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

**2009**

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

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

ENVELOPE POSTMARK DATE MAR 24 2010

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

Name of foundation: **SHEA MARY E EST TR U/W**

Employer identification number: **06-6029604**

Number and street (or P.O. box number if mail is not delivered to street address): **P O BOX 1802**

Room/suite: \_\_\_\_\_

Telephone number (see page 10 of the instructions): **( ) -**

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 3,975,847.**

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

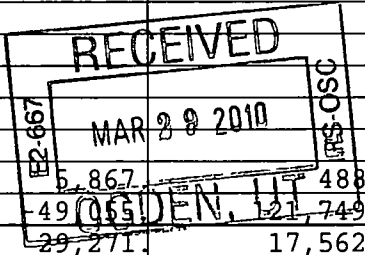
C If exemption application is pending, check here

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B.				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	122,443.	121,261.		STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-177,365.			
b	Gross sales price for all assets on line 6a	546,451.			
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)				STMT 4
12	<b>Total.</b> Add lines 1 through 11	29,271.	17,562.		11,708.
13	Compensation of officers, directors, trustees, etc.				
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) STMT 5	576.	NONE	NONE	576.
b	Accounting fees (attach schedule) STMT 6	1,010.	210.	NONE	800.
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions) STMT 7	2,227.	2,227.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) STMT 8	888.			888.
24	<b>Total operating and administrative expenses.</b> Add lines 13 through 23	33,972.	19,999.	NONE	13,972.
25	Contributions, gifts, grants paid	160,000.			160,000.
26	<b>Total expenses and disbursements.</b> Add lines 24 and 25	193,972.	19,999.	NONE	173,972.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-243,027.			
b	<b>Net investment income</b> (if negative, enter -0-)		101,750.		
c	<b>Adjusted net income</b> (if negative, enter -0-)				



SCANNED MAR 31 2010 Revenue

Operating and Administrative Expenses

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing . . . . .	NONE	NONE		
	2	Savings and temporary cash investments . . . . .	107,663.	125,687.	125,687.	
	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) ▶ * 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) . . . . .	238,177.	188,100.	193,745.	
	b	Investments - corporate stock (attach schedule) . . . . .	3,449,638.	3,242,284.	3,471,419.	
	c	Investments - corporate bonds (attach schedule) . . . . .	176,045.	176,045.	184,996.	
	11	Investments - land, buildings, and equipment, basis Less: accumulated depreciation (attach schedule) ▶	NONE	NONE		
	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	<b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . .	3,971,523.	3,732,116.	3,975,847.		
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	<b>Total liabilities</b> (add lines 17 through 22) . . . . .					
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/>			<b>and complete lines 24 through 26 and lines 30 and 31.</b>		
	24	Unrestricted . . . . .				
	25	Temporarily restricted . . . . .				
	26	Permanently restricted . . . . .				
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> ▶ <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds . . . . .	3,898,046.	3,732,116.		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .				
29	Retained earnings, accumulated income, endowment, or other funds . . . . .	73,477.	NONE			
30	<b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	3,971,523.	3,732,116.			
31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	3,971,523.	3,732,116.			

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 3,971,523.
2	Enter amount from Part I, line 27a . . . . .	2 -243,027.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9 . . . . .	3 4,202.
4	Add lines 1, 2, and 3 . . . . .	4 3,732,698.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10 . . . . .	5 582.
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6 3,732,116.

**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						(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) FM V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any					
a							
b							
c							
d							
e							
2 Capital gain net income or (net capital loss) . . . . .				2	-177,365.		
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. . . . .							

**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	190,873.	4,044,188.	0.04719686622
2007	193,354.	4,729,717.	0.04088067003
2006			
2005			
2004			
2 Total of line 1, column (d) . . . . .			2 0.08807753625
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 0.04403876813
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 . . . . .			4 3,486,974.
5 Multiply line 4 by line 3 . . . . .			5 153,562.
6 Enter 1% of net investment income (1% of Part I, line 27b) . . . . .			6 1,018.
7 Add lines 5 and 6 . . . . .			7 154,580.
8 Enter qualifying distributions from Part XII, line 4 . . . . . 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.			8 173,972.

**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 <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	1,018.
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	1,018.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	5	1,018.
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	1,412.
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	1,412.
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	394.
11	Enter the amount of line 10 to be: <b>Credited to 2010 estimated tax</b> 394. <b>Refunded</b>	11	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

Part VII-A Statements Regarding Activities (continued)

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.   
 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? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . . <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . . <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? . . . . . <input type="checkbox"/>	1b	X
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? . . . . . <input type="checkbox"/>	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? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <input type="checkbox"/>		
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) . . . . . <input type="checkbox"/>	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. <input type="checkbox"/>		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) . . . . . <input type="checkbox"/>	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . . <input type="checkbox"/>	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? . . . . . <input type="checkbox"/>	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?  Yes  No **6b** 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?  Yes  No **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 12		29,271.	-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	
<b>Total.</b> 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.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	3,422,406.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	117,669.
<b>c</b>	Fair market value of all other assets (see page 24 of the instructions)	<b>1c</b>	NONE
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	3,540,075.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	NONE
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	3,540,075.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	<b>4</b>	53,101.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	3,486,974.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	174,349.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	174,349.
<b>2a</b>	Tax on investment income for 2009 from Part VI, line 5	<b>2a</b>	1,018.
<b>b</b>	Income tax for 2009. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	1,018.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	173,331.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	NONE
<b>5</b>	Add lines 3 and 4	<b>5</b>	173,331.
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions)	<b>6</b>	NONE
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	173,331.

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	173,972.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	NONE
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	NONE
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	NONE
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	173,972.
<b>5</b>	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)	<b>5</b>	1,018.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	172,954.

**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 . . . . .				173,331.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only . . . . .			43,926.	
b Total for prior years: 20____, 20____, 20____ . . . . .		NONE		
3 Excess distributions carryover, if any, to 2009:				
a From 2004 . . . . .	NONE			
b From 2005 . . . . .	NONE			
c From 2006 . . . . .	NONE			
d From 2007 . . . . .	NONE			
e From 2008 . . . . .	NONE			
f Total of lines 3a through e . . . . .	NONE			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ <u>173,972.</u>				
a Applied to 2008, but not more than line 2a . . . . .			43,926.	
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 . . . . .				130,046.
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).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5 . . . . .	NONE			
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 . . . . .				
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010. . . . .				43,285.
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) . . . . .	NONE			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a . . . . .	NONE			
10 Analysis of line 9:				
a Excess from 2005 . . . . .	NONE			
b Excess from 2006 . . . . .	NONE			
c Excess from 2007 . . . . .	NONE			
d Excess from 2008 . . . . .	NONE			
e Excess from 2009 . . . . .	NONE			

**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				(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
<b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .					
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test - enter					
<b>(1)</b> Value of all assets . . . . .					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .					
<b>b</b> "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . . . .					
<b>c</b> "Support" alternative test - enter					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) . . . . .					
<b>(3)</b> Largest amount of support from an exempt organization . . . . .					
<b>(4)</b> 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 13

**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
<p><b>a Paid during the year</b></p> <p>SEE STATEMENT 14</p>				
<b>Total . . . . . ▶ 3a</b>				160,000.
<p><b>b Approved for future payment</b></p>				
<b>Total . . . . . ▶ 3b</b>				





**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					-11,058.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					8,416.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					-24,780.	
		46. NORTEL NETWORKS CORP NEW COM PROPERTY TYPE: SECURITIES					10/27/2008	01/12/2009
20.00		53.00				-33.00		
		50000. FEDERAL HOME LN BKS CONS BD PROPERTY TYPE: SECURITIES					08/31/2007	04/24/2009
50,000.00		50,077.00				-77.00		
		12747.635 INTERNATIONAL EQUITY CTF PROPERTY TYPE: SECURITIES					09/13/2002	05/15/2009
195,612.00		239,244.00				-43,632.00		
		1796.486 INTERNATIONAL EQUITY CTF PROPERTY TYPE: SECURITIES					08/16/2002	05/15/2009
27,567.00		33,459.00				-5,892.00		
		3017.005 INTERNATIONAL EQUITY CTF PROPERTY TYPE: SECURITIES					08/31/2001	05/15/2009
46,296.00		52,629.00				-6,333.00		
		100. COCA COLA CO COM PROPERTY TYPE: SECURITIES					11/09/2005	05/15/2009
4,496.00		4,226.00				270.00		
		300. COCA COLA CO COM PROPERTY TYPE: SECURITIES					02/22/2006	05/15/2009
13,489.00		12,620.00				869.00		
		300. DISNEY WALT CO PROPERTY TYPE: SECURITIES					08/31/2007	05/15/2009
7,033.00		10,085.00				-3,052.00		

**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)	
11,722.00		500. DISNEY WALT CO PROPERTY TYPE: SECURITIES 15,069.00					08/04/2008	05/15/2009 -3,347.00
3,221.00		100. GLAXO PLC PROPERTY TYPE: SECURITIES 5,005.00					05/12/2005	05/15/2009 -1,784.00
17,627.00		500. HEINZ H J CO PROPERTY TYPE: SECURITIES 20,404.00					10/16/2008	05/15/2009 -2,777.00
12,961.00		300. KELLOGG CO PROPERTY TYPE: SECURITIES 13,277.00					11/09/2005	05/15/2009 -316.00
60,321.00		7005.91 PIMCO FOREIGN BOND FUND UNHEDGED PROPERTY TYPE: SECURITIES 78,585.00					04/03/2008	05/15/2009 -18,264.00
20,316.00		1515. POWERSHARES WATER RESOURCES PORT PROPERTY TYPE: SECURITIES 30,472.00					04/02/2008	05/15/2009 -10,156.00
5,048.00		100. PROCTER & GAMBLE CO COM PROPERTY TYPE: SECURITIES 2,087.00					01/03/1996	05/15/2009 2,961.00
39,969.00		1565. SPDR DJ WILSHIRE INTL REAL ESTATE PROPERTY TYPE: SECURITIES 86,165.00					04/02/2008	05/15/2009 -46,196.00
7,235.00		200. COVIDIEN LTD COM PROPERTY TYPE: SECURITIES 9,878.00					08/04/2008	05/15/2009 -2,643.00
8,967.00		600. INVESCO LTD COM PROPERTY TYPE: SECURITIES 14,021.00					08/04/2008	05/15/2009 -5,054.00
25,000.00		3566.996 GOVERNMENT CREDIT CTF PROPERTY TYPE: SECURITIES 26,562.00					02/29/1996	06/05/2009 -1,562.00

**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)	
16,961.00		300. JOY GLOBAL INC 00 PROPERTY TYPE: SECURITIES 19,889.00					04/02/2008	10/23/2009
							-2,928.00	
12.00		.271 MEAD JOHNSON NUTRITION CO COM PROPERTY TYPE: SECURITIES 9.00					08/04/2008	12/31/2009
							3.00	
TOTAL GAIN(LOSS) .....							----- -177,365. =====	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AT&T INC	1,640.	1,640.
ABBOTT LABORATORIES	468.	468.
APACHE CORPORATION	60.	60.
AVON PRODUCTS INC	672.	672.
BEST BUY INCORPORATED	168.	168.
BOEING CO	672.	672.
BRISTOL MYERS SQUIBB CO COM	1,240.	1,240.
BURLINGTON NORTHERN SANTA FE CORP	160.	160.
CIGNA CORPORATION	16.	16.
INTERNATIONAL EQUITY CTF	4,933.	4,933.
COCA COLA CO COM	164.	164.
COCA-COLA CO NT	2,875.	2,875.
COLGATE PALMOLIVE CO	688.	688.
COLUMBIA ACORN INTERNATIONAL FUND CL Z	1,764.	1,764.
COLUMBIA HIGH INCOME FUND CLASS Z SHARES	8,343.	8,343.
COLUMBIA MID CAP INDEX FUND CLASS Z SHAR	856.	856.
COLUMBIA SMALL CAP INDEX FUND CLASS Z SH	1,046.	1,046.
SMALL CAP GROWTH CTF	281.	281.
CREDIT SUISSE COMMODITY-RETURN PLUS STRA	9,198.	9,198.
DEERE & COMPANY	168.	168.
DEVON ENERGY CORPORATION	96.	96.
DISNEY WALT CO	455.	455.
DUN & BRADSTREET CORP DEL NEW COM	136.	136.
ENTERGY CORP NEW COM	600.	600.
EXELON CORP COM	630.	630.
EXXON MOBIL CORPORATION	2,158.	2,158.
FPL GROUP INC COM	189.	189.
FEDERAL HOME LN BKS CONS BD	1,188.	1,188.
FEDERAL NATIONAL MORTGAGE ASSN NOTE	7,250.	7,250.
GENERAL ELEC CO	1,148.	1,148.
GLAXO PLC	138.	138.
GOLDMAN SACHS GROUP INC	228.	228.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
GOLDMAN SACHS GROUP INC SR NT 09/01/2012	2,850.	2,850.
HARTFORD FINANCIAL SVCS GRP	564.	564.
HEINZ H J CO	415.	415.
HESS CORP COM	80.	80.
HEWLETT PACKARD COMPANY	256.	256.
HOME DEPOT INC	450.	450.
INTERNATIONAL BUSINESS MACHS	968.	968.
J P MORGAN CHASE & CO COM	530.	530.
JOHNSON & JOHNSON	965.	965.
JOY GLOBAL INC 00	158.	158.
KELLOGG CO	102.	102.
KIMBERLY CLARK CORP COM	476.	476.
KROGER CO	183.	183.
LOCKHEED MARTIN CORPORATION	234.	234.
MERCK & CO INC COM	1,672.	1,672.
MICROSOFT CORPORATION	806.	806.
MONSANTO CO NEW COM	207.	207.
NIKE INC CL B	250.	250.
NOKIA CORPORATION SPONSORED ADR	328.	328.
NORDSTROM INCORPORATED	240.	240.
PEPSICO INCORPORATED	525.	525.
PIMCO FOREIGN BOND FUND UNHEDGED INSTL C	909.	327.
POTASH CORP SASK INC	40.	40.
POWERSHARES WATER RESOURCES PORT	3.	3.
PRAXAIR INCORPORATED	480.	480.
PRICE T ROWE GROUP INC COM	300.	300.
PROCTER & GAMBLE CO COM	84.	84.
RIO TINTO PLC SPONSORED ADR	68.	68.
SPDR DJ WILSHIRE INTL REAL ESTATE ETF	1,082.	1,082.
SPDR DJ WILSHIRE REIT ETF	1,759.	1,759.
SCHLUMBERGER LIMITED	252.	252.
SCHWAB CHARLES CORP NEW COM	192.	192.
STAPLES INCORPORATED	206.	206.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
STATE STREET CORP	81.	81.
TEXAS INSTRS INC	450.	450.
TIDEWATER INC	200.	200.
US BANCORP DEL COM NEW	460.	460.
UNITED STATES TREAS NTS DTD 05/15/04	4,038.	4,038.
UNITED TECHNOLOGIES CORP	616.	616.
VALERO ENERGY CORP - NEW	120.	120.
VANGUARD EUROPE PACIFIC ETF FUND	6,222.	6,222.
VANGUARD INTL EQUITY INDEX FDS VANGUARD	6,312.	6,312.
VERIZON COMMUNICATIONS	742.	742.
VERIZON COMMUNICATIONS INC SR NT	4,013.	4,013.
WAL-MART STORES INCORPORATED	317.	317.
WASTE MANAGEMENT INC	464.	464.
WELLS FARGO COMPANY	441.	441.
YUM BRANDS INC COM	234.	234.
GOVERNMENT CREDIT CTF	29,865.	29,865.
BANK OF AMERICA MONEY MARKET SAVINGS ACC	409.	409.
COVIDIEN LTD COM	64.	64.
INVESCO LTD COM	60.	60.
NOBLE CORP COM	16.	16.
NOBLE CORP COM	57.	57.
TOTAL	122,443.	121,261.

FORM 990PF, PART I - OTHER INCOME  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
INTERNATIONAL EQUITY CTF	488.	488.
FEDERAL TAX REFUND	5,379.	
TOTALS	5,867.	488.
	=====	=====

FORM 990PF, PART I - LEGAL FEES  
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES - PRINCIPAL (ALLOCA	288.			288.
LEGAL FEES - INCOME (ALLOCABLE	288.			288.
TOTALS	576.	NONE	NONE	576.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
AUDIT & ACCOUNTING FEES (ALLOC	210.	210.		800.
TAX PREPARATION FEE (NON-ALLOC	800.			
TOTALS	1,010.	210.	NONE	800.

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	876.	876.
FOREIGN TAXES ON QUALIFIED FOR	1,056.	1,056.
FOREIGN TAXES ON NONQUALIFIED	295.	295.
TOTALS	2,227.	2,227.

=====

FORM 990PF, PART I - OTHER EXPENSES  
=====

REVENUE  
AND  
EXPENSES  
PER BOOKS  
-----

CHARITABLE  
PURPOSES  
-----

DESCRIPTION  
-----

OTHER ALLOCABLE EXPENSE-PRINCI  
OTHER ALLOCABLE EXPENSE-INCOME  
OTHER NON-ALLOCABLE EXPENSE -

384.  
503.  
1.

384.  
503.  
1.

TOTALS

888.

888.

-----  
=====

-----  
=====

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

=====

DESCRIPTION -----	AMOUNT -----
09 TYE INCOME ADJ	4,202.
	-----
TOTAL	4,202.
	=====

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

=====

DESCRIPTION -----	AMOUNT -----
ADJ CARRYING VALUE	582.
	-----
TOTAL	582.
	=====

-----  
STATE(S) WHERE THE FOUNDATION IS REGISTERED  
=====

CT

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

=====

OFFICER NAME:

BANK OF AMERICA, N.A.

ADDRESS:

777 MAIN ST

HARTFORD, CT 06115

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40

COMPENSATION ..... 29,271.

TOTAL COMPENSATION: 29,271.

=====

SHEA MARY E EST TR U/W  
FORM 990PF, PART XV - LINES 2a - 2d  
=====

06-6029604

RECIPIENT NAME:

BANK OF AMERICA, N.A.

ADDRESS:

777 MAIN STREET

HARTFORD, CT 06115

FORM, INFORMATION AND MATERIALS:

SEE ATTACHED APPLICATION

SUBMISSION DEADLINES:

FEBRUARY 28

RESTRICTIONS OR LIMITATIONS ON AWARDS:

APPLICATIONS ARE ONLY ACCEPTED FROM CHARITABLE ORGANIZATIONS  
BASED IN NEW LONDON, CT OR THAT SUPPORT A HIGH PERCENTAGE OF NEW  
LONDONE RESIDENTS.

RECIPIENT NAME:

SEE ATTACHED STATEMENT

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORTS NAMED ORGANIZATION

AMOUNT OF GRANT PAID ..... 160,000.

TOTAL GRANTS PAID:

160,000.

=====

TAX CODE/DATE TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
102 CHARITABLE DEDUCTION - CURRENT INCOME				
06/16/09 PUBLIC LIBRARY OF NEW LONDON PROV OPERATIONAL SUPP T/MAINTAIN CURRENT SERVICE HOURS, INCLUDING SUNDAY TR TRAN#=091670002000 TR CD=555 REG=0 PORT=INC	-28000.00	-28000.00		0906000028 BENE DISTRIBUTION WITH NO SSN **CHANGED** 03/22/10 RWH
06/16/09 ST MARY STAR OF THE SEA SCHOOL SUPP THE COST OF TEXTBOOKS & WORKBOOKS FOR STUDENTS TR TRAN#=091670003000 TR CD=555 REG=0 PORT=INC	-35000.00	-35000.00		0906000029 BENE DISTRIBUTION WITH NO SSN **CHANGED** 03/22/10 RWH
06/16/09 ST MARY STAR OF THE SEA CHURCH SUPP URGENT REPAIRS TO THE STRUCTURE OF THE FACILITY TR TRAN#=091670004000 TR CD=555 REG=0 PORT=INC	-25000.00	-25000.00		0906000030 BENE DISTRIBUTION WITH NO SSN **CHANGED** 03/22/10 RWH
06/16/09 NEW LONDON HOMELESS HOSPITALITY TO PROVIDE GENERAL OPERATING SUPPORT TR TRAN#=091670001000 TR CD=555 REG=0 PORT=INC	-15000.00	-15000.00		0906000027 BENE DISTRIBUTION WITH NO SSN **CHANGED** 03/22/10 RWH
06/17/09 THE CENTER: A DROP COMMUNITY SUPPT: SUMMER ENRICHMENT PROGRAM TR TRAN#=091680001000 TR CD=555 REG=0 PORT=INC	-3165.00	-3165.00		0906000034 BENE DISTRIBUTION WITH NO SSN **CHANGED** 03/22/10 RWH
06/17/09 CHILD & FAMILY AGENCY OF SECT SUPPT COST OF A TEACHER/SALARY FOR NEW LONDON DAY NURSERY TR TRAN#=091680003000 TR CD=555 REG=0 PORT=INC	-5000.00	-5000.00		0906000036 BENE DISTRIBUTION WITH NO SSN **CHANGED** 03/22/10 RWH
06/17/09 CHILD & FAMILY AGENCY OF SECT SUPPT. BP LEARNED SUMMER PROGRAM TR TRAN#=091680002000 TR CD=555 REG=0 PORT=INC	-9000.00	-9000.00		0906000035 BENE DISTRIBUTION WITH NO SSN **CHANGED** 03/22/10 RWH
06/17/09 EASTERN CONNECTICUT SYMPHONY, IN SUPPT: SCHOOL PERFORMANCES IN NEW LONDON ELEMENTARY SCHOOLS TR TRAN#=091680005000 TR CD=555 REG=0 PORT=INC	-4200.00	-4200.00		0906000038 BENE DISTRIBUTION WITH NO SSN **CHANGED** 03/22/10 RWH
06/17/09 KENTE ENTERPRISES, INC SUPPT YOUTH BOOK CLUB F/ 5TH & 8TH GRADE TR TRAN#=091680006000 TR CD=555 REG=0 PORT=INC	-2000.00	-2000.00		0906000039 BENE DISTRIBUTION WITH NO SSN **CHANGED** 03/22/10 RWH
06/17/09 LITERACY VOLUNTEERS OF AMERICA SUPPT:SATELLITE TUTORING IN NEW LONDON TR TRAN#=091680007000 TR CD=555 REG=0 PORT=INC	-3000.00	-3000.00		0906000040 BENE DISTRIBUTION WITH NO SSN **CHANGED** 03/22/10 RWH
06/17/09 COVENANT SHELTER OF NEW LONDON PURCHASE A COMMERCIAL REFRIGERATOR & FREEZER TR TRAN#=091680004000 TR CD=555 REG=0 PORT=INC	-7135.00	-7135.00		0906000037 BENE DISTRIBUTION WITH NO SSN **CHANGED** 03/22/10 RWH
06/17/09 NEW LONDON ADULT EDUCATION SUPPT:FAMILY LITERACY PROJECT TR TRAN#=091680008000 TR CD=555 REG=0 PORT=INC	-3000.00	-3000.00		0906000041 BENE DISTRIBUTION WITH NO SSN **CHANGED** 03/22/10 RWH
06/17/09 NEW LONDON COMM BOATING INC SUPPT SCHOLARSHIPS (NEW LONDON STUDENTS) TR TRAN#=091680009000 TR CD=555 REG=0 PORT=INC	-5500.00	-5500.00		0906000042 BENE DISTRIBUTION WITH NO SSN **CHANGED** 03/22/10 RWH
06/17/09 NEW LONDON COMM MEAL CTR OPERATING EXP FOR FOOD SUPPLIES TR TRAN#=091680010000 TR CD=555 REG=0 PORT=INC	-10000.00	-10000.00		0906000043 BENE DISTRIBUTION WITH NO SSN **CHANGED** 03/22/10 RWH
06/17/09 WOMEN'S CENTER OF SECT SUPPT:BILINGUAL COUNSELOR ADVOCATE TR TRAN#=091680011000 TR CD=555 REG=0 PORT=INC	-5000.00	-5000.00		0906000044 BENE DISTRIBUTION WITH NO SSN **CHANGED** 03/22/10 RWH
TOTAL CODE 102 - CHARITABLE DEDUCTION - CURRENT INCOME	-160000 00	-160000 00	0 00	

**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 **SHEA MARY E EST TR U/W** Employer identification number **06-6029604**

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)
<b>1a</b>					
<b>b</b> Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b . . . . .					<b>1b</b> -13,854.
<b>2</b> Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 . . . . .					<b>2</b>
<b>3</b> Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .					<b>3</b> -11,058.
<b>4</b> Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet . . . . .					<b>4</b> ( )
<b>5</b> 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 . . . . . ▶					<b>5</b> -24,912.

**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)
<b>6a</b> LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			8,416.
<b>b</b> Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b . . . . .					<b>6b</b> -136,089.
<b>7</b> Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 . . . . .					<b>7</b>
<b>8</b> Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .					<b>8</b> -24,780.
<b>9</b> Capital gain distributions . . . . .					<b>9</b>
<b>10</b> Gain from Form 4797, Part I . . . . .					<b>10</b>
<b>11</b> Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet . . . . .					<b>11</b> ( )
<b>12</b> 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 . . . . . ▶					<b>12</b> -152,453.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2009

<b>Part III Summary of Parts I and II</b>		(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
<b>Caution: Read the instructions before completing this part.</b>				
<b>13</b>	Net short-term gain or (loss) . . . . .	<b>13</b>		-24,912.
<b>14</b>	Net long-term gain or (loss):			
a	Total for year . . . . .	<b>14a</b>		-152,453.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.) . . . . .	<b>14b</b>		
c	28% rate gain . . . . .	<b>14c</b>		
<b>15</b>	Total net gain or (loss). Combine lines 13 and 14a . . . . . ▶	<b>15</b>		-177,365.

**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**

<b>16</b>	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 . . . . .	<b>16</b>	( 3,000 )
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**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.

<b>17</b>	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . . . .	<b>17</b>		
<b>18</b>	Enter the smaller of line 14a or 15 in column (2) but not less than zero . . . . .	<b>18</b>		
<b>19</b>	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) . . . . .	<b>19</b>		
<b>20</b>	Add lines 18 and 19 . . . . .	<b>20</b>		
<b>21</b>	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- . . . . . ▶	<b>21</b>		
<b>22</b>	Subtract line 21 from line 20. If zero or less, enter -0- . . . . .	<b>22</b>		
<b>23</b>	Subtract line 22 from line 17. If zero or less, enter -0- . . . . .	<b>23</b>		
<b>24</b>	Enter the smaller of the amount on line 17 or \$2,300 . . . . .	<b>24</b>		
<b>25</b>	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. <input type="checkbox"/> No. Enter the amount from line 23 . . . . .	<b>25</b>		
<b>26</b>	Subtract line 25 from line 24 . . . . .	<b>26</b>		
<b>27</b>	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22 . . . . .	<b>27</b>		
<b>28</b>	Enter the amount from line 26 (If line 26 is blank, enter -0-) . . . . .	<b>28</b>		
<b>29</b>	Subtract line 28 from line 27 . . . . .	<b>29</b>		
<b>30</b>	Multiply line 29 by 15% (.15) . . . . .			<b>30</b>
<b>31</b>	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) . . . . .			<b>31</b>
<b>32</b>	Add lines 30 and 31 . . . . .			<b>32</b>
<b>33</b>	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) . . . . .			<b>33</b>
<b>34</b>	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) . . . . .			<b>34</b>





FEDERAL CAPITAL GAIN DIVIDENDS  
=====

LONG-TERM CAPITAL GAIN DIVIDENDS  
-----

15% RATE CAPITAL GAIN DIVIDENDS

ENRON CORPORATION	7,080.00
RIO TINTO PLC SPONSORED ADR	571.00
SPX CORP	189.00
TENENT HEALTHCARE CORP	340.00
CLASS ACTIONS SETTLEMENT FOR AIG INC (SEC)	236.00

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS 8,416.00

TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS 8,416.00  
=====

GAINS AND LOSSES FROM PASS-THRU ENTITIES  
=====

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

COMMON TRUST FUNDS -11,058.00

-----

TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED)

-----  
-11,058.00  
=====

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

COMMON TRUST FUNDS -24,780.00

-----

TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED)

-----  
-24,780.00  
=====

## A S S E T D E T A I L

AS OF 12/31/09

ACCOUNT  
42-09-900-8547412

SHEA MARY E EST TR U/W

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UNITS	ASSET DESCRIPTION	ORIGINAL COST	FEDERAL TAX COST	MARKET VALUE	% OF ACCOUNT	CURRENT YIELD	EST ANNU INCOME
CASH AND CASH EQUIVALENTS							
MONEY MARKET FUNDS							
58,753.930	BANK OF AMERICA MONEY MARKET SAVINGS ACCOUNT (INCOME INVESTMENT) CUSIP NO: 994458719	58,753.93	58,753.93	58,753.93	1.478	0.150	88.
65,346.800	BANK OF AMERICA MONEY MARKET SAVINGS ACCOUNT CUSIP NO: 994458719	65,346.80	65,346.80	65,346.80	1.644	0.150	98.
	TOTAL MONEY MARKET FUNDS	124,100.73	124,100.73	124,100.73	3.122	0.150	186.
	TOTAL CASH AND CASH EQUIVALENTS	124,100.73	124,100.73	124,100.73	3.122	0.150	186.
FIXED INCOME							
GOVERNMENT AND AGENCY							
100,000.000	FEDERAL NATL MTG ASSN BENCHMRK NT DTD 01/14/00 7.250% DUE 01/15/10 CUSIP NO: 31359MFG3	101,035.16	101,035.16	100,219.00	2.522	7.234	7,250.
85,000.000	UNITED STATES TREAS NT DTD 05/17/04 4.750% DUE 05/15/14 CUSIP NO: 912828CJ7	87,065.23	87,065.23	93,526.35	2.353	4.317	4,037.
	TOTAL GOVERNMENT AND AGENCY	188,100.39	188,100.39	193,745.35	4.875	5.826	11,287.
CORPORATE BONDS							
75,000.000	VERIZON COMMUNICATIONS INC SR NT DTD 02/15/06 5.350% DUE 02/15/11 CUSIP NO: 92343VAB0	75,319.50	75,319.50	78,205.50	1.968	5.131	4,012.

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UNITS	ASSET DESCRIPTION	ORIGINAL COST	FEDERAL TAX COST	MARKET VALUE	% OF ACCOUNT	CURRENT YIELD	EST ANNU INCOME
50,000.000	COCA-COLA CO NT DTD 03/26/01 5.750% DUE 03/15/11 CUSIP NO: 191216AH3	50,748.50	50,748.50	53,007.00	1.334	5.424	2,875.
50,000.000	GOLDMAN SACHS GROUP INC NT DTD 08/27/02 5.700% DUE 09/01/12 CUSIP NO: 38141GCG7	49,977.00	49,977.00	53,783.00	1.353	5.239	2,850.
	TOTAL CORPORATE BONDS	176,045.00	176,045.00	184,995.50	4.655	5.264	9,737.
	COLLECTIVE FUNDS-FIXED						
87,460.719	GOVERNMENT CREDIT CTF ORIGINAL COST 680,025.99 CUSIP NO: 993361880	639,624.64	646,967.46	652,360.76	16.414	4.250	27,725.
	TOTAL COLLECTIVE FUNDS-FIXED	639,624.64	646,967.46	652,360.76	16.414	4.250	27,725.
	MUTUAL FUNDS-FIXED						
14,711.973	COLUMBIA HIGH INCOME FUND CLASS Z SHARES CUSIP NO: 19765H495 SEC YIELD: 6.370%	122,256.50	122,256.50	114,164.91	2.873	7.307	8,341.
17,104.632	CREDIT SUISSE COMMODITY-RETURN PLUS STRATEGY FUND CL CUSIP NO: 22544R305	143,939.56	143,939.56	146,928.79	3.697	6.275	9,219.
	TOTAL MUTUAL FUNDS-FIXED	266,196.06	266,196.06	261,093.70	6.570	6.725	17,561.
	SAVINGS INVESTMENTS						
1.000	CITIZENS SAVINGS BANK CKG A/C #220127-434-1 CUSIP NO: 992007203	1,586.27	1,586.27	1,586.27	0.040	0.000	0.

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UNITS	ASSET DESCRIPTION	ORIGINAL COST	FEDERAL TAX COST	MARKET VALUE	% OF ACCOUNT	CURRENT YIELD	EST ANNU INCOME
	TOTAL SAVINGS INVESTMENTS	1,586.27	1,586.27	1,586.27	0.040	0.000	0.
	TOTAL FIXED INCOME	1,271,552.36	1,278,895.18	1,293,781.58	32.554	5.125	66,311.
	EQUITIES						
	CONSUMER DISCRETIONARY						
	200.000 AMAZON COM INC CUSIP NO: 023135106	15,991.34	15,991.34	26,904.00	0.677	0.000	0.
	300.000 BEST BUY INC CUSIP NO: 086516101	11,978.25	11,978.25	11,838.00	0.298	1.419	168.
	500.000 DISNEY WALT CO COM DISNEY CUSIP NO: 254687106	15,556.44	14,712.24	16,125.00	0.406	1.085	175.
	500.000 HOME DEPOT INC CUSIP NO: 437076102	12,049.15	12,049.15	14,465.00	0.364	3.111	450.
	250.000 NIKE INC CL B CUSIP NO: 654106103	16,331.87	16,331.87	16,517.50	0.416	1.635	270.
	500.000 NORDSTROM INC CUSIP NO: 655664100	10,812.50	10,812.50	18,790.00	0.473	1.703	320.
	1,000.000 STAPLES INC CUSIP NO: 855030102	22,446.25	22,446.25	24,590.00	0.619	1.342	330.
	300.000 YUM BRANDS INC CUSIP NO: 988498101	7,775.31	7,406.62	10,491.00	0.264	2.402	252.
	TOTAL CONSUMER DISCRETIONARY	112,941.11	111,728.22	139,720.50	3.517	1.403	1,965.

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UNITS	ASSET DESCRIPTION	ORIGINAL COST	FEDERAL TAX COST	MARKET VALUE	% OF ACCOUNT	CURRENT YIELD	EST ANNU INCOME
CONSUMER STAPLES							
800.000	AVON PRODS INC CUSIP NO: 054303102	30,866.00	30,866.00	25,200.00	0.634	2.657	672.
400.000	COLGATE PALMOLIVE CO CUSIP NO: 194162103	23,132.50	22,258.00	32,860.00	0.827	2.112	704.
400.000	DEAN FOODS CO NEW COM CUSIP NO: 242370104	8,355.00	8,355.00	7,216.00	0.182	0.000	0.
200.000	KIMBERLY CLARK CORP CUSIP NO: 494368103	11,799.50	11,799.50	12,742.00	0.321	3.717	480.
500.000	KROGER CO CUSIP NO: 501044101	14,027.60	14,027.60	10,265.00	0.258	1.811	190.
340.000	MEAD JOHNSON NUTRITION CO COM CL A CUSIP NO: 582839106	11,480.98	11,480.98	14,858.00	0.374	1.811	272.
300.000	PEPSICO INC CUSIP NO: 713448108	14,185.51	11,744.00	18,240.00	0.459	2.961	540.
300.000	WAL-MART STORES INC CUSIP NO: 931142103	17,291.25	17,291.25	16,035.00	0.403	2.039	327.
	TOTAL CONSUMER STAPLES	131,138.34	127,822.33	137,416.00	3.458	2.313	3,185.
ENERGY							
400.000	NOBLE CORP ISIN CH0033347318 SWITZERLAND CUSIP NO: H5833N103	21,075.00	21,075.00	16,280.00	0.410	0.393	64.
200.000	APACHE CORP CUSIP NO: 037411105	15,647.00	15,647.00	20,634.00	0.519	0.582	120.

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UNITS	ASSET DESCRIPTION	ORIGINAL COST	FEDERAL TAX COST	MARKET VALUE	% OF ACCOUNT	CURRENT YIELD	EST ANNU INCOME
150.000	DEVON ENERGY CORP NEW CUSIP NO: 25179M103	14,387.63	14,387.63	11,025.00	0.277	0.871	96.
1,300.000	EXXON MOBIL CORP CUSIP NO: 30231G102	58,298.35	27,178.55	88,647.00	2.231	2.464	2,184.
200.000	HESS CORP CUSIP NO: 42809H107	10,737.50	10,737.50	12,100.00	0.304	0.651	80.
300.000	SCHLUMBERGER LTD NETHERLANDS ANTILLES CUSIP NO: 806857108	16,986.50	16,986.50	19,527.00	0.491	1.231	252.
600.000	SOUTHWESTERN ENERGY CO CUSIP NO: 845467109	16,268.25	16,268.25	28,920.00	0.728	0.010	0.
200.000	TIDEWATER INC CUSIP NO: 886423102	10,591.50	10,591.50	9,590.00	0.241	2.086	200.
200.000	VALERO ENERGY CORP NEW CUSIP NO: 91913Y100	6,501.50	6,501.50	3,350.00	0.084	3.582	120.
	TOTAL ENERGY	170,493.23	139,373.43	210,073.00	5.285	1.483	3,116.
FINANCIALS							
150.000	GOLDMAN SACHS GROUP INC CUSIP NO: 38141G104	26,972.63	26,972.63	25,326.00	0.637	0.829	210.
1,200.000	HARTFORD FINL SVCS GROUP INC CUSIP NO: 416515104	40,589.90	40,522.40	27,912.00	0.702	0.860	240.
1,000.000	J P MORGAN CHASE & CO CUSIP NO: 46625H100	46,618.41	46,114.50	41,670.00	1.048	0.480	200.
300.000	PRICE T ROWE GROUP INC CUSIP NO: 74144T108	18,062.25	18,062.25	15,975.00	0.402	1.873	300.

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UNITS	ASSET DESCRIPTION	ORIGINAL COST	FEDERAL TAX COST	MARKET VALUE	% OF ACCOUNT	CURRENT YTD	EST ANNU INCOME
800.000	SCHWAB CHARLES CORP NEW CUSIP NO: 808513105	19,238.00	19,238.00	15,056.00	0.379	1.275	192.
300.000	STATE STR CORP CUSIP NO: 857477103	18,298.65	18,298.65	13,062.00	0.329	0.012	12.
800.000	US BANCORP DEL COM NEW CUSIP NO: 902973304	24,426.00	24,000.00	18,008.00	0.453	0.818	160.
900.000	WELLS FARGO & CO NEW COM CUSIP NO: 949746101	25,424.75	24,981.50	24,291.00	0.611	0.711	180.
	TOTAL FINANCIALS	219,630.59	218,189.93	181,300.00	4.561	0.824	1,494.
	HEALTH CARE						
300.000	ABBOTT LABS CUSIP NO: 002824100	15,012.75	14,755.25	16,197.00	0.408	2.964	480.
200.000	AMGEN INC CUSIP NO: 031162100	9,357.50	9,357.50	11,314.00	0.285	0.000	0.
461.000	BRISTOL MYERS SQUIBB CO CUSIP NO: 110122108	9,827.37	9,827.37	11,640.25	0.293	5.063	590.
400.000	CIGNA CORP CUSIP NO: 125509109	21,719.00	21,719.00	14,108.00	0.355	0.113	16.
350.000	EXPRESS SCRIPTS INC CUSIP NO: 302182100	20,667.50	18,731.37	30,247.00	0.761	0.000	0.
300.000	GILEAD SCIENCES INC CUSIP NO: 375558103	16,244.49	16,244.49	12,981.00	0.327	0.000	0.
500.000	JOHNSON & JOHNSON CUSIP NO: 478160104	32,169.75	32,169.75	32,205.00	0.810	3.043	980.

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UNITS	ASSET DESCRIPTION	ORIGINAL COST	FEDERAL TAX COST	MARKET VALUE	% OF ACCOUNT	CURRENT YIELD	EST ANNU INCOME
200.000	LABORATORY CORP AMER HLDGS NEW COM CUSIP NO: 50540R409	15,364.60	15,018.15	14,968.00	0.377	0.000	0.
1,100.000	MERCK & CO INC NEW COM CUSIP NO: 58933Y105	48,968.25	48,968.25	40,194.00	1.011	4.160	1,672.
200.000	THERMO FISHER SCIENTIFIC CORP CUSIP NO: 883556102	12,141.50	12,141.50	9,538.00	0.240	0.000	0.
	TOTAL HEALTH CARE	201,472.71	198,932.63	193,392.25	4.867	1.933	3,738.
	INDUSTRIALS						
200.000	ALLIANT TECHSYSTEMS INC CUSIP NO: 018804104	23,635.50	23,635.50	17,654.00	0.444	0.010	0.
400.000	BOEING CO CUSIP NO: 097023105	24,843.00	24,843.00	21,652.00	0.545	3.104	672.
100.000	BURLINGTON NORTHN SANTA FE CORP CUSIP NO: 12189T104	7,584.41	7,584.41	9,862.00	0.248	1.662	160.
150.000	DEERE & CO CUSIP NO: 244199105	11,914.13	11,914.13	8,113.50	0.204	2.071	168.
100.000	DUN & BRADSTREET CORP DEL NEW CUSIP NO: 26483E100	9,071.75	9,071.75	8,437.00	0.212	1.612	136.
1,400.000	GENERAL ELEC CO CUSIP NO: 369604103	42,912.71	19,987.50	21,182.00	0.533	2.644	560.
100.000	LOCKHEED MARTIN CORP CUSIP NO: 539830109	8,683.75	8,683.75	7,535.00	0.190	3.344	252.
400.000	UNITED TECHNOLOGIES CORP CUSIP NO: 913017109	13,362.85	13,212.00	27,764.00	0.699	2.213	616.

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UNITS	ASSET DESCRIPTION	ORIGINAL COST	FEDERAL TAX COST	MARKET VALUE	% OF ACCOUNT	CURRENT YIELD	EST ANNU INCOME
400.000	WASTE MGMT INC DEL CUSIP NO: 941061109	12,570.91	11,268.00	13,524.00	0.340	3.431	464.
TOTAL INDUSTRIALS		154,579.01	130,200.04	135,723.50	3.415	2.231	3,028.
INFORMATION TECHNOLOGY							
400.000	ADOBE SYS INC CUSIP NO: 00724F101	14,555.00	14,555.00	14,712.00	0.370	0.070	0.
150.000	APPLE INC CUSIP NO: 037833100	22,033.13	22,033.13	31,609.80	0.795	0.070	0.
400.000	AUTODESK INC CUSIP NO: 052769106	14,251.00	14,251.00	10,164.00	0.256	0.000	0.
1,180.000	CISCO SYS INC CUSIP NO: 17275R102	20,015.33	9,392.91	28,249.20	0.711	0.000	0.
2,000.000	EMC CORP CUSIP NO: 268648102	23,810.00	23,810.00	34,940.00	0.879	0.000	0.
800.000	HEWLETT PACKARD CO CUSIP NO: 428236103	26,694.67	25,249.50	41,208.00	1.037	0.621	256.
450.000	INTERNATIONAL BUSINESS MACHS CUSIP NO: 459200101	41,104.45	40,852.87	58,905.00	1.482	1.681	990.
400.000	LAM RESEARCH CORP CUSIP NO: 512807108	19,622.20	19,622.20	15,684.00	0.395	0.000	0.
1,800.000	MICROSOFT CORP CUSIP NO: 594918104	41,428.66	39,344.48	54,864.00	1.380	1.706	936.
600.000	NOKIA CORP SPONSORED ADR FINLAND CUSIP NO: 654902204	11,224.50	11,224.50	7,710.00	0.194	3.053	235.

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UNITS	ASSET DESCRIPTION	ORIGINAL COST	FEDERAL TAX COST	MARKET VALUE	% OF ACCOUNT	CURRENT YIELD	EST ANNU INCOME
1,000.000	TEXAS INSTRS INC CUSIP NO: 882508104	32,207.50	32,207.50	26,060.00	0.656	1.1142	480.
	TOTAL INFORMATION TECHNOLOGY	266,946.44	252,543.09	324,106.00	8.155	0.194	2,897.
MATERIALS							
200.000	MONSANTO CO NEW COM CUSIP NO: 61166W101	10,050.30	8,933.10	16,350.00	0.411	1.297	212.
100.000	POTASH CORP SASK INC CANADA CUSIP NO: 73755L107	16,093.75	16,093.75	10,850.00	0.273	0.369	40.
300.000	PRAXAIR INC CUSIP NO: 74005P104	16,475.25	16,475.25	24,093.00	0.606	1.932	480.
25.000	RIO TINTO PLC SPONSORED ADR UNITED KINGDOM CUSIP NO: 767204100	2,675.42	2,675.42	5,384.75	0.135	2.516	136.
	TOTAL MATERIALS	45,294.72	44,177.52	56,677.75	1.425	1.511	868.
TELECOMMUNICATION SERVICES							
1,000.000	AT&T INC CUSIP NO: 00206R102	26,646.30	25,957.50	28,030.00	0.705	5.994	1,680.
400.000	VERIZON COMMUNICATIONS INC CUSIP NO: 92343V104	17,699.92	17,699.92	13,252.00	0.333	5.735	760.
	TOTAL TELECOMMUNICATION SERVICES	44,346.22	43,657.42	41,282.00	1.038	5.911	2,440.
UTILITIES							

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UNITS	ASSET DESCRIPTION	ORIGINAL COST	FEDERAL TAX COST	MARKET VALUE	% OF ACCOUNT	CURRENT YIELD	EST ANNU INCOME
200.000	ENTERGY CORP NEW CUSIP NO: 29364G103	19,967.50	19,967.50	16,368.00	0.412	3.666	600.
300.000	EXELON CORP CUSIP NO: 30161N101	12,425.45	12,425.45	14,661.00	0.369	4.297	630.
100.000	FPL GROUP INC CUSIP NO: 302571104	7,049.48	7,049.48	5,282.00	0.133	3.378	189.
	TOTAL UTILITIES	39,442.43	39,442.43	36,311.00	0.914	3.408	1,419.
	COLLECTIVE FUNDS-EQUITY						
6,277.738	SMALL CAP GROWTH CTF ORIGINAL COST 44,786.67 CUSIP NO: 207543877	51,705.39	71,367.12	73,103.00	1.839	0.635	464.
	TOTAL COLLECTIVE FUNDS-EQUITY	51,705.39	71,367.12	73,103.00	1.839	0.635	464.
	MUTUAL FUNDS-EQUITY						
3,043.386	COLUMBIA ACORN INTERNATIONAL FUND CLASS Z SHARES CUSIP NO: 197199813	113,116.70	113,116.70	104,266.40	2.624	1.550	1,616.
8,287.293	COLUMBIA MID CAP INDEX FUND CLASS Z SHARES CUSIP NO: 19765J608	60,000.00	60,000.00	76,574.59	1.927	1.1.5	853.
9,107.468	COLUMBIA SMALL CAP INDEX FUND CLASS Z SHARES CUSIP NO: 19765J814	100,000.00	100,000.00	126,684.88	3.188	0.827	1,047.
7,090.000	VANGUARD EUROPE PACIFIC ETF FUND CUSIP NO: 921943858	191,504.13	191,504.13	242,478.00	6.101	2.386	5,785.

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	TOTAL MUTUAL FUNDS-EQUITY	464,620.83	464,620.83	550,003.87	13.840	1.591	9,302.
	OTHER EQUITIES						
245.000	SPDR DJ WILSHIRE INTL REAL ESTATE ETF CUSIP NO: 78463X863	13,489.09	13,489.09	8,548.05	0.215	6.74	527.
890.000	SPDR DJ WILSHIRE REIT ETF CUSIP NO: 78464A607	65,510.68	65,510.68	43,796.90	1.102	3.524	1,718.
10,365.000	VANGUARD INTL EQUITY INDEX FDS VANGUARD EMERGING MKTS ETF CUSIP NO: 922042858	408,065.77	408,065.77	424,965.00	10.693	1.329	5,648.
	TOTAL OTHER EQUITIES	487,065.54	487,065.54	477,309.95	12.010	1.654	7,895.
	TOTAL EQUITIES	2,389,676.56	2,329,120.53	2,556,418.82	64.324	1.636	41,813.
	TOTAL FOR ACCOUNT	3,785,329.65	3,732,116.44	3,974,301.13	100.000	2.725	108,310.