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### iom 990-PF

### **Return of Private Foundation**

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

Department of the Treasury Internal Revenue Service Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements OMB No 1545-0052 2009

For calendar year 2009, or tax year beginning and ending Final return G Check all that apply Initial return Initial return of a former public charity Amended return Address change Name change Name of foundation A Employer identification number Use the IRS label. BAFFLIN FOUNDATION 05-0454795 Otherwise. Number and street (or P O box number if mail is not delivered to street address) print Room/suite B Telephone number or type. C/O P.A.SILVER, 50 KENNEDY PLAZA 1500 401-274-2000 See Specific City or town, state, and ZIP code C If exemption application is pending, check here Instructions PROVIDENCE, RI 02903 D 1. Foreign organizations, check here Foreign organizations meeting the 85% test, check here and attach computation X Section 501(c)(3) exempt private foundation H Check type of organization Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation E If private foundation status was terminated I Fair market value of all assets at end of year | J | Accounting method X Cash Accrual under section 507(b)(1)(A), check here Other (specify) (from Part II, col. (c), line 16) If the foundation is in a 60-month termination 17,970,881. (Part I, column (d) must be on cash basis) ▶\$ under section 507(b)(1)(B), check here Analysis of Revenue and Expenses Part I (b) Net investment (d) Disbursements (c) Adjusted net (a) Revenue and (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) for chantable purposes expenses per books income income (cash basis only) N/A 1 Contributions, gifts, grants, etc., received 2 Check X if the foundation is not required to attach Sch. B Interest on savings and temporary cash investments 535,073. 535,073. STATEMENT 4 Dividends and interest from securities 5a Gross rents D Net rental income or (loss) -148,1306a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a 505,275. 0. 7 Capital gain net income (from Part IV, line 2) 8 Net short-term capital gain Income modifications 10a Gross sales less returns and allowances b Less Cost of goods sold c Gross profit or (loss) 11 Other income 386,943. 535,073. Total Add lines 1 through 11 82,942. 16,588. 66,354 13 Compensation of officers, directors, trustees, etc 14 Other employee salaries and wages 15 Pension plans, employee benefits 4,850 STMT 2 4,850 0. 16a Legal fees **b** Accounting fees STMT 3 2,741. 2,741. 0. c Other professional fees 35,109 Ô. STMT 4 0. and Meminist 19 Depreciation and depletion 20 Mactipaticy 2010 21 Travel, conferences, and meetings Printing and publications STMT 5 2,064 0. 0. 24 Total operating and administrative 66,354. 127,706 expenses. Add lines 13 through 23 24,179. 25 Contributions, gifts, grants paid 819,500. 819,500. 26 Total expenses and disbursements. 947,206 24,179 885,854. Add lines 24 and 25 27 Subtract line 26 from line 12 -560,263a Excess of revenue over expenses and disbursements 510,894 b Net investment income (if negative, enter -0-) C Adjusted net income (if negative, enter -0-) N/A 923501 02-02-10 LHA For Privacy Act and Paperwork Reduction Act Notice, see the instructions

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End o	End of year			
ran	column should be for end-of-year amounts only	(a) Book Value	(b) Book Value	(c) Fair Market Value			
1	Cash - non-interest-bearing						
- 1	Savings and temporary cash investments	1,969,635.	1,734,382.	1,734,382			
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		j				
2 8	Inventories for sale or use						
8 9	Prepaid expenses and deferred charges						
í   10	a Investments - U.S. and state government obligations STMT 6	953,192.	953,192.	975,700			
- 1	b Investments - corporate stock STMT 7	17,031,580.	16,706,570.	14,533,989			
	c Investments - corporate bonds	27,002,000	20//00/3/00	11/300/303			
11	_			· · · · · · · · · · · · · · · · · · ·			
''	Less accumulated depreciation	f					
12	Investments - mortgage loans			<del></del>			
13	amum o	766,261.	766,261.	726,810			
	Land, buildings, and equipment basis	700,201.	700,201.	720,010			
' "	Less accumulated depreciation	1					
45							
10	Other assets (describe )						
100	T.A. L	20 720 660	20 160 405	17 070 001			
	Total assets (to be completed by all filers)	20,720,668.	20,100,403.	17,970,881.			
17							
- 1	Grants payable						
<u>g</u>   19			.,				
<b>  20</b>	, , , , , , , , , , , , , , , , , , , ,						
20 21 21	3 3						
22	Other liabilities (describe						
	T. 10 100 (7.11 17.11 17.11						
<del>  23</del>	Total liabilities (add lines 17 through 22)	0.	0.				
	Foundations that follow SFAS 117, check here						
8 24	and complete lines 24 through 26 and lines 30 and 31.						
3 24	Unrestricted						
25	Temporarily restricted						
26							
<u> </u>	Foundations that do not follow SFAS 117, check here						
<u>;</u>	and complete lines 27 through 31.	00 700 777	00.555				
25 26 27 28 29 30	, , , , , , , , , , , , , , , , , , , ,	20,720,668.	20,160,405.				
28	Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.				
29	Retained earnings, accumulated income, endowment, or other funds	0.	0.				
30	Total net assets or fund balances	20,720,668.	20,160,405.				
31	Total liabilities and net assets/fund balances	20,720,668.	20,160,405.				
Pari	Analysis of Changes in Net Assets or Fund B	alances					
			····				
Tak	destance of the description of t		1 1				
	al net assets or fund balances at beginning of year - Part II, column (a), line	30		00 700 775			
(mu	st agree with end-of-year figure reported on prior year's return)	30	1	20,720,668.			
(mu Ente	st agree with end-of-year figure reported on prior year's return) er amount from Part I, line 27a	30	2	-560,263			
(mu Ente Othe	st agree with end-of-year figure reported on prior year's return) er amount from Part I, line 27a er increases not included in line 2 (itemize)	30	2 3	20,720,668. -560,263.			
(mu Ente Othe Add	st agree with end-of-year figure reported on prior year's return) er amount from Part I, line 27a er increases not included in line 2 (itemize) lines 1, 2, and 3	30	2	-560,263. 0. 20,160,405.			
(mu Ente Othe Add Dec	st agree with end-of-year figure reported on prior year's return) er amount from Part I, line 27a er increases not included in line 2 (itemize)		2 3	-560,263. 0.			

Part IV Cap	oital Gains a	and Lo	sses for Tax on In	<u>vestmen</u>	t Income						
			nd(s) of property sold (e g or common stock, 200 shs			(b) P	How ac - Purc - Don	cquired hase ation .	(c) Date a	acquired ay, yr )	(d) Date sold (mo , day, yr )
1a · 1 FIDE	LITY NAT	rL II	NFORMATION S	VC					01/2	5/06	10/23/09
			ALANCED ASSE						12/2		06/08/09
c 30832.4	77 GLOBA	AL B	ALANCED ASSE	T FUND					12/2		12/14/09
d CAPITAL	GAINS I	IIVIC	DENDS								
8											
(e) Gross sa	es price	(f) (	Depreciation allowed (or allowable)		st or other basis expense of sale			_		ain or (loss (f) minus	
a	2.								•		2.
	01,694.				283,41						-81,719.
<u>c</u> 3	00,000.				369,99	2.					-69,992.
d	3,579.		<del>- ,</del> .								3,579.
e											·
Complete only for	or assets showing	g gain in	column (h) and owned by t	the foundation	on 12/31/69					ol (h) gain	
(i) FMV as of	12/31/69	(	(j) Adjusted basis as of 12/31/69		cess of col (i)			COI	(k), but n Losses	ot less tha (from col	n -0-) <b>ar</b> (h))
a											2.
b											-81,719.
C											-69,992.
d											3,579.
8											<del></del>
2 Capital gain net in	come or (net car	pital loss)	{ If gain, also enter If (loss), enter -0-	in Part I, line	7 7	}	2				-148,130.
			ned in sections 1222(5) an		•	ر 1					·
If gain, also enter If (loss), enter -0-		column (d	5)			•	2			N/A	
		nder S	ection 4940(e) for	Reduced	Tax on Net	Inv	estn	nent Inc	ome	11/2	<u> </u>
If "Yes," the foundation	iable for the secti on does not quali	ion 4942 fy under	ank tax on the distributable am section 4940(e). Do not co nn for each year, see instri	mplete this pa	ırt						Yes X No
T Enter the approp	(a)	acii colui		actions before	making any entri				Ī		(d)
Calendar year (or	eriód years tax year beginnin	ıg ın)	(b) Adjusted qualifying dis		Net value of no		ritable-			Distri (col (b) div	bùtión ratio vided by col. (c))
	800			3,498.				7,555			.038084
	007			0,806.				7,217			.044225
	006_			2,254.				9,579			.055673
2	005			1,440.	-			3,017			.053113
2	004		99	7,767.		19	,17	3,246	•		.052040
2 Total of line 1, co	* *								2	_	.243135
3 Average distribute the foundation ha			se period - divide the total of than 5 years	on line 2 by 5,	or by the number	of ye	ars		3		.048627
4 Enter the net valu	e of noncharitabl	e-use ass	sets for 2009 from Part X, I	ine 5					4	1	6,234,876.
5 Multiply line 4 by	line 3								5		789,453.
6 Enter 1% of net in	ivestment incom	e (1% of	Part I, line 27b)						6		5,109.
7 Add lines 5 and 6									7		794,562.
8 Enter qualifying d	istributions from	Part XII,	line 4						8		885,854.
If line 8 is equal to See the Part VI in		line 7, ch	eck the box in Part VI, line	1b, and comp	elete that part usin	ig a 1	% tax	rate			
923521 02-02-10											orm 990-DE (2009)

Form	990-PF(2009) BAFFLIN FOUNDATION 0	5-04	54795		Page 4
Pa	rt VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4940(c)	48 - sc	ee instru		
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%	1		5,1	09.
	of Part I, line 27b				
C	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2			0.
3	Add lines 1 and 2	3		<u>5,1</u>	09.
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		5,1	09.
6	Credits/Payments				
a	2009 estimated tax payments and 2008 overpayment credited to 2009 6a 31, 200.				
b	Exempt foreign organizations - tax withheld at source				
C	Tax paid with application for extension of time to file (Form 8868)				
d	Backup withholding erroneously withheld 6d		_		
7	Total credits and payments Add lines 6a through 6d	7	3	1,2	00.
8	Enter any <b>penalty</b> 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		10	2	6,0	91.
		11	2	0,8	91.
	rt VII-A Statements Regarding Activities				
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in	ı	<u> </u>	res	No
	any political campaign?		_ <u>1a</u>		X
b	Did it spend more than \$100 during the year (either directly) for political purposes (see instructions for definition)?		1b		
	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.				v
	Did the foundation file Form 1120-POL for this year?		10		X
a	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 •				
_	(1) On the foundation \( \bigs \) \( \bigs \) \( \bigs \) (2) On foundation managers \( \bigs \) \( \bigs \) \( \bigs \) Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation				
е					
2	managers ► \$		2		x
_	If "Yes," attach a detailed description of the activities.		<del></del>	··· · · · · · · · · · · · · · · · · ·	
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or				
٠	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		Х
	If "Yes," has it filed a tax return on Form 990-T for this year?	N/A			$\Box$
	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	•	5		X
	If "Yes," attach the statement required by General Instruction T.		77.		
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 la	w			
	remain in the governing instrument?		6	X	
7	Did the foundation have at least \$5,000 in assets at any time during the year?		7	X	
	If "Yes," complete Part II, col (c), and Part XV				
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)				
	RI				
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate)				
	of each state as required by General Instruction G? If "No," attach explanation		8b	X	<u> </u>
9	Is the foundation claiming status as a private operating foundation within the meaning of section $4942(j)(3)$ or $4942(j)(5)$ for calendarian claiming status as a private operating foundation within the meaning of section $4942(j)(3)$ or $4942(j)(5)$ for calendarian claiming status as a private operating foundation within the meaning of section $4942(j)(3)$ or $4942(j)(5)$ for calendarian claiming status as a private operating foundation within the meaning of section $4942(j)(3)$ or $4942(j)(3)$ for calendarian claiming status as a private operating foundation within the meaning of section $4942(j)(3)$ or $4942(j)(3)$ for calendarian claiming status as a private operating foundation within the meaning of section $4942(j)(3)$ or $4942(j)(3)$ for calendarian claiming status as $4942(j)(3)$	iar			
	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		ΙẌ́

Part VII-A   Statements Regarding Activities (continued)	_	DATIBIN TOUNDATION US-045	1793		- ago o
section 512(b)(13)* If Yes, *Itach schedule (see instructions)  1	Pa	art VII-A Statements Regarding Activities (continued)			
12 Dut the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?  13 Dut the foundation comply with the public inspection requirements for its annual returns and exemption application?  14 The books are in care of ▶ PAUL A. SILVER, ESQ Telephone no ▶ 401–274–2000 Located at ▶ 50 KENNEDY PLAZA, SULTE 1500, PROVIDENCE, RI ZIP-14 ▶02903  15 Section 4947(a)(1) nonexempt chartable trusts filing Form 990-PF in level of Form 1041 - Check here and enter the amount of tax-exempt interest received or accreed duming the vear and enter the amount of tax-exempt interest received or accreed duming the vear 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.  15 N/A  16 Dump the year dot the foundation (either directly or indirectly)  17 Engage in the sale or exchange, or insaining for propertly with a dequalited person?  18 Degree on the sale or exchange, or insaining for propertly with a disqualified person?  19 Engage in the sale or exchange, or insaining for propertly with a disqualified person?  19 Engage modes, services, or facilities to (or accept them from) a disqualified person?  19 Engage modes, services, or facilities to (or accept them from) a disqualified person?  10 File properties any income or assets to adequalified person (or make any of either available for the binefit or use of a disqualified person) or make any of either available for the binefit or use of a disqualified person or make any of either available for the binefit or use of a disqualified person or make any of either available for the binefit or use of a disqualified person or make any of either available for the binefit or use of a disqualified person or make any of either available for the binefit or unable a grant to or to employ the official for a period after termination of government service, if terminating within 90 days    10 If any in the provision of a current not	11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of			
August 17, 20082    Vesta address ► N/A   N/A   STLVER, ESQ   Telephone no ►401-274-2000   Telephone no ►50 KENNEDY PLAZA, SUITE 1500, PROVIDENCE, RI   Telephone no ►401-274-2000   Telephone no ►50 KENNEDY PLAZA, SUITE 1500, PROVIDENCE, RI   Telephone no ►401-274-2000   Telephone no ►50 KENNEDY PLAZA, SUITE 1500, PROVIDENCE, RI   Telephone no ►401-274-2000   Telephone no Ferman no Fer		section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	L	X
13   Did the foundation comply with the public inspection requirements for its annual returns and exemption application?   13   X	12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before			
Webste address ► N/A   14 The books are in care of ► PAUL A. SILVER, ESQ   Telephone no ► 401–274–2000   15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of fax-exempt interest received or accured during the year   15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of fax-exempt interest received or accured during the year   15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of fax-exempl interest received or accured during the year   15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of fax-exempl interest received or accured during the year   15 Section 4947(a)(1) and year is checked in the "Yee" column, unless an exception applies.  16 During the year did the foundation (either directly or indirectly)   16 During the year did the foundation (either directly or indirectly)   17 Section 4947(a)(1) nonexempt form is checked in the "Yee" column, unless an exception applies.  18 During the year did the foundation (either directly or indirectly)   19 Section 4947(a)(a) and year or enthuses extend credit to (or accept it from)   20 Section 4948(b)(a) and year or enthuses the expenses of a disqualified person?   Yes X No   21 Taxes in a year or year or enthuses the expenses of a disqualified person?   Yes X No   22 Taxes on failure to distribute income (section 4942) (does not a puly under the exceptions described in Regulations section 53 4941(a)(a) or or a current notice regarding disaster assistance (see page 20 of the instructions)?   Yes X No   25 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(a)(a) or a distribute income (section 4942(a)(a) or the year's undistributed income (see sea page 20 of the instructions)		August 17, 2008?	12		X
14 The books are in care of ▶ PAUL A. SILVER, ESQ Telephone no ▶ 401–274–2000  IPHA 92903  15 Section 4947(3)(1) nonexempt charitable trusts fling form 990-PFn line of Form 1041 - Check here and enter the amount of tax-exempt unlesst 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.  1a During the year did the foundation (either directly or indirectly)  1a During the year did the foundation (either directly or indirectly)  1b Garden in Seal or exchange, or lessing of property with a disqualified person?    Yes	13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Located at N 50 KENNEDY PLAZA, SUITE 1500, PROVIDENCE, RI  Section 4947(a)(1) nonexempt charable trusts filing form 390-PF in leu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year  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.  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?  (2) Borrow money from, lend money to, or otherwise extend credit to (or accept them from) a disqualified person?  (3) Furnish pods, services, or facilities to (or accept them from) a disqualified person?  (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?  (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)?  (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)  b if day answer is 'Yes' to 1a(1)-(6), did any of the accts fall to qualify under the exceptions described in Regulations section 39 441(6)-30 in a current notice regarding dissater assistance (see page 20 of the instructions)?  Organizations relying on a current notice regarding dissater assistance (see page 20 of the instructions)?  Organizations relying on a current notice regarding dissater assistance (see page 20 of the instructions)?  Organizations relying on a current notice regarding dissater assistance (see page 20 of the instructions)?  Organizations relying on a current notice regarding dissater assistance (see page 20 of the instructions)?  Organizations relying on a current notice regarding dissater assistance (see page 20 of the instructions)?  Organizations relying to the foundat		Website address ► N/A			
Located at N 50 KENNEDY PLAZA, SUITE 1500, PROVIDENCE, RI  Section 4947(a)(1) nonexempt charable trusts filing form 390-PF in leu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year  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.  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?  (2) Borrow money from, lend money to, or otherwise extend credit to (or accept them from) a disqualified person?  (3) Furnish pods, services, or facilities to (or accept them from) a disqualified person?  (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?  (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)?  (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)  b if day answer is 'Yes' to 1a(1)-(6), did any of the accts fall to qualify under the exceptions described in Regulations section 39 441(6)-30 in a current notice regarding dissater assistance (see page 20 of the instructions)?  Organizations relying on a current notice regarding dissater assistance (see page 20 of the instructions)?  Organizations relying on a current notice regarding dissater assistance (see page 20 of the instructions)?  Organizations relying on a current notice regarding dissater assistance (see page 20 of the instructions)?  Organizations relying on a current notice regarding dissater assistance (see page 20 of the instructions)?  Organizations relying on a current notice regarding dissater assistance (see page 20 of the instructions)?  Organizations relying to the foundat	14	The books are in care of ▶ PAUL A. SILVER, ESQ Telephone no ▶ 401-2	74-2	000	
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here an enter the amount of tax-exempt interest received or accread during the year.    Part VII-B   Statements Regarding Activities for VMhich Form 4720 May Be Required   File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.   1a During the year did the foundation (either directly or indirectly)   1b Engage in the sale or exchange, or leasing of property with a disqualified person?   Yes   X No     10 Brown money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?   Yes   X No     10 Brown money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?   Yes   X No     10 Brown money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?   Yes   X No     1a Sylventia and year of the season of accept them from) a disqualified person?   Yes   X No     1a Sylventia any income or assets to a disqualified person of remains any or differ a variable for the benefit or use of a disqualified person of remains any or or or assets to a disqualified person of remains any or or property to a government official? (Exception, Check No					
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.  1a Dunng the year did the foundation (either directly or indirectly)  (1) Engage in the sale or exchange, or leasing of property with a disqualified person?  (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?  (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?  (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?  (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)?  (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.)  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(6)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?  Organizations relying on a current notice regarding disaster assistance check here  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?  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(a)(3) or 4942(b)(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 2008?  If "Yes," list the years be foundation in a 2% direct or indirect interest in any business enterprise at any time during the year?  b) Are there any years listed in 2a for which the foundation have any undistribut	15				$\Box$
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termination of government service, if terminating within 90 days )  b if any answer is "Yes" to 1a(1)-(6), did any of the acts fall to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?  Organizations relying on a current notice regarding disaster assistance check here  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?  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(i)(3) or 4942(i)(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?  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)  c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here  during the year?  D Id the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?  D 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 grif 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.)  A Did the foundation mivest during the year any amount in a manner that would jeop			1		
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b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that	4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?			X
			4b		Х

Part VIII Information About Officers, Directors, Trustees, Foundary Paid Employees, and Contractors (continued)	ation Managers, Highly	
3 Five highest-paid independent contractors for professional services. If none, enter	er "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 statis number of organizations and other beneficiaries served, conferences convened, research papers pro		Expenses
1 N/A		
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 or	lines 1 and 0	Amount
1 N/A	Times Tand 2	Amount
2		
All other program-related investments See instructions		
Total. Add lines 1 through 3	<b>&gt;</b>	0.

P	art X Minimum Investment Return (All domestic foundations must complete this part. Foreign fou	ndations,	, see instructions )
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		· · · · · · · · · · · · · · · · · · ·
а	Average monthly fair market value of securities	1a	14,556,126.
b		1b	14,556,126. 1,925,982.
C	Fair market value of all other assets	10	•
d	Total (add lines 1a, b, and c)	1d	16,482,108
е	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	16,482,108
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	247,232.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	16,234,876
6	Minimum Investment return. Enter 5% of line 5	6	811,744
P	art XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations are foreign organizations check here and do not complete this part.)	nd certain	
1	Minimum investment return from Part X, line 6	1	811,744
2a	Tax on investment income for 2009 from Part VI, line 5 2a 5, 109.		· ·
b	Income tax for 2009 (This does not include the tax from Part VI)	1 1	
C	Add lines 2a and 2b	2c	5,109
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	5,109. 806,635.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	806,635
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	806,635
P	art XII Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
а	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	885,854. 0.
þ	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		
а	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	885,854
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	5,109 880,745
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation	qualifies fo	r 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				806,635.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only	····		157,708.	
b Total for prior years				
		0.	.h	
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008	0			
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4 ►\$ 885, 854.				
			157 700	
a Applied to 2008, but not more than line 2a	<del></del>		157,708.	1 1 1991 11 11 11 11 11 11 11 11 11 11 1
b Applied to undistributed income of prior		0.		
years (Election required - see instructions)		U •		11111, <sup>24</sup> ( 1' , , , , , , , , , , , , , , , , , ,
c Treated as distributions out of corpus	о.			
(Election required - see instructions)				720 146
d Applied to 2009 distributable amount	0.			728,146.
e Remaining amount distributed out of corpus	0.	. ,,,,,	· · · · · · · · · · · · · · · · · · ·	0.
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a) )	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract				
line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of				
deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable		•		
amount - see instructions		0.		
e Undistributed income for 2008 Subtract line				······
4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2009 Subtract				
lines 4d and 5 from line 1. This amount must				
be distributed in 2010				78,489.
7 Amounts treated as distributions out of		77-17-17-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-		TO TO THE POST OF
corpus to satisfy requirements imposed by				
section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004				······································
not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010.				······································
Subtract lines 7 and 8 from line 6a	0.			
0 Analysis of line 9				······································
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

	FOUNDATION				-0454/95 Page 10
Part XIV Private Operating F			II-A, question 9)	N/A	
1 a If the foundation has received a ruling of			-		
foundation, and the ruling is effective fo	•	•	▶∟		<del></del>
<b>b</b> Check box to indicate whether the found		ig foundation described		4942(j)(3) or L	4942(j)(5)
2 a Enter the lesser of the adjusted net	Tax year	(1) 0000	Prior 3 years		
income from Part I or the minimum	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
investment return from Part X for					
each year listed			ļ		
b 85% of line 2a					
c Qualifying distributions from Part XII,					
line 4 for each year listed			<u> </u>		
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	1				
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 Info	rmation (Comple	te this part only	if the founda	tion had \$5,000	or more in assets
at any time during t			ii the rounde	idon naa qo,ooo	or more in assets
1 Information Regarding Foundation	on Managers:			<del></del>	
a List any managers of the foundation wh	-	than 2% of the total con	tributions received	by the foundation before	the close of any tax
year (but only if they have contributed r				-,	,
NONE					
<b>b</b> List any managers of the foundation wh	o own 10% or more of th	e stock of a corporation	(or an equally large	portion of the ownership	o of a partnership or
other entity) of which the foundation ha			( q , - g-	,	
NONE					
2 Information Regarding Contribut	ion, Grant, Gift, Loan,	Scholarship, etc., P	rograms:		
Check here 🕨 🔲 if the foundation of				does not accept unsolicit	ed requests for funds. If
the foundation makes gifts, grants, etc					
a The name, address, and telephone num	ber of the person to whor	n applications should be	e addressed		
PAUL A. SILVER, ESQ.					
50 KENNEDY PLAZA, SU					
b The form in which applications should t	<del></del>				<del></del>
NO SPECIAL FORM.		,,,,,,,,,			
c Any submission deadlines	<del></del>				
NONE.					
d Any restrictions or limitations on award	s, such as by geographica	il areas, charitable fields	, kinds of institution	is, or other factors	
CURRENT PRIMARY CHAR					PRESERVATION
OF LAND AND WILDLIFE			. —		. === =
923601 02-02-10			<del>-</del>		5 000 DE (0000)

Fart AV Supplementary information				<del>,</del>
3 Grants and Contributions Paid During the	fear or Approved for Future	Payment		
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	or substantial contributor	recipient	Contribution	
a Paid during the year	or substantial contributor	recipient		
SEE STATEMENT 9				
Total			<b>▶</b> 3a	819,500.
b Approved for future payment			→ Sa	019,300.
NONE				
Total			<b>▶</b> 3b	0.

923621 02-02-10

Part XVI-A Analysis of Income-Producing Activitie	S
---	---

ter gross amounts unless otherwise indicated	Unrelated	business income		ed by section 512, 513, or 514	(e)
Program service revenue	(a) Business code	(b) Amount	(C) Exclu- sion code	(d) Amount	Related or exempt function income
•					
ab	_		1		
			++		
d	-		+	• •	
		· · · · · · · · · · · · · · · · · · ·	+		
4	-		+		<del></del>
	-	<u>-</u>	<del> </del>		
g Fees and contracts from government agencies			+ +		
Membership dues and assessments	<del></del>		+		<del></del>
Interest on savings and temporary cash					
investments			1 4	E 2 E 0 7 2	<del> </del>
Dividends and interest from securities			14	535,073.	
Net rental income or (loss) from real estate			1		
a Debt-financed property			-		
b Not debt-financed property			<del>                                     </del>		
Net rental income or (loss) from personal					
property					
Other investment income					
Gain or (loss) from sales of assets other					
than inventory			18	-148,130.	
Net income or (loss) from special events					
Gross profit or (loss) from sales of inventory					
Other revenue					· · · · ·
a					
b			1		
C	ľ				
d		•			
e					
Subtotal Add columns (b), (d), and (e)		0.		386,943.	
Total Add line 12, columns (b), (d), and (e)				13	386,94
e worksheet in line 13 instructions to verify calculations )	İ				
art XVI-B Relationship of Activities	·	mplishment of E	xempt	Purposes	
ne No. Explain below how each activity for which in the foundation's exempt purposes (other that			A contribu	ited importantly to the accomp	olishment of
the foundation's exempt purposes (other that	an by providing tune	os for sucii purposes)			-
		-			
	•				
		·		· · · · · · · · · · · · · · · · · · ·	
			-		
					-

Part	XVII Information Re Exempt Organ		To and Transactions ar	nd Relationships With Nonc	haritable		age 13
1 Did	the organization directly or indi	rectly engage in any of the fo	llowing with any other organization	described in section 501(c) of		Yes	No
the	Code (other than section 501(c	)(3) organizations) or in secti	on 527, relating to political organiz	ations?			
a Tra	insfers from the reporting found	ation to a noncharitable exem	ipt organization of				
(1)	Cash				1a(1)		X
(2)	Other assets				1a(2)		X
b Ott	ner transactions						
(1)	Sales of assets to a noncharita	ble exempt organization			1b(1)		X
(2)	Purchases of assets from a no	ncharitable exempt organizat	ion		16(2)		X
	Rental of facilities, equipment,				1b(3)		X
٠,	Reimbursement arrangements				1b(4)		X
	Loans or loan guarantees				1b(5)	ļ	X
	Performance of services or me				1b(6)	ļ	X
	aring of facilities, equipment, ma				10	<u> </u>	X
				ays show the fair market value of the good		sets,	
				in any transaction or sharing arrangemen	nt, show in		
	umn (d) the value of the goods,						
(a) Line n	(b) Amount involved		ritable exempt organization	(d) Description of transfers, transactions,	and sharing ar	rangeme	ents
-		N/	A				
	-						
	<del>-   </del>						
-							
-							
-						-	
	<del>-  </del>		• • • • • • • • • • • • • • • • • • • •				
ın s	the foundation directly or indirect section 501(c) of the Code (othe Yes," complete the following sch	r than section 501(c)(3)) or in	o, one or more tax-exempt organiza n section 527?	tions described	Yes	X	 ] No
	(a) Name of org		(b) Type of organization	(c) Description of relation	onship	_	
	N/A						
	·						
and d			g accompanying schedules and statemer ed on all information of which preparer had been seen as a second second second second second second second second second second second second second second second second second sec	nts, and to the best of my knowledge and belief, as any knowledge	it is true, corre	ect,	
e e	Signature of officer or trustee		Date	Title			
I -	December 1		Dat		parer's identif	ying nun	nber
Sign Paid Preparer's	Firm's name (or yours HINC If self-employed), 50 K	KLEY, ALLEN & ENNEDY PLAZA,		EIN ►			
۱	address, and ZIP code PROV	IDENCE, RI 02		Phone no (40	1)274	-20	0.0
I				111000 10 (120	Form <b>990</b>		

FORM 990-PF DIVIDEN	DS AND	INTER	EST FROM	SECUI	RITIES	STATEMENT	
SOURCE		GROSS 1		CAPITAL GA T DIVIDEND		COLUMN (A) AMOUNT	
BANK OF AMERICA-SEE ATTACHED GMO INVESTMENTS-SEE ATTACHED			210,257. 3,579 328,395. 0			-	
TOTAL TO FM 990-PF, PART I,	LN 4 5		538,652.		3,579.	535,073	
FORM 990-PF		LEGAL	FEES	-		STATEMENT :	
DESCRIPTION	EXPE	A) NSES BOOKS	(B) NET INV MENT IN	EST- COME	(C) ADJUSTED NET INCOM		
HINCKLEY, ALLEN & SNYDER LLP		4,850.	4	4,850.		0	
TO FM 990-PF, PG 1, LN 16A		4,850.	850. 4,850.			0	
FORM 990-PF	OTHER :	PROFES	SIONAL F	EES		STATEMENT	
DESCRIPTION	EXPE	A) NSES BOOKS	(B) NET INV MENT IN	EST- COME	(C) ADJUSTED NET INCOM		
BANK OF AMERICA		2,741.	2	,741.	<del></del>	0	
TO FORM 990-PF, PG 1, LN 16C	;	2,741.	2	,741.	-	0	
FORM 990-PF	<del>-</del>	TAX	ES			STATEMENT 4	
DESCRIPTION	EXPE	A) NSES BOOKS	(B) NET INV MENT IN		(C) ADJUSTED NET INCOM		
US TREASURY-2008 EXCISE							
TAX US TREASURY-2009 ESTIMATED		3,909.		0.		0	
TAX PAYMENTS		1,200.		0.	<del></del>		
TO FORM 990-PF, PG 1, LN 18		5,109.		0.		0	

FORM 990-PF	OTHER E		STATEMENT	5		
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVE MENT INC		(C) ADJUSTED NET INCOM		_
GMO INVESTMENTS-REDEMPTION FEE ANNUAL REPORT-FILING FEE	1,694. 370.		0.			0.
TO FORM 990-PF, PG 1, LN 23	2,064.		0.			0.
FORM 990-PF U.S. AND S	STATE/CITY G	OVERNMENT	OBLIG	GATIONS	STATEMENT	6
DESCRIPTION	U.S GOV'		воон	<pre> </pre> <b>VALUE</b>	FAIR MARKE VALUE	T
FIXED INCOME FUNDS-SEE ATTACH	HED	x		953,192.	975,7	00.
TOTAL U.S. GOVERNMENT OBLIGAT	TIONS					,
TOTAL STATE AND MUNICIPAL GOV	JERNMENT OBL	IGATIONS		953,192.	975,7	00.
TOTAL TO FORM 990-PF, PART I	I, LINE 10A		<del></del>	953,192.	975,7	00.
FORM 990-PF	CORPORAT	E STOCK			STATEMENT	7
DESCRIPTION			воог	VALUE	FAIR MARKE VALUE	T
EQUITY FUNDS-SEE ATTACHED			16,	706,570.	14,533,9	89.
TOTAL TO FORM 990-PF, PART II	I, LINE 10B		16,	706,570.	14,533,9	89.

FORM 990-PF (	OTHER INVESTMENTS		STATEMENT 8
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
FOREIGN CURRENCY INTERNATIONAL REAL ESTATE FUND COMMODITIES	COST COST COST	104,369. 103,070. 558,822.	55,824.
TOTAL TO FORM 990-PF, PART II, I	LINE 13	766,261.	726,810.
	S AND CONTRIBUTION D DURING THE YEAR	S	STATEMENT 9
RECIPIENT NAME AND ADDRESS	RECIPIENT RELA AND PURPOSE C		PIENT PATUS AMOUNT
BARNSTABLE LAND TRUST PO BOX 224 COTUIT, MA 02635	NONE PROJECT SUPPORT	PUBLI	20,000.
CONNECTICUT FARMLAND TRUST 77 BUCKINGHAM STREET HARTFORD, CT 06106	NONE PROJECT SUPPORT	PUBLI	75,000.
SOUTH COUNTY ART ASSOCIATION 2587 KINGSTOWN ROAD KINGSTON, RI 02881	NONE PROJECT SUPPORT	PUBLI	cc 2,000.
WILDLANDS TRUST PO BOX 2282 DUXBURY, MA 02331	NONE OPERATING SUPPO	PUBLI RT	25,000.
WYNDHAM LAND TRUST P.O. BOX 202 POMFRET, CT 06259	NONE LAND ACQUISITIC	PUBLI N	100,000.
MASSACHUSETTS SPCA 350 SO. HUNTINGTON AVENUE BOSTON, MA 02130	NONE PROJECT SUPPORT	PUBLI	35,000.

BAFFLIN FOUNDATION			05-0454795
MOUNT GRACE LAND CONSERVATION TRUST 1461 OLD KEANE ROAD ATHOL, MA 01331	NONE PROJECT SUPPORT	PUBLIC	25,000.
NATURE CONSERVANCY 159 WATERMAN STREET PROVIDENCE, RI 02906	NONE CONSERVATION EASEMENT PURCHASE	PUBLIC	100,000.
NEW ENGLAND WILD FLOWER SOCIETY 180 HEMENWAY ROAD FRAMINGHAM, MA 01701	NONE PROJECT SUPPORT	PUBLIC	25,000.
NORTHEAST WILDERNESS TRUST 14 BEACON STREET, SUITE 506 BOSTON, MA 02108	NONE PROJECT SUPPORT	PUBLIC	15,000.
NORWALK LAND TRUST PO BOX 34 NORWALK, CT 06853	NONE PROJECT SUPPORT	PUBLIC	50,000.
POTTER LEAGUE FOR ANIMALS 87 OLIPHANT LANE MIDDLETOWN, RI 02842	NONE PROJECT SUPPORT	PUBLIC	5,000.
BELGRADE REGIONAL CONSERVATION ALLIANCE PO BOX 250 BELGRADE LAKES, ME 04918	NONE PROJECT SUPPORT	PUBLIC	50,000.
BERKSHIRE NATURAL RESOURCES 20 BANK ROW PITTSFIELD, MA 01201	NONE LAND ACQUISITION	PUBLIC	15,000.
COLCHESTER LAND TRUST PO BOX 93 COLCHESTER, CT 06415	NONE LAND ACQUISITION	PUBLIC	20,000.
DUDLEY CONSERVATION LAND TRUST PO BOX 14 DUDLEY, MA 01571	NONE LAND ACQUISITION	PUBLIC	7,500.

BAFFLIN FOUNDATION			05-0454795
GREATER WORCESTER LAND TRUST 101 WATER STREET WORCESTER, MA 01604	NONE LAND ACQUISITION	PUBLIC	25,000.
LOWELL HUMANE SOCIETY 951 BROADWAY STREET LOWELL, MA 01824	NONE PROJECT SUPPORT	PUBLIC	15,000.
LYME ACADEMY COLLEGE OF FINE ARTS 84 LYME STREET OLD LYME, CT 06371	NONE BUILDING RENOVATIONS	PUBLIC	35,000.
RHODE ISLAND SCHOOL OF DESIGN MUSEUM OF ART 224 BENEFIT STREET PROVIDENCE, RI 02903	NONE PROJECT SUPPORT	PUBLIC	50,000.
SOUTH KINGSTOWN LAND TRUST 313 MAIN STREET SUITE C WAKEFIELD, RI 02879	NONE PROJECT SUPPORT	PUBLIC	25,000.
THE TRUST FOR PUBLIC LAND 33 UNION STREET, 4TH FLOOR BOSTON, MA 02108	NONE PROJECT SUPPORT	PUBLIC	50,000.
THE TRUSTEES OF RESERVATIONS 1100D MAIN ROAD WESTPORT, MA 02790	NONE PROJECT SUPPORT	PUBLIC	20,000.
TIVERTON LAND TRUST PO BOX 167 TIVERTON, RI 02878	NONE LAND ACQUISITION	PUBLIC	20,000.
WATERFIRE PROVIDENCE 101 REGENT AVENUE PROVIDENCE, RI 02908	NONE PROJECT SUPPORT	PUBLIC	5,000.
WEEKAPAUG FOUNDATION 366 POST ROAD WESTERLY, RI 02891	NONE PROJECT SUPPORT	PUBLIC	5,000.
TOTAL TO FORM 990-PF, PART XV, LI	NE 3A		819,500.

Page 2, Part II Lines 10a, 10b and 13 - Assets on Hand - Statements 6, 7 and 8:

Description         Book Value         12/31/09           Bank of America Account           Cash Equivalents & Cash           Columbia Money Market Reserves G Trust Class (Income)         \$ 40,722.85         \$ 40,722.85           Columbia Money Market Reserves G Trust Class (Principal)         \$ 1,527,571.28         \$ 1,527,571.28           Vanguard Money Market Trust Prime Portfolio         \$ 166,087.64         \$ 166,087.64           Foreign Currency         4,600 Powershares DB U.S. Dlr Index Trust Bullish Fund         \$ 104,369.40         \$ 106,168.00           4,600 Powershares DB U.S. Dlr Index Trust Bullish Fund         \$ 1,838,751.17         \$ 1,840,549.77           Equities:           US Large Cap:           900 Biotech Holders Trust         \$ 175,050.00         \$ 87,786.00           5,000 Broadband Holders Trust Depository Receipt         \$ 87,818.20         \$ 62,550.00           6,900 iShares Russell 3000 Growth Index Fund         \$ 290,283.00         \$ 279,381.00           4,840 iShares Russell 3000 Value Index Fund         \$ 282,490.00         \$ 294,309.00           5,300 iShares Trust Dow Jones US Consumer Non-Cyclical Sector         \$ 282,490.00         \$ 294,309.00           6,000 Select Sector SPDR Trust Energy         \$ 304,140.00         \$ 72,000.00
Columbia Money Market Reserves G Trust Class (Income)         \$ 40,722.85         \$ 40,722.85           Columbia Money Market Reserves G Trust Class (Principal)         \$ 1,527,571.28         \$ 1,527,571.28           Vanguard Money Market Trust Prime Portfolio         \$ 166,087.64         \$ 166,087.64           \$ 1,734,381.77         \$ 1,734,381.77           Foreign Currency           4,600 Powershares DB U.S. Dlr Index Trust Bullish Fund         \$ 104,369.40         \$ 1,840,549.77           Equities:           US Large Cap:           900 Biotech Holders Trust         \$ 175,050.00         \$ 87,786.00           5,000 Broadband Holders Trust Depository Receipt         \$ 87,818.20         \$ 62,550.00           6,900 iShares Russell 3000 Growth Index Fund         \$ 290,283.00         \$ 279,381.00           4,840 iShares Russell 3000 Value Index Fund         \$ 283,498.00         \$ 257,163.00           5,300 iShares Trust S&P 500 Index Fund         \$ 283,498.00         \$ 294,309.00           5,300 iShares Trust Dow Jones US Consumer Non-Cyclical Sector         \$ 282,490.00         \$ 294,309.00           6,000 Select Sector SPDR Trust Energy         \$ 304,140.00         \$ 342,060.00           5,000 Select Sector SPDR Financials         \$ 64,250.00         \$ 72,000.00
Columbia Money Market Reserves G Trust Class (Income)         \$ 40,722.85         \$ 40,722.85           Columbia Money Market Reserves G Trust Class (Principal)         \$ 1,527,571.28         \$ 1,527,571.28           Vanguard Money Market Trust Prime Portfolio         \$ 166,087.64         \$ 166,087.64           \$ 1,734,381.77         \$ 1,734,381.77           Foreign Currency           4,600 Powershares DB U.S. Dlr Index Trust Bullish Fund         \$ 104,369.40         \$ 1,840,549.77           Equities:           US Large Cap:           900 Biotech Holders Trust         \$ 175,050.00         \$ 87,786.00           5,000 Broadband Holders Trust Depository Receipt         \$ 87,818.20         \$ 62,550.00           6,900 iShares Russell 3000 Growth Index Fund         \$ 290,283.00         \$ 279,381.00           4,840 iShares Russell 3000 Value Index Fund         \$ 283,498.00         \$ 257,163.00           5,300 iShares Trust Dow Jones US Consumer Non-Cyclical Sector         \$ 282,490.00         \$ 294,309.00           6,000 Select Sector SPDR Trust Energy         \$ 304,140.00         \$ 342,060.00           5,000 Select Sector SPDR Financials         \$ 64,250.00         \$ 72,000.00
Columbia Money Market Reserves G Trust Class (Principal)         \$ 1,527,571.28         \$ 1,527,571.28           Vanguard Money Market Trust Prime Portfolio         \$ 166,087.64         \$ 166,087.64           \$ 1,734,381.77         \$ 1,734,381.77           Foreign Currency           4,600 Powershares DB U.S. Dlr Index Trust Bullish Fund         \$ 104,369.40         \$ 106,168.00           \$ 1,838,751.17         \$ 1,840,549.77           Equities:           US Large Cap:           900 Biotech Holders Trust         \$ 175,050.00         \$ 87,786.00           5,000 Broadband Holders Trust Depository Receipt         \$ 87,818.20         \$ 62,550.00           6,900 iShares Russell 3000 Growth Index Fund         \$ 290,283.00         \$ 279,381.00           4,840 iShares Russell 3000 Value Index Fund         \$ 444,166.80         \$ 364,113.20           2,300 iShares Trust S&P 500 Index Fund         \$ 283,498.00         \$ 257,163.00           5,300 iShares Trust Dow Jones US Consumer Non-Cyclical Sector         \$ 282,490.00         \$ 294,309.00           6,000 Select Sector SPDR Trust Energy         \$ 304,140.00         \$ 342,060.00           5,000 Select Sector SPDR Financials         \$ 64,250.00         \$ 72,000.00
Vanguard Money Market Trust Prime Portfolio         \$ 166,087.64         \$ 166,087.64           Foreign Currency         4,600 Powershares DB U.S. Dlr Index Trust Bullish Fund         \$ 104,369.40         \$ 106,168.00           4,600 Powershares DB U.S. Dlr Index Trust Bullish Fund         \$ 1,838,751.17         \$ 1,840,549.77           Equities:           US Large Cap:           900 Biotech Holders Trust         \$ 175,050.00         \$ 87,786.00           5,000 Broadband Holders Trust Depository Receipt         \$ 87,818.20         \$ 62,550.00           6,900 iShares Russell 3000 Growth Index Fund         \$ 290,283.00         \$ 279,381.00           4,840 iShares Russell 3000 Value Index Fund         \$ 444,166.80         \$ 364,113.20           2,300 iShares Trust S&P 500 Index Fund         \$ 283,498.00         \$ 257,163.00           5,300 iShares Trust Dow Jones US Consumer Non-Cyclical Sector         \$ 282,490.00         \$ 294,309.00           6,000 Select Sector SPDR Trust Energy         \$ 304,140.00         \$ 342,060.00           5,000 Select Sector SPDR Financials         \$ 64,250.00         \$ 72,000.00
Foreign Currency 4,600 Powershares DB U.S. Dlr Index Trust Bullish Fund \$ 1,734,381.77 \$ 1,734,381.77 \$ 1,60,168.00 \$ 1,838,751.17 \$ 1,840,549.77 \$ 1,840,54
## Profession Currency   4,600 Powershares DB U.S. Dlr Index Trust Bullish Fund   \$ 104,369.40 \$ 106,168.00     \$ 1,838,751 17 \$ 1,840,549.77     Equities:
4,600 Powershares DB U.S. Dlr Index Trust Bullish Fund \$ 104,369.40 \$ 106,168.00 \$ 1,838,751 17 \$ 1,840,549.77 \$ Equities:  US Large Cap:  900 Biotech Holders Trust \$ 175,050.00 \$ 87,786.00 \$ 5,000 Broadband Holders Trust Depository Receipt \$ 87,818.20 \$ 62,550 00 6,900 iShares Russell 3000 Growth Index Fund \$ 290,283.00 \$ 279,381.00 4,840 iShares Russell 3000 Value Index Fund \$ 444,166.80 \$ 364,113.20 2,300 iShares Trust S&P 500 Index Fund \$ 283,498.00 \$ 257,163 00 5,300 iShares Trust Dow Jones US Consumer Non-Cyclical Sector \$ 282,490.00 \$ 294,309 00 6,000 Select Sector SPDR Trust Energy \$ 304,140.00 \$ 342,060.00 5,000 Select Sector SPDR Financials \$ 64,250 00 \$ 72,000 00
### Figurities: ### Cap: ### 1,838,751 17
### Equities: ### US Large Cap:  900 Biotech Holders Trust
US Large Cap:         900 Biotech Holders Trust       \$ 175,050.00       \$ 87,786.00         5,000 Broadband Holders Trust Depository Receipt       \$ 87,818.20       \$ 62,550 00         6,900 iShares Russell 3000 Growth Index Fund       \$ 290,283.00       \$ 279,381.00         4,840 iShares Russell 3000 Value Index Fund       \$ 444,166.80       \$ 364,113.20         2,300 iShares Trust S&P 500 Index Fund       \$ 283,498.00       \$ 257,163.00         5,300 iShares Trust Dow Jones US Consumer Non-Cyclical Sector       \$ 282,490.00       \$ 294,309.00         6,000 Select Sector SPDR Trust Energy       \$ 304,140.00       \$ 342,060.00         5,000 Select Sector SPDR Financials       \$ 64,250.00       \$ 72,000.00
900 Biotech Holders Trust \$ 175,050.00 \$ 87,786.00 \$ 5,000 Broadband Holders Trust Depository Receipt \$ 87,818.20 \$ 62,550 00 6,900 iShares Russell 3000 Growth Index Fund \$ 290,283.00 \$ 279,381.00 4,840 iShares Russell 3000 Value Index Fund \$ 444,166.80 \$ 364,113.20 2,300 iShares Trust S&P 500 Index Fund \$ 283,498.00 \$ 257,163 00 5,300 iShares Trust Dow Jones US Consumer Non-Cyclical Sector \$ 282,490.00 \$ 294,309 00 6,000 Select Sector SPDR Trust Energy \$ 304,140.00 \$ 342,060.00 5,000 Select Sector SPDR Financials \$ 64,250 00 \$ 72,000 00
5,000 Broadband Holders Trust Depository Receipt       \$ 87,818.20       \$ 62,550 00         6,900 iShares Russell 3000 Growth Index Fund       \$ 290,283.00       \$ 279,381.00         4,840 iShares Russell 3000 Value Index Fund       \$ 444,166.80       \$ 364,113.20         2,300 iShares Trust S&P 500 Index Fund       \$ 283,498.00       \$ 257,163 00         5,300 iShares Trust Dow Jones US Consumer Non-Cyclical Sector       \$ 282,490.00       \$ 294,309 00         6,000 Select Sector SPDR Trust Energy       \$ 304,140.00       \$ 342,060.00         5,000 Select Sector SPDR Financials       \$ 64,250 00       \$ 72,000 00
6,900 iShares Russell 3000 Growth Index Fund \$ 290,283.00 \$ 279,381.00 4,840 iShares Russell 3000 Value Index Fund \$ 444,166.80 \$ 364,113.20 2,300 iShares Trust S&P 500 Index Fund \$ 283,498.00 \$ 257,163.00 5,300 iShares Trust Dow Jones US Consumer Non-Cyclical Sector \$ 282,490.00 \$ 294,309.00 6,000 Select Sector SPDR Trust Energy \$ 304,140.00 \$ 342,060.00 5,000 Select Sector SPDR Financials \$ 64,250.00 \$ 72,000.00
4,840 iShares Russell 3000 Value Index Fund       \$ 444,166.80 \$ 364,113.20         2,300 iShares Trust S&P 500 Index Fund       \$ 283,498.00 \$ 257,163 00         5,300 iShares Trust Dow Jones US Consumer Non-Cyclical Sector       \$ 282,490.00 \$ 294,309 00         6,000 Select Sector SPDR Trust Energy       \$ 304,140.00 \$ 342,060.00         5,000 Select Sector SPDR Financials       \$ 64,250 00 \$ 72,000 00
2,300 iShares Trust S&P 500 Index Fund       \$ 283,498.00 \$ 257,163 00         5,300 iShares Trust Dow Jones US Consumer Non-Cyclical Sector       \$ 282,490.00 \$ 294,309 00         6,000 Select Sector SPDR Trust Energy       \$ 304,140.00 \$ 342,060.00         5,000 Select Sector SPDR Financials       \$ 64,250 00 \$ 72,000 00
5,300 iShares Trust Dow Jones US Consumer Non-Cyclical Sector       \$ 282,490.00 \$ 294,309 00         6,000 Select Sector SPDR Trust Energy       \$ 304,140.00 \$ 342,060.00         5,000 Select Sector SPDR Financials       \$ 64,250 00 \$ 72,000 00
Sector       \$ 282,490.00       \$ 294,309 00         6,000 Select Sector SPDR Trust Energy       \$ 304,140.00       \$ 342,060.00         5,000 Select Sector SPDR Financials       \$ 64,250 00       \$ 72,000 00
6,000 Select Sector SPDR Trust Energy       \$ 304,140.00 \$ 342,060.00         5,000 Select Sector SPDR Financials       \$ 64,250.00 \$ 72,000.00
5,000 Select Sector SPDR Financials \$ 64,250 00 \$ 72,000 00
9,000 Select Sector SPDR Trust Healthcare \$ 283,178 00 \$ 279,630.00
2,500 Semiconductor Holders Trust Depositary Receipt \$ 89,655.23 \$ 69,800.00
5,800 Vanguard Information Technology Index Vipers \$ 282,576.00 \$ 318,246.00
US Mid Cap:
100 Comverse Technology Inc. \$ 2,567.71 \$ 945.00
35 Fidelity National Information Svcs Inc. \$ - \$ 820.40
3,300 iShares Russell Midcap Index Fund \$ 299,706.00 \$ 272,283.00
125 Maxim Integrated Products \$ - \$ 2,540.00
6,300 Powershares Water Resources Portfolio \$ 103,314.00 \$ 106,218.00
50 Total Sys Svcs Inc. \$ 2,774.64 \$ 863 50
US Small Cap:
3,200 iShares S&P Small Cap 600 Index Fund \$ 186,944.00 \$ 175,104.00
5,200 Powershares Wilderhill Clean Energy Portfolio \$ 98,024 00 \$ 57,200.00
3,200 Vanguard Index Trust, Vanguard Extended Market \$ 291,200.00 \$ 275,584.00
75 Vitesse Semiconductor Corp. \$ 269.77 \$ 19.11
International Developed:
11,663 121 Dodge & Cox International Stock Fund \$ 419,290.85 \$ 371,470.40
22,706 046 Henderson Global International Fund \$ 452,088.40 \$ 433,231.36
8,400 iShares MSCI Pacific Ex-Japan Index Fund \$ 280,022.00 \$ 247,508.00
30,500 iShares MSCI Japan Index Fund \$ 425,120 00 \$ 297,070 00
140.000 Nortel Networks Corp. \$ 26.35 \$ 3.22

Page 2, Part II Lines 10a, 10b and 13 - Assets on Hand - Statements 6, 7 and 8:

Description		Book Value	ľ	Market Value 12/31/09
Emerging Markets:				
6,600 iShares MSCI Emerging Markets Index Fund	\$	204,128.00	\$	273,900.00
4,500 iShares MSCI South Korea Index Fund	\$	200,840.00	\$	214,380.00
14,700 iShares MSCI Hong Kong Index Fund	\$	190,826 00	\$	230,202.00
	\$	5,744,246.95	\$	5,386,380 19
Fixed lincome:				
4,600 Ishares Barclays Tips Bond Fund	\$	470,672.00	\$	477,940.00
6,000 Ishares Barclays 1-3 Year Treasury	\$	482,520 00	\$	497,760.00
	\$	953,192.00	\$	975,700.00
Real Estate Special Situations:				
1,600 SPDR DJ Wilshire International Real Estate ETF	\$	103,070.56	\$	55,824.00
Commodities:				
2,600 iShares Trust S&P North American Natural				
Resources Index Fund	\$	227,126.00	\$	267,618 00
2,500 Oil SVC Holders Trust	\$	331,696.00	\$	297,200.00
	\$	558,822.00	\$	564,818.00
TOTAL BANK OF AMERICA PORTFOLIO	\$	9,198,082.68	\$	8,823,271.96
Mutual Fund (GMO Investment)				
641,188.288 Global Balanced Asset Allocation Fund III in USD @	•	7 004 007 40	•	0.070.404.07
\$12.0000748/unit	\$	7,694,307.42	\$	6,078,464 97
17,992.320 Reinvestment @ 11.48	\$	206,551.84	\$	170,567.19
36,951.913 Reinvestment @ 11 95	\$	441,575.36	\$	350,304.14
21,276 505 Reinvestment @ 12.57	\$	267,445.67	\$	201,701.27
58,926.147 Reinvestment @ 11.82	\$	696,507.06	\$	558,619.87
38,632.341 Reinvestment @ 10 56	\$	407,957 52	\$	366,234 59
100,339.872 Reinvestment @ 8.04	\$	806,732.57	\$	951,221.99
14,036.119 Reinvestment @ 8.04	\$	112,850.40	\$	133,062 41
9,097.008 Reinvestment @ 8.37	\$	76,141.96	\$	86,239 64
26,497.144 Reinvestment @ 9.52	\$	252,252 81	<u>\$</u> \$	251,192.93
964,937.657	\$	10,962,322 61	Φ	9,147,608.99
	\$	20,160,405 29	\$	17,970,880.95

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# Page 1, Part I Line 4 - Dividends and Interest from Securities - Statement 1:

### **BANK OF AMERICA ACCOUNT:**

Cash and Equivalents:		
Columbia Money Market Reserves G Trust Class		
1/2/09	11 66	
1/2/09	2,601 96	
2/2/09	29.98	
2/2/09	2,160.59	
3/2/09	0.87	
3/2/09	1,312.08	
4/1/09	0 74	
4/1/09	1,005.41	
5/1/09	2.94	
5/1/09	785.58	
6/1/09	0 54	
6/1/09	724 10	
7/1/09	0.77	
7/1/09	537.82	
8/3/09	2.59	
8/3/09	379.96	
9/1/09	0.10	
9/1/09	233.97	
10/1/09	0 23	
10/1/09	194.72	
11/2/09	0.58	
11/2/09	233.25	
12/1/09	0.08	
12/1/09	219 19	10,439 71
Vanguard Money Market Trust Prime Portfolio		
1/2/09	369.21	
2/2/09	139.17	
3/2/09	77.90	
3/27/09	115 20	
4/1/09	54.69	
5/1/09	37.68	
6/2/09	30.21	
7/1/09	31.47	
8/4/09	17.46	
9/1/09	15.14	
10/1/09	13 12	
11/2/09	10.24	
12/2/09	5.38	916.87

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### Page 1, Part I Line 4 - Dividends and Interest from Securities - Statement 1:

Mutual Funds:					
Biotech Holders Tru	st				
4/28/09		units at	83.575900	75,218 31	
		units at	0.000000	·	
11/18/09		units at	1.348789	1,213.91_	76,432.22
Broadband Holders	Trust Depositary	Receipt			
1/9/09	5,000	units at	0 012800	64.00	
1/20/09	5,000	units at	0.001800	9.00	
3/31/09	5,000	units at	0.005600	28 00	
4/2/09	5,000	units at	0.004500	22 50	
6/30/09	5,000	units at	0 007200	36.00	
7/2/09	5,000	units at	0 004500	22.50	
9/29/09	5,000	units at	0.007200	36.00	
10/1/09	5,000		0.004500	22 50	
12/22/09	5,000	units at	0 004500	22.50	
12/23/09	5,000	units at	0.030000	150.00	
12/28/09	5,000	units at	0.007200	36.00	449.00
Dodge & Cox Interna	itional Stock Fund	d			
12/22/09	10,503 070	units at	0.484156	5,085.12	5,085.12
Fidelity National Info	rmation Services	inc.			
12/30/09	35	units at	0.05	1.75	1.75
iShares Barclays TIP	S Bond Fund				
4/7/09	4,600	units at	0.474000	2,180.40	
5/7/09	4,600	units at	0 622576	2,863.85	
6/5/09	4,600	units at	0 370700	1,705.22	
7/8/09	4,600	units at	0.388752	1,788.26	
8/7/09	4,600	units at	0.429154	1,974.11	
9/8/09	4,600	units at	0.920411	4,233.89	
10/7/09	4,600	units at	0.047439	218.22	
11/6/09	4,600	units at	0.342115	1,573.73	
12/7/09	4,600	units at	0.208011	956.85	17,494 53

Page 1, Part I Line 4 - Dividends and Interest from Securities - Statement 1:

iShares Barclays 1-3	Year Treausury F	Bond Fund	ŀ			
1/2/09	6,000	units at	0.336232	2,017.39	6232	
2/6/09	6,000	units at	0.137500	825.00		
3/6/09	6,000	units at	0.129300	775.80		
4/7/09	6,000	units at	0.141173	847.04		
5/7/09	6,000	units at	0.166800	1,000.80		
6/5/09	6,000	units at	0.130820	784.92		
7/8/09	6,000	units at	0.112168	673.01	2168	
8/7/09	6,000	units at	0.111732	670.39	1732	
9/8/09	6,000	units at	0 107598	645.59	7598	
10/7/09	6,000	units at	0.104048	624 29	4048	
11/6/09	6,000	units at	0.088957	533.74	8957	
12/7/09	6,000	units at	0.084858	509.15	4858	9,907.12
iSharas MSCI Emara	una Markats Indo	v Eund				
iShares MSCI Emerg 6/29/09	6,600		0.247283	1,632.07	7283	
12/31/09	6,600	units at	0.247203	2,131.08		3,763.15
12/5/1/09	0,000	units at	0 322031	2,101.00	.2031	0,700.10
iShares MSCI Hong	Kong Index Fund					
6/29/09	14,700	units at	0.174733	2,568 58		
12/31/09	14,700	units at	0.207931	3,056.59	7931	5,625 17
iShares MSCI Japan	Index Fund					
6/29/09	30,500	units at	0.049916	1,522.44	9916	
12/31/09	30,500	units at	0.087980	2,683.39		4,205 83
	·					
iShares MSCI Pacific	•					
6/29/09	8,400		0 626751	5,264.71		
12/31/09	8,400	units at	0.801604	6,733.47	1604	11,998.18
iShares MSCI South	Korea Index Fund	d				
6/29/09	4,500	units at	0.200876	903.94	0876	
12/31/09	4,500	units at	0.114253	514_14	4253	1,418 08
iShares Russell Mido	ap Index Fund					
3/30/09	3,300	units at	0.273636	903.00		
7/9/09	3,300	units at	0.317803	1,048 75		
9/28/09	3,300	units at	0.242055	798.78		
12/30/09	3,300	units at	0.407591	<u>1,345.05</u>	7591	4,095 58

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# Page 1, Part I Line 4 - Dividends and Interest from Securities - Statement 1:

iShares Russell 3000	Growth Index Fu	ınd				
3/30/09	6,900	units at	0.125026		862.68	
7/9/09	6,900	units at	0.140588		970.06	
9/28/09	6,900	units at	0.114688		791.35	
12/30/09	6,900	units at	0.147028		1,014.49	3,638.58
				_	<del> </del>	
iShares Russell 3000	Value Index Fun	d				
3/30/09	4,840	units at	0.518707		2,510.54	
7/9/09	4,840	units at	0.426688		2,065.17	
9/28/09	4,840	units at	0 311508		1,507.70	
12/30/09	4,840	units at	0.470579	_	2,277 60	8,361.01
iShares S&P Small Ca	an 600 Index Eur	nd				
3/31/09	3,200	units at	0.124319		397.82	
6/29/09	3,200		0.114006		364.82	
9/29/09	•	units at	0.117000		407 07	
12/31/09	•	units at	0.127209		542 56	1,712.27
12/3 1/09	3,200	uillo at	0.109550	-	342 30	1,7 12.27
Shares Trust Dow Jos	nes U.S. Consur	ner Non-C	yclical Sector	Index Fund		
3/31/09	5,300	units at	0.324630		1,720.54	
6/30/09	5,300	units at	0.327287		1,734.62	
9/28/09	5,300	units at	0.271232		1,437.53	
12/30/09	5,300	units at	0.416340	_	2,206.60	7,099.29
iShares Trust S&P 50	0 Index Fund					
3/31/09	2,300	units at	0.556635		1,280 26	
6/29/09	•	units at	0.479696		1,103.30	
9/29/09	2,300	units at	0.525474		1,208 59	
12/31/09	2,300	units at	0.525474		1,375.20	4,967.35
12/3/1/03	2,300	units at	0.097910	-	1,070.20	4,007.00
iShares Trust S&P No	orth American Na	tural Reso	urces Sector	Index Fund		
6/26/09	2,600		0.521735		1,356 51	
12/31/09	7,800	units at	0.187462	_	1,462 20	2,818.71
Maxim Integrated Pro	ducts Inc					
3/6/09		shares at	0 200000		25.00	
6/5/09		shares at	0.200000		25.00	
9/4/09		shares at	0.200000		25.00	
12/4/09		shares at	0.200000		25.00	100.00
12/4/09	123	Jilai Co al	0.20000	-	20.00	100.00

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Page 1, Part I Line 4 - Dividends and Interest from Securities - Statement 1:

Oil SVC Holders Trust				
1/13/09	2,800	units at	0.032321	90.50
1/14/09	2,800	units at	0.017143	48.00
1/15/09	2,800	units at	0 012500	35 00
2/18/09	2,800	units at	0 028125	78 75
3/4/09	2,800	units at	0 007857	22.00
3/4/09	2,800	units at	0.012279	34.38
3/5/09	2,800	units at	0.184154	515.63
3/17/09	2,800	units at	0.011161	31.25
3/24/09	2,800	units at	0.002457	6 88
3/24/09	2,800	units at	0.026429	74.00
4/7/09	2,800	units at	0.032321	90.50
4/15/09	2,800	units at	0.017143	48.00
4/17/09	2,800	units at	0.012500	35.00
5/19/09	2,800	units at	0.028125	78.75
6/3/09	2,500	units at	0.013752	34.38
6/3/09	2,500	units at	0.206252	515 63
6/18/09	2,500	units at	0.012500	31 25
6/23/09	2,500	units at	0.002752	6 88
6/23/09	2,500	units at	0.029600	74.00
7/14/09	2,500	units at	0.036200	90.50
7/15/09	2,500	units at	0.019200	48.00
8/18/09	2,500	units at	0.031500	78.75
8/28/09	2,500	units at	0 020712	51.78
9/3/09	2,500	units at	0.206252	515 63
9/3/09	2,500	units at	0.013752	34.38
9/17/09	2,500	units at	0.012500	31.25
9/22/09	2,500	units at	0 002752	6.88
9/24/09	2,500	units at	0.029600	74.00
10/6/09	2,500	units at	0.036200	90.50
10/15/09	2,500	units at	0.019200	48.00
10/16/09	2,500	units at	0 014000	35.00
11/17/09	2,500	units at	0.031500	78.75
11/27/09	2,500	units at	0.010872	27.18
12/3/09	2,500	units at	0 206252	515.63
12/3/09	2,500	units at	0.013752	34.38
12/17/09	2,500	units at	0.012500	31.25
12/18/09	2,500	units at	0.180484	451.21
12/18/09	2,500	units at	0.018048	45.12
12/22/09	2,500	units at	0.002752	6.88
12/28/09	2,500	units at	0.029600	74 00

4,219.85

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# Page 1, Part I Line 4 - Dividends and Interest from Securities - Statement 1:

Powershares Water Resources Portfolio									
			0.000000	10.47					
3/31/09	6,300	units at	0.002090	13.17					
6/30/09	6,300	units at	0.036510	230 01					
9/30/09	6,300	units at	0.004360	27 47					
12/31/09	6,300	units at	0.072621	457.51	728.16				
Select Sector SPDR	Trust Energy								
4/1/09	7,100	units at	0.194189	1,378.74					
7/1/09	7,100	units at	0.214293	1,521 48					
9/30/09	6,000	units at	0.246250	1,477.50					
12/30/09	6,000	units at	0.304470	1,826.82	6,204.54				
,2,00,00	0,000	armo at	0.00 / 11 0		0,201.01				
Select Sector SPDR	Trust Financials								
4/1/09	5,000	units at	0.086220	431.10					
7/1/09	5,000	units at	0 060620	303.10					
9/30/09	5,000	units at	0.047000	235 00					
12/30/09	5,000	units at	0.052340	261.70	1,230.90				
Select Sector SPDR									
4/1/09	9,000	units at	0.146240	1,316.16					
7/1/09	9,000	units at	0.129590	1,166.31					
9/30/09	9,000	units at	0.127170	1,144.53					
12/30/09	9,000	units at	0.171410	1,542.69	5,169 69				
Semiconductor Holders Trust Depositary Receipt									
1/7/09	2,500	units at	0.004800	12.00					
2/1/09	2,500	units at	0.019524	48.81					
2/27/09	2,500	units at	0.007000	17.50					
2/27/09	2,500	units at	0.007000	17.50					
3/4/09		units at	0.030676	76.69					
3/4/09	2,500	units at	0.003000	7 50					
3/9/09	2,500	units at	0.005600	39.00					
3/11/09	2,500	units at	0.004500	11.25					
3/27/09	2,500	units at	0.012000	30 00					
4/16/09	2,500	units at	0.012000	12.00					
5/20/09	2,500	units at	0.004800	48.81					
	2,500	units at	0.007000	17.50					
5/29/09									
6/3/09	2,500	units at	0 003000	7.50					
6/3/09	2,500	units at	0 004500	11.25					
6/3/09	2,500	units at	0 030676	76.69 17.50					
6/5/09	2,500	units at	0.007000	17.50					
6/8/09	2,500	units at	0.015600	39.00					
6/19/09	2,500	units at	0.012000	30.00					

Page 1, Part I Line 4 - Dividends and Interest from Securities - Statement 1:

				-				
7/15/09	2,500	units at	0.004800	12.00				
7/17/09	2,500	units at	0.014000	35.00				
8/19/09	2,500	units at	0.019524	48.81				
8/28/09	2,500	units at	0.007000	17.50				
8/28/09	2,500	units at	0.007000	17.50				
9/3/09	2,500	units at	0.003000	7.50				
9/3/09	2,500	units at	0.004500	11.25				
9/3/09	2,500	units at	0.030676	76 69				
9/8/09	2,500	units at	0.015600	39.00				
9/18/09	2,500	units at	0.012000	30.00				
10/15/09	2,500	units at	0.004800	12 00				
11/18/09	2,500	units at	0.021724	54.31				
11/27/09	2,500	units at	0.007000	17 50				
11/27/09	2,500	units at	0.008000	20.00				
12/3/09	2,500	units at	0.004500	11.25				
12/3/09	2,500	units at	0.003000	7.50				
12/3/09	2,500	units at	0.030676	76.69				
12/7/09	2,500	units at	0.015600	39.00				
12/28/09	2,500	units at	0.012000	30.00	1,084 00			
				··				
SPDR D J Wilshire International Real Estate ETF								
1/2/09	1,600	units at	0.197756	316.41				
4/1/09	1,600	units at	0 419325	670.92				
7/1/09	1,600	units at	0.330131	528.21				
9/30/09	1,600	units at	0.390025	624.04				
12/31/09	1,600	units at	0.538456	861.53	3,001 11			
Total Sys Svcs Inc.								
1/2/09		shares at	0.070000	3.50				
4/1/09		shares at	0.070000	3.50				
7/1/09	50	shares at	0.070000	3.50				
10/1/09	50	shares at	0.070000	3.50	14.00			
Vanguard Information			0.05000	4 450 00	4 450 00			
12/29/09	5,800	units at	0.250000	1,450.00	1,450 00			
Vanguard Index Trust Extended Market								
Tangaara maak maak		units at	0.000000					
12/31/09	6,400	units at	0.476000	3,046 40	3,046.40			
. 2. 3 30	٥, ١٥٥	J <b>J</b>	2 0000		206,678.17			
					•			

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## Page 1, Part I Line 4 - Dividends and Interest from Securities - Statement 1:

#### **GMO INVESTMENTS ACCOUNT:**

Global Balanced Asset Allocation Fund-III

7/7/09 Dividend on 960,175.982 units 76,141.96

12/30/09 Dividend on 938,440 513 units <u>252,252.81</u> 328,394.77

535,072 94