUN 02/05/2010 10·07 18 AM

TRUST YEAR ENDING 12/31/2009

TAX PREPARER. TPK
TRUST ADMINISTRATOR LCT
INVESTMENT OFFICER DBP

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
500000.0000 FEDERAL HOME LN MTG CORP MTN DTD 3/30/2004 4% 9/30/2014 - 3128X2R49						
SOLD		01/07/2009	500000 00			
ACQ	500000 0000	08/31/2005	500000 00	478437 50	21562 50	LT15
12000 0000 IPATH COMMODITY INDEX ETN - 06738C778						
SOLD		01/21/2009	402156 14			
ACQ	12000 0000	06/17/2008	402156.14	840775 20	-438619 06	ST
12220 0000 IPATH COMMODITY INDEX ETN - 06738C778						
SOLD		01/21/2009	409529 01			
ACQ	12220 0000	11/25/2008	409529 01	449421 05	-39892 04	ST
15000 0000 IPATH COMMODITY INDEX ETN - 06738C778						
SOLD		01/21/2009	502695 18			
ACQ	15000 0000	08/22/2008	502695 18	892339 50	-389644 32	ST
8575 1930 FIDELITY MSCI EAFE I - 315911875						
SOLD		04/23/2009	209491 97			
ACQ	8575 1930	08/26/2008	209491 97	328258 39	-118766 42	ST
57736.7180 FIDELITY MSCI EAFE I - 315911875						
SOLD		04/23/2009	1410508 03			
ACQ	57736 7180	06/19/2008	1410508 03	2500000 00	-1089491 97	ST
7000 0000 ISHARES JPMORGAN EMERGING MKTS BONDS - 464288281						
SOLD		04/23/2009	621618 32			
ACQ	7000 0000	08/22/2008	621618 32	696273 20	-74654 88	ST
4400 0000 ISHARES JPMORGAN EMERGING MKTS BONDS - 464288281						
SOLD		04/23/2009	390731 51			
ACQ	4400 0000	11/25/2008	390731 51	355772 12	34959 39	ST
8800.0000 ISHARES JPMORGAN EMERGING MKTS BONDS - 464288281						
SOLD		04/23/2009	781463 03			
ACQ	8800 0000	06/17/2008	781463 03	881356 08	-99893 05	ST
6717.0450 LAZARD EMERGING MARKETS I - 52106N889						
SOLD		04/23/2009	80000 00			
ACQ	6717 0450	11/25/2008	80000.00	71267 85	8732 15	ST
8902.9290 MFS INTERNATIONAL VALUE I - 55273E822						
SOLD		04/23/2009	155000 00			
ACQ	8902 9290	06/19/2008	155000 00	261479 02	-106479 02	ST
8400.0000 SPDR S&P 400 MID CAP - 595635103						
SOLD		04/23/2009	810442 23			
ACQ	8400 0000	08/22/2008	810442 23	1240075 20	-429632 97	ST
74484 7890 PIMCO TOTAL RETURN - 693390700						
SOLD		04/23/2009	759000 00			
ACQ	74484 7890	10/05/2007	759000 00	779110 90	-20110.90	LT15
2300 0000 SPDR INDEX FDS SHS S&P EMERGING EUR ETF - 78463X608						
SOLD		04/23/2009	62101 39			
ACQ	2300 0000	08/22/2008	62101 39	123755 41	-61654 02	ST
2000 0000 SPDR INDEX FDS SHS S&P EMERGING EUR ETF - 78463X608						
SOLD		04/23/2009	54001 21			
ACQ	2000 0000	06/17/2008	54001 21	136376 00	-82374 79	ST
4500 0000 SPDR INDEX FDS SHS S&P EMERGING EUR ETF - 78463X608						
SOLD		04/23/2009	121502 72			
ACQ	4500 0000	11/25/2008	121502 72	110893 05	10609 67	ST
2000 0000 SPDR INDEX S&P EMRG MID EAST AND AFRICA - 78463X806						
SOLD		04/23/2009	85124.41			
ACQ	2000 0000	08/22/2008	85124 41	124577 80	-39453 39	ST
2000 0000 SPDR INDEX S&P EMRG MID EAST AND AFRICA - 78463X806						
SOLD		04/23/2009	85124 41			
ACQ	2000 0000	06/17/2008	85124.41	133319 01	-48194 60	ST
1700 0000 SPDR INDEX S&P EMRG MID EAST AND AFRICA - 78463X806						
SOLD		04/23/2009	72355 74			
ACQ	1700 0000	11/25/2008	72355 74	66157 03	6198 71	ST
32943 4700 SSGA EMERGING MARKETS - 784924425						
SOLD		04/23/2009	417393 77			
ACQ	32943 4700	11/25/2008	417393 77	338000 00	79393 77	ST
10254 1240 SSGA EMERGING MARKETS - 784924425						
SOLD		04/23/2009	129919 75			
ACQ	10254 1240	08/26/2008	129919 75	230000 00	-100080 25	ST
15908 2510 SSGA EMERGING MARKETS - 784924425						
SOLD		04/23/2009	201557 54			
ACQ	15908 2510	06/20/2008	201557 54	430000 00	-228442 46	ST
3806 7790 SSGA EMERGING MARKETS - 784924425						
SOLD		04/23/2009	48231 89			
ACQ	3806.7790	10/05/2007	48231.89	128000 00	-79768 11	LT15
45502 9060 SSGA EMERGING MARKETS - 784924425						
SOLD		04/23/2009	576521.82			
ACQ	45502 9060	10/05/2007	576521 82	1530000 00	-953478 18	LT15
1996 3700 SELECTED AMERICAN - 816221204						
SOLD		04/23/2009	54580 76			
ACQ	1996 3700	11/25/2008	54580 76	55000 00	-419 24	ST
20450 6900 SELECTED AMERICAN - 816221204						
SOLD		04/23/2009	559121 86			
ACQ	20450.6900	08/26/2008	559121 86	844000 00	-284878 14	ST
15645 9540 SELECTED AMERICAN - 816221204						
SOLD		04/23/2009	427760 38			
ACQ	15645 9540	06/19/2008	427760 38	700000 00	-272239 62	ST
8007 8980 FIDELITY INTERNATIONAL DISCOVERY - 315910208						
SOLD		06/09/2009	204201 40			
ACQ	8007 8980	10/05/2007	204201 40	365000 00	-160798 60	LT15

TAX PREPARER TPK
TRUST ADMINISTRATOR LCT
INVESTMENT OFFICER DBP

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
3364 6510 FIDELITY INTERNATIONAL DISCOVERY - 315910208						
SOLD		06/09/2009	85798.60			
ACQ	3364 6510	10/05/2007	85798 60	153360 79	-67562 19	LT15
14925 3730 MFS INTERNATIONAL VALUE I - 55273E822						
SOLD		06/09/2009	300000 00			
ACQ	14925 3730	06/19/2008	300000 00	438358 21	-138358 21	ST
500000 0000 UNITED STATES TREAS NTS DTD 6/15/2004 4% 6/15/2009 - 912828CL2						
SOLD		06/15/2009	500000 00			
ACQ	500000 0000	06/15/2004	500000 00	499775.00	225.00	LT15
5614 9730 BRANDYWINE BLUE - 10532B101						
SOLD		07/06/2009	104382 35			
ACQ	5614 9730	11/25/2008	104382 35	105000 00	-617 65	ST
29333 3330 BRANDYWINE BLUE - 10532B101						
SOLD		07/06/2009	545306 66			
ACQ	29333 3330	08/26/2008	545306 66	880000 00	-334693 34	ST
20420 0700 BRANDYWINE BLUE - 10532B101						
SOLD		07/06/2009	379609 10			
ACQ	20420.0700	06/19/2008	379609 10	700000 00	-320390 90	LT15
1808 7100 DODGE & COX STOCK - 256219106						
SOLD		07/06/2009	135201 07			
ACQ	1808 7100	11/25/2008	135201 07	125000 00	10201 07	ST
7329 1360 DODGE & COX STOCK - 256219106						
SOLD		07/06/2009	547852 91			
ACQ	7329 1360	08/26/2008	547852 91	815000 00	-267147 09	ST
5921 6650 DODGE & COX STOCK - 256219106						
SOLD		07/06/2009	442644 46			
ACQ	5921 6650	06/19/2008	442644.46	700000 00	-257355 54	LT15
18214 9350 FIDELITY INTERNATIONAL DISCOVERY - 315910208						
SOLD		07/06/2009	446265 91			
ACQ	18214 9350	04/27/2009	446265 91	400000 00	46265 91	ST
14331 3560 FIDELITY INTERNATIONAL DISCOVERY - 315910208						
SOLD		07/06/2009	351118 22			
ACQ	14331 3560	11/25/2008	351118.22	314000 00	37118 22	ST
96459 8350 FIDELITY INTERNATIONAL DISCOVERY - 315910208						
SOLD		07/06/2009	2363265 96			
ACQ	96459 8350	10/05/2007	2363265 96	4396639 21	-2033373 25	LT15
1528 2730 MFS INTERNATIONAL VALUE I - 55273E822						
SOLD		07/06/2009	30275 09			
ACQ	1528 2730	11/25/2008	30275 09	30000 00	275 09	ST
83395 3840 MFS INTERNATIONAL VALUE I - 55273E822						
SOLD		07/06/2009	1652062 56			
ACQ	83395 3840	08/26/2008	1652062 56	2240000 00	-587937 44	ST
28153.3120 MFS INTERNATIONAL VALUE I - 55273E822						
SOLD		07/06/2009	557717 11			
ACQ	28153 3120	06/19/2008	557717 11	826862 77	-269145 66	LT15
400000 0000 CIT GROUP INC NEW L GLOBAL NT DTD 2/1/2005 4 25% 2/1/2010 - 125581AQ1						
SOLD		07/13/2009	262000 00			
ACQ	400000 0000	02/18/2005	262000.00	397652 00	-135652 00	LT15
400000 0000 MERRILL LYNCH CO DTD 9/10/2004 4 125% 9/10/2009 - 59018YUH2						
SOLD		09/10/2009	400000 00			
ACQ	400000 0000	12/20/2004	400000 00	401085 02	-1085 02	LT15
500000.0000 BELLSOUTH CORP DTD 9/13/2004 4 2% 9/15/2009 - 079860AF9						
SOLD		09/15/2009	500000 00			
ACQ	500000 0000	08/31/2005	500000 00	483281 25	16718 75	LT15
500000 0000 HOME DEPOT INC DTD 9/16/2004 3 75% 9/15/2009 - 437076AL6						
SOLD		09/15/2009	500000 00			
ACQ	500000 0000	08/31/2005	500000 00	481406 25	18593 75	LT15
500000 0000 INTERNATIONAL LEASE FIN MTN DTD 11/5/2003 4 375% 11/1/2009 - 45974VZN1						
SOLD		11/01/2009	500000 00			
ACQ	500000 0000	08/31/2005	500000 00	484375 00	15625 00	LT15
3890 0000 ISHARES CANADA - 464286509						
SOLD		12/18/2009	99328 59			
ACQ	3890 0000	04/23/2009	99328 59	71246 52	28082 07	ST
41000 0000 ISHARES MSCI EMERGING MKTS - 464287234						
SOLD		12/18/2009	1648042 78			
ACQ	41000 0000	04/23/2009	1648042 78	1125577 10	522465 68	ST
830 0000 ISHARES S&P SMALL CAP 600 - 464287804						
SOLD		12/18/2009	44238 69			
ACQ	830 0000	08/22/2008	44238 69	53081 82	-8843 13	LT15
42930 0000 LAZARD EMERGING MARKETS I - 52106N889						
SOLD		12/18/2009	773169 30			
ACQ	42930 0000	11/25/2008	773169.30	455487 30	317682.00	LT15
2580 0000 SPDR S&P 400 MID CAP - 595635103						
SOLD		12/18/2009	333373 10			
ACQ	2580 0000	11/25/2008	333373 10	221817 82	111555 28	LT15
400 0000 SPDR S&P 400 MID CAP - 595635103						
SOLD		12/18/2009	51685.75			
ACQ	400 0000	08/22/2008	51685 75	59051 20	-7365 45	LT15
143790 8490 T ROWE PRICE HIGH YIELD I - 77958B204						
SOLD		12/18/2009	1343006 53			
ACQ	143790 8490	04/27/2009	1343006 53	1100000 00	243006 53	ST
60313 6300 T ROWE PRICE HIGH YIELD I - 77958B204						
SOLD		12/18/2009	563329 31			
ACQ	60313 6300	07/06/2009	563329 31	500000 00	63329 31	ST

TRUST YEAR ENDING 12/31/2009

TAX PREPARER TPK
TRUST ADMINISTRATOR LCT
INVESTMENT OFFICER DBP

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
31690 0000 T ROWE PRICE REAL ESTATE - 779919109						
SOLD		12/18/2009	429082.60			
ACQ	31690 0000	06/19/2008	429082 60	607,079.66	- 177,997.06	LT15
32000 0000 SPDR S&P 500 - 78462F103						
SOLD		12/18/2009	3513509 65			
ACQ	32000 0000	11/25/2008	3513509 65	2713798 40	799711 25	LT15
4750 0000 SPDR DJ WILSHIRE INTL REAL ESTATE - 78463X863						
SOLD		12/18/2009	159273 37			
ACQ	4750 0000	06/17/2008	159273 37	242971 05	-83697 68	LT15
35055 4300 VANGUARD INSTL INDEX FD SH BEN INT - 922040100						
SOLD		12/18/2009	3556022 82			
ACQ	35055 4300	06/20/2008	3556022 82	4241356.52	-685333 70	LT15
		TOTALS	33249696 96	41,352,907.20		

SUMMARY OF CAPITAL GAINS/LOSSES				
Short Term	15,810,351.34	19,953,277.74	(4,142,926.40)
Long Term	17,439,345.62	21,399,629.46	(3,960,283.84)

FEDERAL	SHORT TERM	LONG TERM 28%	LONG TERM 15%	ST WASH SALE	LT WASH SALE	1250 GAIN
SUBTOTAL FROM ABOVE	-4142926.40	0.00	-3,960,283.84	0.00	0 00	0 00*
COMMON TRUST FUND	0.00	0 00	0 00			0 00
CAPITAL GAIN DIVIDENDS	52344.99	0.00	1672.14			0 00
	-4090581 41	0.00	-3,958,611.70	0.00	0 00	0 00

STATE	SHORT TERM	LONG TERM 28%	LONG TERM 15%	ST WASH SALE	LT WASH SALE	1250 GAIN
SUBTOTAL FROM ABOVE	-4142926 40	0 00	-3,960,283.84	0.00	0 00	0 00*
COMMON TRUST FUND	0 00	0 00	0 00			0 00
CAPITAL GAIN DIVIDENDS	52344 99	0 00	1672 14			0 00
	-4090581 41	0 00	-3,958,611.70	0 00	0 00	0 00

* - 1250 GAIN DETAILED ON TRANS PAGES, NOT ABOVE

CAPITAL LOSS CARRYOVER

FEDERAL	0 00	0 00
MASSACHUSETTS	0 00	0 00

Calderwood Charitable Foundation **472332014** **December 31, 2009 - December 31, 2009**

List of Assets

Description	*Shares / Face Amt*	*Cost*	*Market Value*	*Percent Of Total Market*	*Projected Annual Income*	*Current Yield*
Cash & Equivalents						
Blackrock Liquidity Fds Fedfund Instl Shs - Income	129,044 560	129,044.56	129,044.56	0.2	45	
Blackrock Liquidity Fds Fedfund Instl Shs - Principal	1,997,348 080	1,997,348 08	1,997,348 08	3 5	690	
Total Cash & Equivalents		***$2,126,392.64***	***$2,126,392.64***	***3.8%***	***$735***	***0.03%***
Fixed Income						
Corporates						
Maturing Before 3 Months						
Wells Fargo Corp Dtd 12/6/2004 4.2% 1/15/2010	500,000 000	484,531 25	500,435.50	0.9	21,000	4.20
Total Maturing Before 3 Months		**$484,531.25**	**$500,435.50**	**0.9%**	**$21,000**	**4.20%**
Maturing After 3 Months						
General Elec Cap Corp Mtn Dtd 12/1/2003 4.25% 12/1/2010	1,000,000.000	963,750.00	1,032,431.00	1.8	42,500	4 12
Wal Mart Stores Inc Dtd 2/18/2004 4.125% 2/15/2011	900,000.000	875,767 33	932,262 30	1 6	37,125	3 98
Bank of America Corporation Dtd 9/25/2002 4.875% 9/15/2012	500,000.000	487,812 50	523,921.50	0.9	24,375	4 65
International Business Machs Nt Dtd 11/27/2002 4.75% 11/29/2012	500,000 000	485,625.00	537,172 00	0 9	23,750	4.42
Anheuser Busch Cos Inc Dtd 10/16/2002 4.375% 1/15/2013	500,000 000	472,968 75	511,608 00	0.9	21,875	4.28
Household Finance Co Dtd 7/21/2003 4.75% 7/15/2013	500,000 000	479,062 50	520,621 00	0.9	23,750	4 56

Calderwood Charitable Foundation **472332014** **December 31, 2009 - December 31, 2009**

List of Assets

Description	*Shares / Face Amt*	*Cost*	*Market Value*	*Percent Of Total Market*	*Projected Annual Income*	*Current Yield*
Total Maturing After 3 Months		**$3,764,986.08**	**$4,058,015.80**	**7.2%**	**$173,375**	**4.27%**
Total Corporates		**$4,249,517.33**	**$4,558,451.30**	**8.0%**	**$194,375**	**4.26%**
US Core Fixed Income						
Federated Total Return Sers Inc Total Return Bd Fd Instl Shs	113,588 451	1,239,250 00	1,234,706.46	2 2	4,691	0.38
Pimco Total Return	114,236 288	1,211,679.10	1,233,751 91	2 2	47,678	3.86
Vanguard Total Bond	238,782.140	2,462,980.00	2,471,395.15	4.4	98,054	3.97
Total US Core Fixed Income		**$4,913,909.10**	**$4,939,853.52**	**8.7%**	**$150,423**	**3.05%**
US Govt & Agencies						
Maturing After 3 Months						
United States Treas Nts Dtd 8/15/2005 4.125% 8/15/2010	1,000,000.000	1,002,421.87	1,023,398.12	1.8	41,250	4.03
Federal Farm Cr Bks Dtd 8/8/2005 4.45% 8/8/2011	500,000 000	487,734.38	526,718 75	0.9	22,250	4 22
United States Treas Nts Dtd 11/15/2002 4% 11/15/2012	500,000 000	489,031 25	534,101.56	0.9	20,000	3.74
United States Treas Nts Dtd 11/17/2003 4 25% 11/15/2013	600,000.000	591,000 00	648,187.31	1.1	25,500	3.93
United States Treas Nts Dtd 11/15/2004 4.25% 11/15/2014	500,000.000	483,750 00	538,594 05	0.9	21,250	3.95
United States Treas Nts Dtd 2/15/2005 4% 2/15/2015	500,000.000	498,001.67	531,406 09	0 9	20,000	3.76
Total Maturing After 3 Months		**$3,551,939.17**	**$3,802,405.88**	**6.7%**	**$150,250**	**3.95%**
Total US Govt & Agencies		**$3,551,939.17**	**$3,802,405.88**	**6.7%**	**$150,250**	**3.95%**

Calderwood Charitable Foundation **472332014** **December 31, 2009 - December 31, 2009**

List of Assets

Description	*Shares / Face Amt*	*Cost*	*Market Value*	*Percent Of Total Market*	*Projected Annual Income*	*Current Yield*
Total Fixed Income		***$12,715,365.60***	***$13,300,710.70***	***23.5%***	***$495,048***	***3.72%***
Equity						
Intl Developed Markets						
Fidelity MSCI EAFE I	294,859.553	8,691,741.61	9,863,052.05	17 4	399,121	4.05
iShares Canada	29,110.000	533,158.38	766,466.30	1.4	14,009	1 83
iShares Germany	19,310.000	427,814.98	433,316.40	0.8	535	0 12
Vanguard Europe Pacific Equities	13,971.000	478,632 49	477,808.20	0.8	44,540	9 32
Vanguard FTSE All-World ExUSA Small Cap	13,360 000	960,895 95	1,091,779 20	1.9	12,251	1.12
Total Intl Developed Markets		**$11,092,243.41**	**$12,632,422.15**	**22.3%**	**$470,456**	**3.72%**
Intl Emerging Markets						
Lazard Emerging Markets I	54,971 240	583,244.85	990,032 03	1.7	25,547	2.58
Vanguard Emerging Mkts	24,470.000	979,957.43	1,003,270 00	1.8	13,336	1.33
Wisdomtree Emerging Mkts Small Cap	8,300 000	347,716 88	357,315.00	0.6	13,692	3.83
Total Intl Emerging Markets		**$1,910,919.16**	**$2,350,617.03**	**4.1%**	**$52,575**	**2.24%**
Private Stock						
Honest Tea Inc	34,408.000	13,221.49	13,221 49	0 0	0	0.00
Honest Tea, Inc. Subordinated Notes	60,530.000	60,530.36	60,530 36	0.1	0	0.00
Total Private Stock		**$73,751.85**	**$73,751.85**	**0.1%**		

Calderwood Charitable Foundation **472332014** **December 31, 2009 - December 31, 2009**

List of Assets

Description	*Shares / Face Amt*	*Cost*	*Market Value*	*Percent Of Total Market*	*Projected Annual Income*	*Current Yield*
US Large Capitalization						
AIM Charter I	71,698.961	1,102,730.00	1,105,597.98	2 0	9,730	0 88
Vanguard Instl Index Fd Sh Ben Int	97,150.446	9,325,343.48	9,907,402.48	17 5	277,461	2 80
Total US Large Capitalization		**$10,428,073.48**	**$11,013,000.46**	**19.4%**	**$287,191**	**2.61%**
US Mid Capitalization						
SPDR S&P 400 Mid Cap	9,820 000	844,283 35	1,293,686.80	2.3	19,175	1.48
Total US Mid Capitalization		**$844,283.35**	**$1,293,686.80**	**2.3%**	**$19,175**	**1.48%**
US Small Capitalization						
iShares S&P Small Cap 600	18,670 000	1,027,290 98	1,021,622.40	1.8	12,662	1 24
Total US Small Capitalization		**$1,027,290.98**	**$1,021,622.40**	**1.8%**	**$12,662**	**1.24%**
Total Equity		***$25,376,562.23***	***$28,385,100.69***	***50.1%***	***$842,059***	***2.97%***
Alternative						
Commodities						
Credit Suisse Commodity Return	304,231.959	2,310,470.00	2,613,352 53	4.6	652,504	24.97
Total Commodities		**$2,310,470.00**	**$2,613,352.53**	**4.6%**	**$652,504**	**24.97%**
Emerging Market Bonds						
MFS Emerging Markets Debt	125,624 295	1,560,420 00	1,763,765.10	3.1	13,408	0.76
Total Emerging Market Bonds		**$1,560,420.00**	**$1,763,765.10**	**3.1%**	**$13,408**	**0.76%**
Hedged Equity						
Gateway Y	79,488 150	2,189,130 00	2,006,280 91	3 5	32,781	1 63

Calderwood Charitable Foundation **472332014** **December 31, 2009 - December 31, 2009**

List of Assets

Description	*Shares / Face Amt*	*Cost*	*Market Value*	*Percent Of Total Market*	*Projected Annual Income*	*Current Yield*
Total Hedged Equity		**$2,189,130.00**	**$2,006,280.91**	**3.5%**	**$32,781**	**1.63%**
Intl Bonds						
SPDR Barclays Intl Treasury Bond	47,640.000	2,656,057.94	2,707,381 20	4.8	148,917	5.50
Total Intl Bonds		**$2,656,057.94**	**$2,707,381.20**	**4.8%**	**$148,917**	**5.50%**
Loans & Notes Receivable						
Cornish, John M., $167,400 Note From Amusement Media, Inc. Dated April 5, 2007, 5 25% April 1, 2012	91,089.620	85,415.80	85,415 80	0 2	0	0.00
Total Loans & Notes Receivable		**$85,415.80**	**$85,415.80**	**0.2%**		
Real Estate						
T Rowe Price Real Estate	143,900 258	2,043,876.01	1,990,140.57	3.5	69,072	3 47
SPDR DJ Wilshire Intl Real Estate	18,500 000	641,224 98	645,465 00	1.1	39,846	6 17
Total Real Estate		**$2,685,100.99**	**$2,635,605.57**	**4.6%**	**$108,918**	**4.13%**
US Floating Rate Loans						
Fidelity Floating Rate High Income	113,826.516	1,008,810 00	1,071,107 51	1.9	66,247	6.18
Total US Floating Rate Loans		**$1,008,810.00**	**$1,071,107.51**	**1.9%**	**$66,247**	**6.18%**
Total Alternative		***$12,495,404.73***	***$12,882,908.62***	***22.7%***	***$1,022,775***	***7.94%***
Total Assets		**$52,713,725.20**	**$56,695,112.65**	**100.0%**	**$2,360,617**	**4.16%**
Total		**$52,713,725.20**	**$56,695,112.65**		**$2,360,617**	**4.16%**

Form **8868**
(Rev April 2009)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return

OMB No 1545-1709

OFFICE COPY

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

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

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

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

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

Type or print	Name of Exempt Organization	Employer identification number
File by the due date for filing your return See instructions	CALDERWOOD CHARITABLE FOUNDATION	04-6186166
	Number, street, and room or suite no. If a P.O. box, see instructions CHOATE LLP P O BOX 961019	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. BOSTON, MA 02196	

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

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

- The books are in the care of ▶ CHOATE HALL & STEWART LLP TWO INTERNATIONAL PLACE - BOSTON, MA 02110
  Telephone No ▶ (617) 248-5255 FAX No ▶ (617) 502-5255
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box ▶ [ ] If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension will cover

1 I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2010 , to file the exempt organization return for the organization named above. The extension is for the organization's return for
▶ [X] calendar year 2009 or
▶ [ ] tax year beginning ______________ , and ending ______________

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

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	3a	$ 15,384.
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$ 27,000.
c	**Balance Due.** Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ 0.

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

5/5/10