Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

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

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

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

Name of foundation
WOMAN'S SEAMEN'S FRIEND SOC. OF CT. INC.
C/O TRUST COMPANY OF CONNECTICUT

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
P. O. BOX 302

City or town, state, and ZIP code
NEW HAVEN, CT 06502

A Employer identification number
06-0655133

B Telephone number
203-777-2165

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 4840305.

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	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	156819.	156819.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	158511.			
	b Gross sales price for all assets on line 6a 304521.				
	7 Capital gain net income (from Part IV, line 2)		158511.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 Total. Add lines 1 through 11	315330.	315330.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	11539.	0.		11539.
	14 Other employee salaries and wages	44650.	0.		44650.
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 2	2848.	0.		2848.
	c Other professional fees STMT 3	28783.	28783.		0.
	17 Interest				
	18 Taxes STMT 4	4956.	0.		4956.
	19 Depreciation and depletion	45.	0.		
	20 Occupancy	6191.	0.		6191.
	21 Travel, conferences, and meetings	11683.	0.		11683.
	22 Printing and publications				
	23 Other expenses STMT 5	7682.	0.		10815.
	24 Total operating and administrative expenses. Add lines 13 through 23	118377.	28783.		92682.
	25 Contributions, gifts, grants paid	275487.			275487.
	26 Total expenses and disbursements. Add lines 24 and 25	393864.	28783.		368169.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-78534.			
	b Net investment income (if negative, enter -0-)		286547.		
	c Adjusted net income (if negative, enter -0-)			N/A	

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923501 02-02-10 LHA For Privacy Act and Paperwork Reduction Act Notice, see the instructions.

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

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	412930.	360091.	363043.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 6	474916.	474916.	486073.
	b Investments - corporate stock STMT 7	586769.	609814.	3809954.
	c Investments - corporate bonds STMT 8	229497.	180000.	177911.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶ 20865.			
	Less accumulated depreciation STMT 9 ▶ 17541.	3369.	3324.	3324.
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	1707481.	1628145.	4840305.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ **and complete lines 27 through 31.**			
	27 Capital stock, trust principal, or current funds	1707481.	1628145.	
	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**	1707481.	1628145.	
	31 **Total liabilities and net assets/fund balances**	1707481.	1628145.	

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	1707481.
2	Enter amount from Part I, line 27a	2	-78534.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1628947.
5	Decreases not included in line 2 (itemize) ▶ BASIS ADJUSTMENT	5	802.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1628145.

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 SCHEDULE	P	05/23/08	02/09/09
b	SEE SCHEDULE	P	VARIOUS	VARIOUS
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	50000.		50000.	0.
b	254521.		96010.	158511.
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				0.
b				158511.
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 — 158511.

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

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	199929.	4964836.	.040269
2007	163114.	5683905.	.028698
2006	168490.	5245890.	.032118
2005	197854.	5076877.	.038972
2004	163862.	5049496.	.032451

2	Total of line 1, column (d)	2	.172508
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	.034502
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	4024811.
5	Multiply line 4 by line 3	5	138864.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2865.
7	Add lines 5 and 6	7	141729.
8	Enter qualifying distributions from Part XII, line 4	8	368169.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b		1	2865.
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	2865.
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	2865.
6	Credits/Payments:			
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a 854.		
b	Exempt foreign organizations - tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d		7	854.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	30.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	2041.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶	**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 instructions for definition)? *If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*	1b		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		X
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CT			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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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 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 ▶ MR. JAMES ALFIERI Telephone no. ▶ 203-789-2780

Located at ▶ NEW ALLIANCE BANK TRUST DEPARTMENT, NEW HAVEN, CT ZIP+4 ▶ 06502

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

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

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

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

			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)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b		X

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		11539.	0.	0.

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

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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09530805 781215 00006296 2009.04010 WOMAN'S SEAMEN'S FRIEND SOC 00006E31

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities		1a	4021442.
b	Average of monthly cash balances		1b	349797.
c	Fair market value of all other assets		1c	3369.
d	**Total** (add lines 1a, b, and c)		1d	4374608.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	4374608.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) STMT 11		4	349797.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	4024811.
6	**Minimum investment return.** Enter 5% of line 5		6	201241.

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

1	Minimum investment return from Part X, line 6		1	201241.
2a	Tax on investment income for 2009 from Part VI, line 5	2a 2865.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	2865.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	198376.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	198376.
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	198376.

Part XII **Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	368169.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	368169.
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	2865.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	365304.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				198376.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			82695.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 368169.				
a Applied to 2008, but not more than line 2a			82695.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				198376.
e Remaining amount distributed out of corpus	87098.			
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	87098.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	87098.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009 87098.				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

SEE STATEMENT 12

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 13				
Total			▶ 3a	275487.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities					156819.
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					158511.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		0.	315330.

13 Total. Add line 12, columns (b), (d), and (e) 13 315330.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
	AID TO MERCHANT SEAMEN AND THEIR DEPENDENTS

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

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

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

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

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

[signature] POA | 8/13/10 | First Vice Pres NewAlliance Bank

Signature of officer or trustee | Date | Title POA

Paid Preparer's Use Only

Preparer's signature: [signature] CPA | Date 8/5/10 | Check if self-employed ☐ | Preparer's identifying number

Firm's name (or yours if self-employed), address, and ZIP code: LEVITSKY & BERNEY, P. C.
100 BRADLEY ROAD
WOODBRIDGE, CT 06525

EIN

Phone no. (203)389-5371

2009 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1 990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	OFFICE CONSTRUCTION	070105	SL	39.00	17	1750.			1750.	156.		45.
2	COMPUTER EQUIPMENT	060995	SL	5.00	17	1825.			1825.	1825.		0.
3	FAX	080197	SL	7.00	17	732.			732.	732.		0.
4	COPY MACHINE	121500	SL	7.00	17	1395.			1395.	1219.		0.
5	COMPUTER EQUIPMENT	082900	SL	5.00	17	2357.			2357.	2061.		0.
6	OFFICE ART	111500	SL	7.00	17	3156.			3156.	2762.		0.
7	OFFICE FURNITURE & FIXTURES	111500	SL	7.00	17	7267.			7267.	6358.		0.
8	OFFICE ART, ETC.	061501	SL	7.00	17	871.			871.	871.		0.
9	COMPUTER EQUIPMENT	111503	SL	5.00	17	1512.			1512.	1512.		0.
	* TOTAL 990-PF PG 1 DEPR					20865.		0.	20865.	17496.	0.	45.

928102
06-24-09

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
TRUST CO. OF CONNECTICUT	156819.	0.	156819.
TOTAL TO FM 990-PF, PART I, LN 4	156819.	0.	156819.

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	2848.	0.		2848.
TO FORM 990-PF, PG 1, LN 16B	2848.	0.		2848.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	28783.	28783.		0.
TO FORM 990-PF, PG 1, LN 16C	28783.	28783.		0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	4407.	0.		4407.
EXCISE TAXES	549.	0.		549.
TO FORM 990-PF, PG 1, LN 18	4956.	0.		4956.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
POSTAGE AND OFFICE EXPENSE	3029.	0.		6162.
INSURANCE	2047.	0.		2047.
UTILITIES	2431.	0.		2431.
DUES AND PUBLICATIONS	175.	0.		175.
TO FORM 990-PF, PG 1, LN 23	7682.	0.		10815.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 6

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
	X		474916.	486073.
TOTAL U.S. GOVERNMENT OBLIGATIONS			474916.	486073.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			474916.	486073.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
	609814.	3809954.
TOTAL TO FORM 990-PF, PART II, LINE 10B	609814.	3809954.

FORM 990-PF CORPORATE BONDS STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
	180000.	177911.
TOTAL TO FORM 990-PF, PART II, LINE 10C	180000.	177911.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 9

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
OFFICE CONSTRUCTION	1750.	201.	1549.
COMPUTER EQUIPMENT	1825.	1825.	0.
FAX	732.	732.	0.
COPY MACHINE	1395.	1219.	176.
COMPUTER EQUIPMENT	2357.	2061.	296.
OFFICE ART	3156.	2762.	394.
OFFICE FURNITURE & FIXTURES	7267.	6358.	909.
OFFICE ART, ETC.	871.	871.	0.
COMPUTER EQUIPMENT	1512.	1512.	0.
TOTAL TO FM 990-PF, PART II, LN 14	20865.	17541.	3324.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 10

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
CARL GOTTSHALK NEW HAVEN, CT 06510	BOARD MEMBER 1.00	0.	0.	0.
DAWN DAVIDSON HAMDEN, CT 06517	BOARD MEMBER 1.00	0.	0.	0.
MARY ESTABROOK NORTH HAVEN, CT 06473	BOARD MEMBER 1.00	0.	0.	0.
SALLY FERGUSON NEW HAVEN, CT 06511	BOARD MEMBER 1.00	0.	0.	0.
RICHARD HEGEL NEW HAVEN, CT 06511	BOARD MEMBER 1.00	0.	0.	0.
NANCY JOHNSTONE HAMDEN, CT 06513	BOARD MEMBER 1.00	0.	0.	0.
E. W. SLOAN MADISON, CT 06443	BOARD MEMBER 1.00	0.	0.	0.
MARCIA CAVANAUGH HAMDEN, CT 06517	PRESIDENT 1.00	0.	0.	0.
NANCY WHEELER BRANFORD, CT 06405	IMMEDIATE PAST PRESIDENT 1.00	0.	0.	0.
DAVID TOTMAN HAMDEN, CT 06511	EXECUTIVE DIRECTOR 30.00	11539.	0.	0.
SUSAN EHRENKRANZ HAMDEN, CT 06517	SECRETARY 1.00	0.	0.	0.

DOROTHY VENTER HAMDEN, CT 06511	BOARD MEMBER 1.00	0.	0.	0.
MICHELE WATERS STONEY CREEK, CT 06405	BOARD MEMBER 1.00	0.	0.	0.
JANE ANN MILLER MADISON, CT 06443	BOARD MEMBER 1.00	0.	0.	0.
TIMOTHY GRIMES HAMDEN, CT 06517	BOARD MEMBER 1.00	0.	0.	0.
DEBORAH EDWARDS NEW HAVEN, CT 06510	FIRST VICE PRESIDENT 1.00	0.	0.	0.
NANCY PUGSLEY GUILFORD, CT 06437	BOARD MEMBER 1.00	0.	0.	0.
NANCY AHERN NEW HAVEN, CT 06515	BOARD MEMBER 1.00	0.	0.	0.
MELISSA LOGAN BRANFORD, CT 06405	BOARD MEMBER 1.00	0.	0.	0.
SUSAN BLANCHARD HAMDEN, CT 06517	BOARD MEMBER 1.00	0.	0.	0.
KATHLEEN LUNGREN NEW HAVEN, CT 06515	BOARD MEMBER 1.00	0.	0.	0.
MARIANNE MAZAN NEW HAVEN, CT 06511	BOARD MEMBER 1.00	0.	0.	0.
KITTY BARCLAY NO. BRANFORD, CT 06471	BOARD MEMBER 1.00	0.	0.	0.
AMY ESTABOROOK NO. HAVEN, CT 06473	TREASURER 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		11539.	0.	0.

FORM 990-PF CASH DEEMED CHARITABLE EXPLANATION STATEMENT STATEMENT 11
PART X, LINE 4

THE CASH DEEMED HELD FOR CHARITABLE PURPOSES EXCEEDS 1 1/2% BECAUSE THE OPERATING BUDGET AND REQUIRED DISTRIBUTIONS ARE FAR IN EXCESS OF THAT AMOUNT.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 12
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

WOMAN'S SEAMEN'S FRIEND SOCITY OF CONNECTICUT, INC.
291 WHITNEY AVENUE
NEW HAVEN, CT 06511

TELEPHONE NUMBER

203-777-2165

FORM AND CONTENT OF APPLICATIONS

SCHOLARSHIP NOTICE AND APPLICATION AVAILABLE FROM SOCIETY.

ANY SUBMISSION DEADLINES

FOR SUMMER SCHOOL - APRIL 1ST FOR ACADEMIC YEAR-MAY 15TH.

RESTRICTIONS AND LIMITATIONS ON AWARDS

(1) CT. RESIDENTS WHO ARE MERCHANT SEAFARERS AND/OR THEIR DEPENDENTS.
(2) CT. RESIDENTS STUDYING AT STATE MARITIME ACADEMIES.
(3) CT. RESIDENTS MAJORING IN MARINE SCIENCES.
(4) LEGAL RESIDENT OF OTHER STATES MAJORING IN MARINE SCIENCES AT A COLLEGE, UNIVERSITY OR OTHER APPROVED INSTITUTION IN CT.

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

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
AID TO MERCHANT SEAMEN AND THEIR DEPENDENTS VARIOUS	NONE GENERAL ASSISTANCE	NONE	23837.
MASS. MARITIME ACADEMY MASSACHUSETTS	NONE SCHOLARSHIPS AND OPERATIONS	NONE	26750.
MYSTIC SEAPORT MYSTIC, CT	NONE OPERATIONS	NONE	25500.
SAIL CONNECTICUT WATERTOWN, CT	NONE OPERATIONS	NONE	25000.
SCHOONER, INC. NEW HAVEN, CT	NONE OPERATIONS	NONE	21050.
SOUND SCHOOL NEW HAVEN, CT	NONE SCHOLARSHIPS	NONE	4000.
VARIOUS 501C3 ORGANIZATIONS VARIOUS	NONE SCHOLARSHIPS AND OPERATIONS	NONE	28500.
ELI WHITNEY MUSEUM HAMDEN, CT	NONE OPERATIONS	NONE	10000.

MAINE MARITIME ACADEMY MAINE, ME	NONE SCHOLARSHIPS & OPERATIONS	NONE	16250.
SUNY MARITIME COLLEGE THROGS NECK, NY	NONE SCHOLARSHIPS & OPERATIONS	NONE	13500.
U. S. COAST GUARD ACADEMY NEW LONDON, CT	NONE SCHOLARSHIPS & OPERATIONS	NONE	7000.
U. S. MERCHANT MARINE ACADEMY KINGS POINT, NY	NONE SCHOLARSHIPS & OPERATIONS	NONE	7000.
U. S. NAVAL ACADEMY ANNAPOLIS, MD	NONE SCHOLARSHIPS & OPERATIONS	NONE	7000.
YMCA SEAMEN'S HOUSE NEW YORK, NY	NONE OPERATIONS	NONE	8100.
YALE SCHOOL OF FORESTRY NEW HAVEN, CT	NONE SCHOLARSHIPS	NONE	10000.
CLINTON AVENUE SCHOOL NEW HAVEN, CT	NONE SCHOLARSHIPS	NONE	13500.
SACRED HEART ACADEMY HAMDEN, CT	NONE SCHOLARSHIPS	NONE	8500.
SAILING FOUNDATION KINGS POINT, NY	NONE OPERATIONS	NONE	5000.

NEW HAVEN MUSEUM NEW HAVEN, CT	NONE OPERATIONS	NONE	5000.
NEW HAVEN PUBLIC LIBRARY NEW HAVEN, CT	NONE OPERATIONS	NONE	5000.
NEW HAVEN SYMPHONY ORCHESTRA NEW HAVEN, CT	NONE OPERATIONS	NONE	5000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			275487.

2009 Tax Information Statement

Account Number:	NH0030
Recipient's Tax ID number:	06-0655133
Payer's Federal ID number:	06-0469580
Questions?	(203)789-2779
☐ **Corrected**	☐ **2nd TIN notice**

Recipient's Name and Address
WOMENS SEAMENS FRIEND SOCIETY
LEVITSKY & BERNEY
100 BRADLEY ROAD
WOODBRIDGE , CT 06525

Payer's Name and Address
TRUST COMPANY OF CONNECTICUT
A DIVISION OF NEW ALLIANCE BANK
100 PEARL STREET
HARTFORD, CT 06103

2009 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS are Gross Proceeds less commissions and option premiums.

Number of shares (Box 5)	CUSIP (Box 1b)	Description (Box 7)	Date Acquired	Date of Sale (Box 1a)	Stocks Bonds, etc. (Box 2)	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld (Box 4
Short Term Sales Reported on 1099-B								
50000.0000	3133XRDL1	FHLB 5.000% 6/12/15	05/23/2008	02/09/2009	50,000.00	50,000.00	0.00	0.0(
Total Short Term Sales Reported on 1099-B					**50,000.00**	**50,000.00**	**0.00**	**0.0(**
Long Term 15% Sales Reported on 1099-B								
50000.0000	02635PTB9	AMER GENL FIN MTN 4.875% 7/15/12	03/07/2007	08/05/2009	31,718.25	49,497.00	-17,778.75	0.0
3000.0000	260543103	DOW CHEMICAL COMPANY COM	VARIOUS	03/04/2009	21,242.28	19,834.17	1,408.11	0.0
4000.0000	983024100	WYETH	08/10/1984	10/16/2009	201,560.00	26,678.40	174,881.60	0.0
Total Long Term 15% Sales Reported on 1099-B					**254,520.53**	**96,009.57**	**158,510.96**	**0.0**

This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.