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 , 2009, and ending , 20

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

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

Name of foundation
U/W JOHN CLARKE

Number and street (or P O box number if mail is not delivered to street address) Room/suite
P O BOX 1802

City or town, state, and ZIP code
PROVIDENCE, RI 02901-1802

A Employer identification number
05-6006062

B Telephone number (see page 10 of the instructions)
( ) -

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

H Check type of organization ☐ Section 501(c)(3) exempt private foundation
[X] 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)* ▶ $ 9,442,861.

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

POSTMARK DATE MAR 1 6 2010 ENVELOPE

SCANNED MAR 2 5 2010

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

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc, received (attach schedule)				
	2	Check ▶ [X] if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	177,818.	176,318.		STMT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-100,251.			
	b	Gross sales price for all assets on line 6a 950,979.				
	7	Capital gain net income (from Part IV, line 2)				
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	5,094.			STMT 4
	12	**Total.** Add lines 1 through 11	82,661.	176,318.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	34,304.	15,783.		13,722.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) STMT 5	1,445.	645.	NONE	800.
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions) STMT 6	3,561.	1,561.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) STMT 7	2,052.			2,052.
	24	**Total operating and administrative expenses** Add lines 13 through 23	41,362.	17,989.	NONE	16,574.
	25	Contributions, gifts, grants paid	304,808.			304,808.
	26	**Total expenses and disbursements** Add lines 24 and 25	346,170.	17,989.	NONE	321,382.
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	-263,509.			
	b	**Net investment income** (if negative, enter -0-)		158,329.		
	c	**Adjusted net income** (if negative, enter -0-)				

Part II Balance Sheets

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

		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	NONE	NONE	
	2 Savings and temporary cash investments	397,219.	262,237.	262,237.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ *		* NONE	
	Less allowance for doubtful accounts ▶	NONE	NONE	NONE
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)	NONE	NONE	NONE
	b Investments - corporate stock (attach schedule)	6,132,400.	6,012,187.	6,331,624.
	c Investments - corporate bonds (attach schedule)	NONE	NONE	NONE
	11 Investments - land, buildings, and equipment basis ▶ 120,000.			
	Less accumulated depreciation (attach schedule) ▶	120,000.	120,000.	2,849,000.
	12 Investments - mortgage loans	NONE	NONE	
	13 Investments - other (attach schedule)	NONE	NONE	NONE
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)	NONE	NONE	NONE
	16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	6,649,619.	6,394,424.	9,442,861.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [ ] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ [X]			
	27 Capital stock, trust principal, or current funds	6,574,198.	6,394,424.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	75,421.	NONE	
	30 **Total net assets or fund balances** (see page 17 of the instructions)	6,649,619.	6,394,424.	
	31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	6,649,619.	6,394,424.	

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	6,649,619.
2	Enter amount from Part I, line 27a	2	-263,509.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	8,314.
4	Add lines 1, 2, and 3	4	6,394,424.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,394,424.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co)	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr.)
1a SEE PART IV DETAIL			
b			
c			
d			
e			

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

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

	(i) 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				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) . . . . . { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 } **2** -100,251.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions).
If (loss), enter -0- in Part I, line 8. . . . . . **3**

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? . . . . ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	432,993.	6,750,194.	0.06414526753
2007	450,952.	8,085,760.	0.05577113345
2006	372,882.	7,478,574.	0.04986004016
2005	381,443.	5,504,888.	0.06929169131
2004	266,185.	3,011,315.	0.08839493710

2	**Total** of line 1, column (d)	2	0.32746306955
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.06549261391
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	8,622,118.
5	Multiply line 4 by line 3	5	564,685.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,583.
7	Add lines 5 and 6	7	566,268.
8	Enter qualifying distributions from Part XII, line 4	8	321,382.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______________ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	3,167.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	3,167.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	3,167.
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 3,902.		
b	Exempt foreign organizations-tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	3,902.
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	735.
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 735. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	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 ▶ $ ________ (2) On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ STMT 9			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ PRIVATE BANK TAX SERVICES Telephone no ▶ (401)278-6825

Located at ▶ P.O. BOX 1802, PROVIDENCE, RI ZIP + 4 ▶ 02901-1802

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

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

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

				Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?		1b		X
	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 page 20 of the instructions.)		2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)*		3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X

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

5a During the year did the foundation pay or incur any amount to.			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)	☐ Yes ☒ No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?		5b	
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes ☐ No		
If "Yes," attach the statement required by Regulations section 53 4945-5(d).			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X (No)
If "Yes" to 6b, file Form 8870			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		34,304.	-0-	-0-

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

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

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

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

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

Total number of others receiving over $50,000 for professional services . . . . ▶ NONE

Part IX-A **Summary of Direct Charitable Activities**

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a	Average monthly fair market value of securities	1a	8,539,225.
b	Average of monthly cash balances	1b	214,194.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	8,753,419.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) ... 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	8,753,419.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	131,301.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,622,118.
6	**Minimum investment return.** Enter 5% of line 5	6	431,106.

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

1	Minimum investment return from Part X, line 6			1	431,106.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	3,167.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	3,167.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	427,939.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	427,939.
6	Deduction from distributable amount (see page 25 of the instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	427,939.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	321,382.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	321,382.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	321,382.

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

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

		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1	Distributable amount for 2009 from Part XI, line 7				427,939.
2	Undistributed income, if any, as of the end of 2009				
a	Enter amount for 2008 only			NONE	
b	Total for prior years: 20____,20____,20____		NONE		
3	Excess distributions carryover, if any, to 2009:				
a	From 2004 . . . . . . 122,381.				
b	From 2005 . . . . . . 202,880.				
c	From 2006 . . . . . . NONE				
d	From 2007 . . . . . . 57,391.				
e	From 2008 . . . . . . 99,287.				
f	**Total** of lines 3a through e	481,939.			
4	Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 321,382.				
a	Applied to 2008, but not more than line 2a			NONE	
b	Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c	Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d	Applied to 2009 distributable amount				321,382.
e	Remaining amount distributed out of corpus	NONE			
5	Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	106,557.			106,557.
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e. Subtract line 5	375,382.			
b	Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d	Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
e	Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions			NONE	
f	Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	15,824.			
9	**Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	359,558.			
10	Analysis of line 9:				
a	Excess from 2005 . . . 202,880.				
b	Excess from 2006 . . . NONE				
c	Excess from 2007 . . . 57,391.				
d	Excess from 2008 . . . 99,287.				
e	Excess from 2009 . . .				

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

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

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

	Tax year	Prior 3 years			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
2a 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 page 28 of the instructions.)

1 **Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

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

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

SEE STATEMENT 11

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 12				
Total . . . . ▶ **3a**				304,808.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

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) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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					
4 Dividends and interest from securities			14	177,818.	
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	-100,251.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b EXCISE TAX REFUND			01	5,094.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				82,661.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 82,661.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions.)
	NOT APPLICABLE

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Austin Wentworth | 03/06/2010 | SENIOR V. P.

Signature of officer or trustee AUSTIN WENTWORTH | Date | Title

Paid Preparer's Use Only			
Preparer's signature	Date	Check if self-employed ☐	Preparer's identifying number (See Signature on page 30 of the instructions)
Firm's name (or yours if self-employed), address, and ZIP code		EIN	Phone no

JSA
9E1493 1 000

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					25,931.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					753.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					-16,261.	
		100. GENENTECH INC PROPERTY TYPE: SECURITIES					12/21/2006	03/26/2009
9,500.00		8,027.00					1,473.00	
		175. GENENTECH INC PROPERTY TYPE: SECURITIES					01/24/2008	03/26/2009
16,625.00		11,957.00					4,668.00	
		525. AGCO CORP PROPERTY TYPE: SECURITIES					12/11/2008	05/22/2009
13,954.00		11,869.00					2,085.00	
		375. AUTODESK INC (DEL) PROPERTY TYPE: SECURITIES					09/15/2006	05/22/2009
7,817.00		13,504.00					-5,687.00	
		400. BEST BUY INCORPORATED PROPERTY TYPE: SECURITIES					06/26/2008	05/22/2009
14,110.00		16,127.00					-2,017.00	
		250. BOEING CO PROPERTY TYPE: SECURITIES					12/11/2008	05/22/2009
10,854.00		10,369.00					485.00	
		2581.883 INTERM GOVT/CREDIT BOND CTF PROPERTY TYPE: SECURITIES					05/11/2001	05/22/2009
29,845.00		31,208.00					-1,363.00	
		2447.363 INTERM GOVT/CREDIT BOND CTF PROPERTY TYPE: SECURITIES					12/31/2000	05/22/2009
28,290.00		29,543.00					-1,253.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		475. CVS CAREMARK CORP COM PROPERTY TYPE: SECURITIES					12/11/2008	05/22/2009
14,178.00		13,902.00					276.00	
		250. CISCO SYSTEMS INCORPORATED PROPERTY TYPE: SECURITIES					06/30/2006	05/22/2009
4,499.00		5,002.00					-503.00	
		475. CISCO SYSTEMS INCORPORATED PROPERTY TYPE: SECURITIES					10/25/2005	05/22/2009
8,547.00		8,132.00					415.00	
		1200. CISCO SYSTEMS INCORPORATED PROPERTY TYPE: SECURITIES					09/24/1996	05/22/2009
21,593.00		8,050.00					13,543.00	
		200. COCA COLA CO COM PROPERTY TYPE: SECURITIES					04/01/2008	05/22/2009
9,405.00		12,229.00					-2,824.00	
		200. COCA COLA CO COM PROPERTY TYPE: SECURITIES					01/24/2008	05/22/2009
9,405.00		11,944.00					-2,539.00	
		575. COCA COLA CO COM PROPERTY TYPE: SECURITIES					10/25/2005	05/22/2009
27,039.00		24,292.00					2,747.00	
		925. COMCAST CORP PROPERTY TYPE: SECURITIES					12/11/2008	05/22/2009
13,273.00		15,195.00					-1,922.00	
		4221.799 AGGREGATE BOND CTF PROPERTY TYPE: SECURITIES					08/30/1991	05/22/2009
64,065.00		67,714.00					-3,649.00	
		400. DEVON ENERGY CORPORATION PROPERTY TYPE: SECURITIES					12/11/2008	05/22/2009
24,169.00		29,879.00					-5,710.00	
		400. GILEAD SCIENCES INC PROPERTY TYPE: SECURITIES					12/11/2008	05/22/2009
17,066.00		18,251.00					-1,185.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		100. HARTFORD FINANCIAL SVCS GRP PROPERTY TYPE: SECURITIES					11/29/2005	05/22/2009
1,508.00		8,802.00					-7,294.00	
		325. HARTFORD FINANCIAL SVCS GRP PROPERTY TYPE: SECURITIES					10/25/2005	05/22/2009
4,900.00		24,560.00					-19,660.00	
		300. HARTFORD FINANCIAL SVCS GRP PROPERTY TYPE: SECURITIES					07/23/2004	05/22/2009
4,523.00		18,839.00					-14,316.00	
		1625. HARTFORD FINANCIAL SVCS GRP PROPERTY TYPE: SECURITIES					12/11/2008	05/22/2009
24,498.00		26,063.00					-1,565.00	
		750. HEINZ H J CO PROPERTY TYPE: SECURITIES					12/11/2008	05/22/2009
26,883.00		27,771.00					-888.00	
		200. LOCKHEED MARTIN CORPORATION PROPERTY TYPE: SECURITIES					12/11/2008	05/22/2009
16,389.00		15,740.00					649.00	
		675. MERCK & CO INC COM PROPERTY TYPE: SECURITIES					04/24/2007	05/22/2009
17,705.00		34,715.00					-17,010.00	
		350. MERCK & CO INC COM PROPERTY TYPE: SECURITIES					01/24/2008	05/22/2009
9,180.00		17,195.00					-8,015.00	
		725. MERCK & CO INC COM PROPERTY TYPE: SECURITIES					12/21/2006	05/22/2009
19,016.00		31,470.00					-12,454.00	
		300. NIKE INC CL B PROPERTY TYPE: SECURITIES					01/24/2008	05/22/2009
15,735.00		17,159.00					-1,424.00	
		1025. NOKIA CORPORATION SPONSORED ADR PROPERTY TYPE: SECURITIES					01/05/2006	05/22/2009
15,023.00		19,957.00					-4,934.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		750. NOKIA CORPORATION SPONSORED ADR PROPERTY TYPE: SECURITIES					02/22/2006	05/22/2009
10,992.00		14,203.00					-3,211.00	
		50. RIO TINTO PLC SPONSORED ADR PROPERTY TYPE: SECURITIES					10/25/2005	05/22/2009
8,811.00		7,523.00					1,288.00	
		325. SOUTHERN CO PROPERTY TYPE: SECURITIES					12/11/2008	05/22/2009
9,017.00		11,962.00					-2,945.00	
		775. WELLS FARGO COMPANY PROPERTY TYPE: SECURITIES					12/09/1998	05/22/2009
18,930.00		13,780.00					5,150.00	
		750. INVESCO LTD COM PROPERTY TYPE: SECURITIES					06/26/2008	05/22/2009
11,073.00		18,506.00					-7,433.00	
		475. NOBLE CORP COM PROPERTY TYPE: SECURITIES					04/01/2008	05/22/2009
14,774.00		23,853.00					-9,079.00	
		445.851 INTERM GOVT/CREDIT BOND CTF PROPERTY TYPE: SECURITIES					12/31/2000	06/19/2009
5,135.00		5,372.00					-237.00	
		6290.869 INTERM GOVT/CREDIT BOND CTF PROPERTY TYPE: SECURITIES					09/30/1999	06/19/2009
72,447.00		73,359.00					-912.00	
		4117.555 INTERM GOVT/CREDIT BOND CTF PROPERTY TYPE: SECURITIES					12/31/2006	06/19/2009
47,419.00		47,318.00					101.00	
		225. AMAZON COM INC PROPERTY TYPE: SECURITIES					09/18/2007	11/10/2009
28,760.00		19,727.00					9,033.00	
		300. DUN & BRADSTREET CORP DEL NEW COM PROPERTY TYPE: SECURITIES					02/28/2007	11/10/2009
24,314.00		26,346.00					-2,032.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		150. EXPRESS SCRIPTS INC CL A PROPERTY TYPE: SECURITIES					05/22/2009	11/10/2009
12,936.00		8,951.00					3,985.00	
		50. EXPRESS SCRIPTS INC CL A PROPERTY TYPE: SECURITIES					08/13/2007	11/10/2009
4,312.00		2,515.00					1,797.00	
		450. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES					01/05/2006	11/10/2009
32,735.00		26,347.00					6,388.00	
		125. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES					10/25/2005	11/10/2009
9,093.00		7,155.00					1,938.00	
		100. GENERAL ELEC CO PROPERTY TYPE: SECURITIES					10/25/2005	11/10/2009
1,559.00		3,378.00					-1,819.00	
		450. GENERAL ELEC CO PROPERTY TYPE: SECURITIES					02/22/2006	11/10/2009
7,018.00		15,191.00					-8,173.00	
		825. GENERAL ELEC CO PROPERTY TYPE: SECURITIES					06/30/2006	11/10/2009
12,866.00		27,487.00					-14,621.00	
		125. GENERAL ELEC CO PROPERTY TYPE: SECURITIES					05/22/2009	11/10/2009
1,949.00		1,652.00					297.00	
		425. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES					12/11/2008	11/10/2009
26,020.00		24,900.00					1,120.00	
		775. METLIFE INC PROPERTY TYPE: SECURITIES					12/11/2008	11/10/2009
26,913.00		24,440.00					2,473.00	
		1250. NEWS CORP CL A PROPERTY TYPE: SECURITIES					01/24/2008	11/10/2009
15,431.00		24,308.00					-8,877.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		1350. NEWS CORP CL A PROPERTY TYPE: SECURITIES					05/22/2009	11/10/2009
16,665.00		11,961.00					4,704.00	
		1250. SCHWAB CHARLES CORP NEW COM PROPERTY TYPE: SECURITIES					05/22/2009	11/10/2009
21,793.00		21,531.00					262.00	
TOTAL GAIN(LOSS)							-100,251.	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AT&T INC	3,116.	3,116.
ABBOTT LABORATORIES	780.	780.
APACHE CORPORATION	150.	150.
AVON PRODUCTS INC	1,218.	1,218.
BEST BUY INCORPORATED	112.	112.
BOEING CO	210.	210.
BURLINGTON NORTHERN SANTA FE CORP	450.	450.
INTERM GOVT/CREDIT BOND CTF	62,789.	62,789.
CVS CAREMARK CORP COM	72.	72.
CHEVRONTEXACO CORP COM	612.	612.
COCA COLA CO COM	400.	400.
COLUMBIA ACORN FUND CLASS Z SHARES	496.	496.
COLUMBIA ACORN INTERNATIONAL FUND CL Z	4,420.	4,420.
COLUMBIA MULTI-ADVISOR INT'L EQUITY FUND	11,915.	11,915.
COLUMBIA MID CAP VALUE FUND CLASS Z SHAR	2,086.	2,086.
COLUMBIA CASH RESERVES TRUST CLASS	933.	933.
COMCAST CORP	120.	120.
AGGREGATE BOND CTF	47,119.	47,119.
CORNING INC	420.	420.
DEVON ENERGY CORPORATION	64.	64.
DISNEY WALT CO	516.	516.
DUN & BRADSTREET CORP DEL NEW COM	306.	306.
ENTERGY CORP NEW COM	1,500.	
EXELON CORP COM	1,050.	1,050.
EXXON MOBIL CORPORATION	2,615.	2,615.
FPL GROUP INC COM	496.	496.
GENERAL ELEC CO	2,335.	2,335.
GLAXO PLC	142.	142.
GOLDMAN SACHS GROUP INC	607.	607.
HARTFORD FINANCIAL SVCS GRP	350.	350.
HEINZ H J CO	623.	623.
HESS CORP COM	165.	165.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
HEWLETT PACKARD COMPANY	480.	480.
HOME DEPOT INC	765.	765.
INTERNATIONAL BUSINESS MACHS	1,828.	1,828.
ISHARES S&P GSCI COMMODITY-INDEX ED TR U	91.	91.
J P MORGAN CHASE & CO COM	1,153.	1,153.
JOHNSON & JOHNSON	1,577.	1,577.
KIMBERLY CLARK CORP COM	1,582.	1,582.
LOCKHEED MARTIN CORPORATION	114.	114.
MCKESSON HBOC INC	108.	108.
MERCK & CO INC COM	1,330.	1,330.
METLIFE INC	574.	574.
MICROSOFT CORPORATION	1,391.	1,391.
MONSANTO CO NEW COM	259.	259.
NEWS CORP CL A	231.	231.
NIKE INC CL B	238.	238.
NOKIA CORPORATION SPONSORED ADR	969.	969.
NORDSTROM INCORPORATED	672.	672.
OCCIDENTAL PETROLEUM CORPORATION	539.	539.
PARKER HANNIFIN CORPORATION	125.	125.
PEPSICO INCORPORATED	1,225.	1,225.
PFIZER INC	576.	576.
POTASH CORP SASK INC	60.	60.
PRAXAIR INCORPORATED	840.	840.
PRICE T ROWE GROUP INC COM	375.	375.
PRUDENTIAL FINL INC COM	350.	350.
RIO TINTO PLC SPONSORED ADR	136.	136.
SCHLUMBERGER LIMITED	399.	399.
SCHWAB CHARLES CORP NEW COM	150.	150.
SOUTHERN CO	279.	279.
STAPLES INCORPORATED	278.	278.
STATE STREET CORP	169.	169.
TEXAS INSTRS INC	776.	776.
US BANCORP DEL COM NEW	1,021.	1,021.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
UNITED TECHNOLOGIES CORP	1,617.	1,617.
VANGUARD INTL EQUITY INDEX FDS VANGUARD	2,740.	2,740.
VERIZON COMMUNICATIONS	1,484.	1,484.
WAL-MART STORES INCORPORATED	940.	940.
WASTE MANAGEMENT INC	1,015.	1,015.
WELLS FARGO COMPANY	302.	302.
YUM BRANDS INC COM	702.	702.
INVESCO LTD COM	152.	152.
NOBLE CORP COM	19.	19.
TOTAL	177,818.	176,318.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
EXCISE TAX REFUND		5,094.
	TOTALS	5,094.

STATEMENT 4

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
AUDIT & ACCOUNTING FEES (ALLOC	645.	645.		
TAX PREPARATION FEE (NON-ALLOC	800.			800.
TOTALS	1,445.	645.	NONE	800.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	161.	161.
FEDERAL ESTIMATES - PRINCIPAL	2,000.	
FOREIGN TAXES ON QUALIFIED FOR	882.	882.
FOREIGN TAXES ON NONQUALIFIED	518.	518.
TOTALS	3,561.	1,561.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
OTHER ALLOCABLE EXPENSE-INCOME	1,222.	1,222.
OTHER NON-ALLOCABLE EXPENSE -	830.	830.
TOTALS	2,052.	2,052.

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

DESCRIPTION		AMOUNT
09 TYE INCOME ADJ		8,314.
	TOTAL	8,314.

STATE(S) WHERE THE FOUNDATION IS REGISTERED
RI

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

OFFICER NAME:
BANK OF AMERICA, N.A.
ADDRESS:
100 FEDERAL STREET
BOSTON, MA 02110
TITLE:
CO-TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40
COMPENSATION .... 26,304.

OFFICER NAME:
BARBARA N. WATTERSON
ADDRESS:
P.O. BOX 3058
WESTPORT, MA 02790
TITLE:
CO-TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40
COMPENSATION .... 4,000.

OFFICER NAME:
WILLIAM W. CORCORAN, ESQ
ADDRESS:
61 LONG WHARF
NEWPORT, RI 02840, RI 02840
TITLE:
CO-TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40
COMPENSATION .... 4,000.

TOTAL COMPENSATION: 34,304.

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

RECIPIENT NAME:
BANK OF AMERICA, N.A.
ADDRESS:
100 FEDERAL STREET
BOSTON, MA 02110
FORM, INFORMATION AND MATERIALS:
NO PARTICULAR FORM
SUBMISSION DEADLINES:
NONE
RESTRICTIONS OR LIMITATIONS ON AWARDS:
FOR RELIEF OF THE POOR, AND EDUCATIONAL ASSISTANCE FOR CHILDREN

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

RECIPIENT NAME:
SEE ATTACHED SCHEDULE
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
RELIEF OF THE POOR AND HELP CHILDREN TO LEARN
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 304,808.

TOTAL GRANTS PAID: 304,808.

SCHEDULE D (Form 1041)
Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

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

OMB No 1545-0092

2009

Name of estate or trust	Employer identification number
U/W JOHN CLARKE	05-6006062

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

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

	(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a						

b	Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-7,329.
2	Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3	Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	25,931.
4	Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet	4	( )
5	**Net short-term gain or (loss).** Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	18,602.

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

	(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a	LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			753.

b	Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	-103,345.
7	Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8	Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	-16,261.
9	Capital gain distributions	9	
10	Gain from Form 4797, Part I	10	
11	Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet	11	( )
12	**Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	-118,853.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D (Form 1041) 2009**

Part III Summary of Parts I and II

Caution: *Read the instructions **before** completing this part.*

			(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			18,602.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			-118,853.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			-100,251.

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

Part IV Capital Loss Limitation

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

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

Part V Tax Computation Using Maximum Capital Gains Rates

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

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

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

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

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

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

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

OMB No 1545-0092

2009

Name of estate or trust: U/W JOHN CLARKE

Employer identification number: 05-6006062

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 525. AGCO CORP	12/11/2008	05/22/2009	13,954.00	11,869.00	2,085.00
400. BEST BUY INCORPORATED	06/26/2008	05/22/2009	14,110.00	16,127.00	-2,017.00
250. BOEING CO	12/11/2008	05/22/2009	10,854.00	10,369.00	485.00
475. CVS CAREMARK CORP COM	12/11/2008	05/22/2009	14,178.00	13,902.00	276.00
925. COMCAST CORP	12/11/2008	05/22/2009	13,273.00	15,195.00	-1,922.00
400. DEVON ENERGY CORPORATION	12/11/2008	05/22/2009	24,169.00	29,879.00	-5,710.00
400. GILEAD SCIENCES INC	12/11/2008	05/22/2009	17,066.00	18,251.00	-1,185.00
1625. HARTFORD FINANCIAL SVCS GRP	12/11/2008	05/22/2009	24,498.00	26,063.00	-1,565.00
750. HEINZ H J CO	12/11/2008	05/22/2009	26,883.00	27,771.00	-888.00
200. LOCKHEED MARTIN CORPORATION	12/11/2008	05/22/2009	16,389.00	15,740.00	649.00
325. SOUTHERN CO	12/11/2008	05/22/2009	9,017.00	11,962.00	-2,945.00
750. INVESCO LTD COM	06/26/2008	05/22/2009	11,073.00	18,506.00	-7,433.00
150. EXPRESS SCRIPTS INC CL A	05/22/2009	11/10/2009	12,936.00	8,951.00	3,985.00
125. GENERAL ELEC CO	05/22/2009	11/10/2009	1,949.00	1,652.00	297.00
425. JOHNSON & JOHNSON	12/11/2008	11/10/2009	26,020.00	24,900.00	1,120.00
775. METLIFE INC	12/11/2008	11/10/2009	26,913.00	24,440.00	2,473.00
1350. NEWS CORP CL A	05/22/2009	11/10/2009	16,665.00	11,961.00	4,704.00
1250. SCHWAB CHARLES CORP NEW COM	05/22/2009	11/10/2009	21,793.00	21,531.00	262.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . -7,329.00

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side	Employer identification number
U/W JOHN CLARKE	05-6006062

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

(a) Description of property (Example. 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 100. GENENTECH INC	12/21/2006	03/26/2009	9,500.00	8,027.00	1,473.00
175. GENENTECH INC	01/24/2008	03/26/2009	16,625.00	11,957.00	4,668.00
375. AUTODESK INC (DEL)	09/15/2006	05/22/2009	7,817.00	13,504.00	-5,687.00
2581.883 INTERM GOVT/CREDIT BOND CTF	05/11/2001	05/22/2009	29,845.00	31,208.00	-1,363.00
2447.363 INTERM GOVT/CREDIT BOND CTF	12/31/2000	05/22/2009	28,290.00	29,543.00	-1,253.00
250. CISCO SYSTEMS INCORPORATED	06/30/2006	05/22/2009	4,499.00	5,002.00	-503.00
475. CISCO SYSTEMS INCORPORATED	10/25/2005	05/22/2009	8,547.00	8,132.00	415.00
1200. CISCO SYSTEMS INCORPORATED	09/24/1996	05/22/2009	21,593.00	8,050.00	13,543.00
200. COCA COLA CO COM	04/01/2008	05/22/2009	9,405.00	12,229.00	-2,824.00
200. COCA COLA CO COM	01/24/2008	05/22/2009	9,405.00	11,944.00	-2,539.00
575. COCA COLA CO COM	10/25/2005	05/22/2009	27,039.00	24,292.00	2,747.00
4221.799 AGGREGATE BOND CTF	08/30/1991	05/22/2009	64,065.00	67,714.00	-3,649.00
100. HARTFORD FINANCIAL SVCS GRP	11/29/2005	05/22/2009	1,508.00	8,802.00	-7,294.00
325. HARTFORD FINANCIAL SVCS GRP	10/25/2005	05/22/2009	4,900.00	24,560.00	-19,660.00
300. HARTFORD FINANCIAL SVCS GRP	07/23/2004	05/22/2009	4,523.00	18,839.00	-14,316.00
675. MERCK & CO INC COM	04/24/2007	05/22/2009	17,705.00	34,715.00	-17,010.00
350. MERCK & CO INC COM	01/24/2008	05/22/2009	9,180.00	17,195.00	-8,015.00
725. MERCK & CO INC COM	12/21/2006	05/22/2009	19,016.00	31,470.00	-12,454.00
300. NIKE INC CL B	01/24/2008	05/22/2009	15,735.00	17,159.00	-1,424.00
1025. NOKIA CORPORATION SPONSORED ADR	01/05/2006	05/22/2009	15,023.00	19,957.00	-4,934.00
750. NOKIA CORPORATION SPONSORED ADR	02/22/2006	05/22/2009	10,992.00	14,203.00	-3,211.00
50. RIO TINTO PLC SPONSORED ADR	10/25/2005	05/22/2009	8,811.00	7,523.00	1,288.00
775. WELLS FARGO COMPANY	12/09/1998	05/22/2009	18,930.00	13,780.00	5,150.00
475. NOBLE CORP COM	04/01/2008	05/22/2009	14,774.00	23,853.00	-9,079.00
445.851 INTERM GOVT/CREDIT BOND CTF	12/31/2000	06/19/2009	5,135.00	5,372.00	-237.00

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

Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side	Employer identification number
U/W JOHN CLARKE	05-6006062

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 6290.869 INTERM GOVT/CREDIT BOND CTF	09/30/1999	06/19/2009	72,447.00	73,359.00	-912.00
4117.555 INTERM GOVT/CREDIT BOND CTF	12/31/2006	06/19/2009	47,419.00	47,318.00	101.00
225. AMAZON COM INC	09/18/2007	11/10/2009	28,760.00	19,727.00	9,033.00
300. DUN & BRADSTREET CORP DEL NEW COM	02/28/2007	11/10/2009	24,314.00	26,346.00	-2,032.00
50. EXPRESS SCRIPTS INC CL A	08/13/2007	11/10/2009	4,312.00	2,515.00	1,797.00
450. EXXON MOBIL CORPORATION	01/05/2006	11/10/2009	32,735.00	26,347.00	6,388.00
125. EXXON MOBIL CORPORATION	10/25/2005	11/10/2009	9,093.00	7,155.00	1,938.00
100. GENERAL ELEC CO	10/25/2005	11/10/2009	1,559.00	3,378.00	-1,819.00
450. GENERAL ELEC CO	02/22/2006	11/10/2009	7,018.00	15,191.00	-8,173.00
825. GENERAL ELEC CO	06/30/2006	11/10/2009	12,866.00	27,487.00	-14,621.00
1250. NEWS CORP CL A	01/24/2008	11/10/2009	15,431.00	24,308.00	-8,877.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . . -103,345.00

FEDERAL CAPITAL GAIN DIVIDENDS

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

TENENT HEALTHCARE CORP	576.00	
CLASS ACTIONS SETTLEMENT FOR AIG INC (SEC)	177.00	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		753.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		753.00

STATEMENT 1

GAINS AND LOSSES FROM PASS-THRU ENTITIES

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

COMMON TRUST FUNDS	25,931.00	
TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED)		25,931.00

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

COMMON TRUST FUNDS	-16,261.00	
TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED)		-16,261.00

Bank of America

Portfolio Detail

Account: 80-09-900-8546284 U/W JOHN CLARKE

Dec. 01, 2009 through Dec. 31, 2009

Units	Description	CUSIP / Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Cash/Currency								
Cash Equivalents								
81,626.140	COLUMBIA CASH RESERVES TRUST CLASS (Income Investment)	19765K845	$81,626.14	$2.34	$81,626.14 / 1.000	$0.00	$14.69	0.0%
180,610.510	COLUMBIA CASH RESERVES TRUST CLASS	19765K845	180,610.51	6.26	180,610.51 / 1.000	0.00	32.51	0.0
	Total Cash Equivalents		**$262,236.65**	**$8.60**	**$262,236.65**	**$0.00**	**$47.20**	**0.0%**
Total Cash/Currency			**$262,236.65**	**$8.60**	**$262,236.65**	**$0.00**	**$47.20**	**0.0%**

Equities

(2)Industry Sector Codes: CND = Consumer Discretionary; CNS = Consumer Staples; ENR = Energy; FIN = Financials; HEA = Health Care; IND = Industrials; IFT = Information Technology; MAT = Materials; OEQ = Other Equities; TEL = Telecommunication Services; UTL = Utilities

Units	Description	CUSIP / Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
U.S. Large Cap								
500.000	ABBOTT LABS Ticker: ABT	002824100 HEA	$26,995.00 / 53.990	$0.00	$27,084.75 / 54.170	-$89.75	$800.00	3.0%
1,075.000	ADOBE SYS INC Ticker: ADBE	00724F101 IFT	39,538.50 / 36.780	0.00	29,076.25 / 27.048	10,462.25	0.00	0.0
200.000	AMAZON COM INC Ticker. AMZN	023135106 CND	26,904.00 / 134.520	0.00	15,216.50 / 76.083	11,687.50	0.00	0.0
550.000	AMGEN INC Ticker: AMGN	031162100 HEA	31,113.50 / 56.570	0.00	32,003.13 / 58.188	-889.63	0.00	0.0
500.000	APACHE CORP Ticker: APA	037411105 ENR	51,585.00 / 103.170	0.00	39,402.50 / 78.805	12,182 50	300.00	0.6
1,900.000	AT&T INC Ticker: T	00206R102 TEL	53,257.00 / 28.030	0.00	34,432.12 / 18.122	18,824.88	3,192.00	6.0
1,450.000	AVON PRODS INC Ticker: AVP	054303102 CNS	45,675.00 / 31.500	0.00	53,992.09 / 37.236	-8,317.09	1,218.00	2.7
375.000	BURLINGTON NORTHN SANTA FE CORP Ticker: BNI	12189T104 IND	36,982.50 / 98.620	150.00	28,776.56 / 76.737	8,205.94	600.00	1.6

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

Bank of America

Portfolio Detail

Account: 80-09-900-8546284 U/W JOHN CLARKE

Dec. 01, 2009 through Dec. 31, 2009

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								
U.S. Large Cap (cont)								
600.000	CHEVRON CORP Ticker: CVX	166764100 ENR	46,194.00 76 990	0.00	42,929.22 71.549	3,264.78	1,632.00	3.5
2,800.000	CORNING INC Ticker: GLW	219350105 IFT	54,068.00 19.310	0.00	40,051.48 14.304	14,016.52	560.00	1.0
975.000	DISNEY WALT CO COM DISNEY Ticker: DIS	254687106 CND	31,443.75 32.250	341.25	30,117.50 30.890	1,326.25	341.25	1.1
3,300.000	EMC CORP Ticker: EMC	268648102 IFT	57,651.00 17.470	0.00	37,257.57 11.290	20,393.43	0.00	0.0
500.000	ENTERGY CORP NEW Ticker: ETR	29364G103 UTL	40,920.00 81.840	0.00	46,594.75 93.190	-5,674.75	1,500.00	3.7
500.000	EXELON CORP Ticker: EXC	30161N101 UTL	24,435.00 48.870	0.00	26,230.00 52.460	-1,795.00	1,050.00	4.3
400.000	EXPRESS SCRIPTS INC Ticker: ESRX	302182100 HEA	34,568.00 86.420	0.00	19,466.32 48.666	15,101.68	0.00	0.0
1,000.000	EXXON MOBIL CORP Ticker: XOM	30231G102 ENR	68,190.00 68.190	0.00	6,901 68 6.902	61,288.32	1,680.00	2.5
350.000	FPL GROUP INC Ticker: FPL	302571104 UTL	18,487.00 52.820	0.00	18,838.75 53 825	-351.75	661.50	3.6
2,500.000	GENERAL ELEC CO Ticker: GE	369604103 IND	37,825 00 15.130	250.00	19,319.78 7.728	18,505.22	1,000.00	2.6
400.000	GOLDMAN SACHS GROUP INC Ticker: GS	38141G104 FIN	67,536.00 168.840	0.00	50,290.98 125.727	17,245.02	560.00	0.8
500.000	HESS CORP Ticker: HES	42809H107 ENR	30,250.00 60.500	50.00	29,383.03 58.766	866.97	200.00	0.7
1,500.000	HEWLETT PACKARD CO Ticker: HPQ	428236103 IFT	77,265.00 51.510	120.00	46,963.50 31.309	30,301.50	480.00	0.6
850.000	HOME DEPOT INC Ticker: HD	437076102 CND	24,590.50 28.930	0.00	20,338.38 23.928	4,252.12	765.00	3.1
850.000	INTERNATIONAL BUSINESS MACHS Ticker: IBM	459200101 IFT	111,265.00 130.900	0.00	67,073.61 78.910	44,191.39	1,870.00	1.7

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Portfolio Detail

Account: 80-09-900-8546284 U/W JOHN CLARKE

Dec. 01, 2009 through Dec. 31, 2009

Units	Description	CUSIP / Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								
U.S. Large Cap (cont)								
2,175.000	J P MORGAN CHASE & CO Ticker: JPM	46625H100 FIN	90,632.25 41.670	0.00	103,704.36 47.680	-13,072.11	435.00	0.5
500.000	JOHNSON & JOHNSON Ticker: JNJ	478160104 HEA	32,205.00 64.410	0.00	29,293.75 58.588	2,911.25	980.00	3.0
750.000	KIMBERLY CLARK CORP Ticker: KMB	494368103 CNS	47,782.50 63.710	450.00	41,995.63 55.994	5,786.87	1,800.00	3.8
450.000	MCKESSON CORP Ticker: MCK	58155Q103 HEA	28,125 00 62.500	54.00	18,425.25 40.945	9,699.75	216.00	0.8
2,675.000	MICROSOFT CORP Ticker: MSFT	594918104 IFT	81,534.00 30.480	0.00	74,590.94 27.884	6,943.06	1,391.00	1.7
250.000	MONSANTO CO NEW COM Ticker: MON	61166W101 MAT	20,437.50 81.750	0.00	12,890.10 51 560	7,547.40	265.00	1.3
550.000	OCCIDENTAL PETE CORP DEL Ticker: OXY	674599105 ENR	44,742.50 81.350	181.50	33,153.51 60.279	11,588.99	726.00	1.6
700.000	PEPSICO INC Ticker: PEP	713448108 CNS	42,560.00 60.800	315.00	35,662.50 50 946	6,897.50	1,260.00	3.0
3,000.000	PFIZER INC Ticker: PFE	717081103 HEA	54,570.00 18.190	0.00	48,267.00 16 089	6,303.00	2,160.00	4.0
525.000	PRAXAIR INC Ticker: PX	74005P104 MAT	42,162.75 80.310	0.00	24,969.00 47.560	17,193.75	840.00	2.0
500.000	PRICE T ROWE GROUP INC Ticker: TROW	74144T108 FIN	26,625.00 53.250	0.00	19,312.50 38.625	7,312.50	500.00	1.9
500.000	PRUDENTIAL FINL INC Ticker: PRU	744320102 FIN	24,880.00 49.760	0.00	23,714.65 47.429	1,165.35	350.00	1.4
475.000	SCHLUMBERGER LTD NETHERLANDS ANTILLES Ticker: SLB	806857108 ENR	30,917.75 65.090	99.75	27,860 54 58.654	3,057.21	399.00	1.3
600.000	SOUTHWESTERN ENERGY CO Ticker: SWN	845467109 ENR	28,920.00 48 200	0.00	15,752.28 26.254	13,167.72	0.00	0.0
1,125.000	STAPLES INC Ticker: SPLS	855030102 CND	27,663.75 24.590	92.81	19,984.39 17.764	7,679.36	371.25	1 3

Bank of America

Portfolio Detail

Account: 80-09-900-8546284 U/W JOHN CLARKE

Dec 01, 2009 through Dec. 31, 2009

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								
U.S. Large Cap (cont)								
625.000	STATE STR CORP Ticker: STT	857477103 FIN	27,212.50 43.540	6.25	42,886.81 68.619	-15,674.31	25.00	0.1
1,725.000	TEXAS INSTRS INC Ticker: TXN	882508104 IFT	44,953.50 26.060	0.00	55,241.30 32.024	-10,287.80	828.00	1.8
500.000	THERMO FISHER SCIENTIFIC CORP Ticker: TMO	883556102 HEA	23,845.00 47.690	0.00	27,732.75 55.466	-3,887.75	0.00	0.0
1,200.000	UNITED TECHNOLOGIES CORP Ticker: UTX	913017109 IND	83,292.00 69.410	0.00	58,495.50 48.746	24,796.50	1,848.00	2.2
1,775.000	US BANCORP DEL COM NEW Ticker: USB	902973304 FIN	39,955.25 22.510	88.75	54,996.25 30.984	-15,041.00	355.00	0.9
800.000	VERIZON COMMUNICATIONS INC Ticker: VZ	92343V104 TEL	26,504.00 33.130	0.00	30,407.91 38.010	-3,903.91	1,520.00	5.7
1,150.000	WAL-MART STORES INC Ticker: WMT	931142103 CNS	61,467.50 53 450	313.38	63,406.18 55.136	-1,938.68	1,253.50	2.0
875.000	WASTE MGMT INC DEL Ticker: WM	94106L109 IND	29,583.75 33.810	0.00	24,992.50 28.563	4,591.25	1,015.00	3.4
900.000	YUM BRANDS INC Ticker: YUM	988498101 CND	31,473 00 34.970	0.00	21,722 12 24.136	9,750.88	756.00	2.4
	Total U.S. Large Cap		**$2,028,783.25**	**$2,512.69**	**$1,671,198.17**	**$357,585.08**	**$37,703.50**	**1.9%**
U.S. Mid Cap								
1,500.000	CIGNA CORP Ticker: CI	125509109 HEA	$52,905.00 35.270	$0.00	$30,593.55 20.396	$22,311.45	$60.00	0.1%
10,068.582	COLUMBIA ACORN FUND CLASS Z SHARES Ticker: ACRN X	197199409 OEQ	248,492.60 24.680	0.00	255,099.73 25 336	-6,607.13	493.36	0.2
21,700.914	COLUMBIA MID CAP VALUE FUND CLASS Z SHARES Ticker: NAMA X	19765J830 OEQ	240,446.13 11.080	0.00	270,227.74 12.452	-29,781.61	2,170 09	0.9
2,000.000	DEAN FOODS CO NEW COM Ticker: DF	242370104 CNS	36,080.00 18.040	0.00	34,642.57 17.321	1,437.43	0.00	0.0

Portfolio Detail

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Dec. 01, 2009 through Dec. 31, 2009

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								
U.S. Mid Cap (cont)								
1,000.000	HANESBRANDS INC Ticker: HBI	410345102 CND	24,110.00 24.110	0.00	25,800.20 25.800	-1,690.20	0.00	0.0
375.000	LABORATORY CORP AMER HLDGS NEW COM Ticker: LH	50540R409 HEA	28,065.00 74.840	0.00	27,237.82 72.634	827.18	0.00	0.0
1,400.000	NORDSTROM INC Ticker: JWN	655664100 CND	52,612.00 37.580	0.00	29,605.38 21.147	23,006.62	896.00	1.7
500.000	PARKER HANNIFIN CORP Ticker: PH	701094104 IND	26,940.00 53.880	0.00	28,421.60 56.843	-1,481.60	500.00	1.9
	Total U.S. Mid Cap		**$709,650.73**	**$0.00**	**$701,628.59**	**$8,022.14**	**$4,119.45**	**0.6%**
U.S. Small Cap								
27,205.504	COLUMBIA SMALL CAP CORE FUND CLASS Z SHARES Ticker: SMCE X	19765P810 OEQ	$337,076.19 12.390	$0.00	$382,027.58 14.042	-$44,951.39	$0.00	0.0%
	Total U.S. Small Cap		**$337,076.19**	**$0.00**	**$382,027.58**	**-$44,951.39**	**$0.00**	**0.0%**
International Developed								
7,625.367	COLUMBIA ACORN INTERNATIONAL FUND CLASS Z SHARES Ticker: ACIN X	197199813 OEQ	$261,245.07 34.260	$0.00	$246,463.78 32.322	$14,781.29	$4,049 07	1.6%
24,376.841	COLUMBIA MULTI-ADVISOR INTL EQUITY FUND CLASS Z SHARES Ticker: NIEQ X	19765H677 OEQ	277,652.22 11.390	0.00	355,402.90 14.580	-77,750.68	11,164.59	4.0
200.000	POTASH CORP SASK INC CANADA Ticker: POT	73755L107 MAT	21,700.00 108.500	0.00	24,449 10 122.246	-2,749.10	80.00	0.4
	Total International Developed		**$560,597.29**	**$0.00**	**$626,315.78**	**-$65,718.49**	**$15,293.66**	**2.7%**
Emerging Markets								
4,500.000	VANGUARD INTL EQUITY INDEX FDS VANGUARD EMERGING MKTS ETF Ticker: VWO	922042858 OEQ	$184,500.00 41.000	$0.00	$177,753.27 39.501	$6,746.73	$2,452.50	1.3%

Bank of America

Portfolio Detail

Account: 80-09-900-8546284 U/W JOHN CLARKE

Dec 01, 2009 through Dec. 31, 2009

Units	Description	CUSIP / Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								
Emerging Markets (cont)								
	Total Emerging Markets		**$184,500.00**	**$0.00**	**$177,753.27**	**$6,746.73**	**$2,452.50**	**1.3%**
Total Equities			**$3,820,607.46**	**$2,512.69**	**$3,558,923.39**	**$261,684.07**	**$59,569.11**	**1.6%**
Fixed Income								
Investment Grade Taxable								
63,825.657	AGGREGATE BOND CTF ORIGINAL COST 1,006,981.28	202671913	$999,075 77 15.653	$814.56	$999,518.56 15.660	-$442.79	$42,444.06	4.2%
112,461.805	INTERM GOVT/CREDIT BOND CTF ORIGINAL COST 1,345,918.84	1261291M7	1,355,310.95 12.051	1,069.67	1,303,879.83 11.594	51,431.12	55,781.06	4.1
	Total Investment Grade Taxable		**$2,354,386.72**	**$1,884.23**	**$2,303,398.39**	**$50,988.33**	**$98,225.12**	**4.2%**
Total Fixed Income			**$2,354,386.72**	**$1,884.23**	**$2,303,398.39**	**$50,988.33**	**$98,225.12**	**4.2%**
Real Estate								
Real Estate Private Ownership								
100.000	AQUIDNECK MIDDLETOWN RI 02842 V/L (10.615 ACRES)	992049643	$2,063,700.00 2,063,700.000	$0.00	$0.00	$2,063,700.00	$0.00	0.0%
100.000	VALLEY RD MIDDLETOWN RI 02842 V/L (8 ACRES)	992049650	785,300.00 785,300.000	0.00	120,000.00 1,200.000	665,300.00	0.00	0.0
	Total Real Estate Private Ownership		**$2,849,000.00**	**$0.00**	**$120,000.00**	**$2,729,000.00**	**$0.00**	**0.0%**
Total Real Estate			**$2,849,000.00**	**$0.00**	**$120,000.00**	**$2,729,000.00**	**$0.00**	**0.0%**
Tangible Assets								
Commodities								
4,850.000	ISHARES S&P GSCI COMMODITY-INDEX ED TR UNIT BEN INT	46428R107	$154,327.00 31.820	$0.00	$149,865.00 30.900	$4,462.00	$0.00	0.0%

Settlement Date

Bank of America

Portfolio Detail

Account: 80-09-900-8546284 U/W JOHN CLARKE

Dec. 01, 2009 through Dec. 31, 2009

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Tangible Assets (cont)								
Commodities (cont)								
	Total Commodities		**$154,327.00**	**$0.00**	**$149,865.00**	**$4,462.00**	**$0.00**	**0.0%**
Total Tangible Assets			**$154,327.00**	**$0.00**	**$149,865.00**	**$4,462.00**	**$0.00**	**0.0%**
Other Non-Investable Assets								
1.000	APPT W CORCORAN TTEE LAST WILL & TSTAT J. CLARKE 992306193	992049080	$0.00	$0.00	$0.00	$0.00	$0.00	0.0%
1.000	CTFD CPY OF COURT DECREE DTD 9/1/66 992306188	992049072	0.00	0.00	0.00	0.00	0.00	0.0
Total Other Non-Investable Assets			**$0.00**	**$0.00**	**$0.00**	**$0.00**	**$0.00**	**0.0%**
Total Portfolio			**$9,440,557.83**	**$4,405.52**	**$6,394,423.43**	**$3,046,134.40**	**$157,841.43**	**1.7%**
Accrued Income			$4,405.52					
Total			**$9,444,963.35**					